

---

---

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

**SCHEDULE 13G**

**Under the Securities Exchange Act of 1934  
(Amendment No. 3)\***

Vincerox Pharma, Inc.  
(Name of Issuer)

Common Stock, par value \$0.0001 per share  
(Title of Class of Securities)

92731L106  
(CUSIP Number)

Michael Hirschberg, Esq.  
Reitler Kailas & Rosenblatt LLP  
885 Third Avenue, 20th Floor  
New York, NY 10022

(Name, Address and Telephone Number of Person  
Authorized to Receive Notices and Communications)

December 31, 2023  
(Date of Event which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

- Rule 13d-1(b)  
 Rule 13d-1(c)  
 Rule 13d-1(d)

\* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

---

---

1. NAMES OF REPORTING PERSONS  
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)

Affinity Healthcare Fund, LP (EIN 82-1629802)

---

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP  
(see instructions)  
(a)   
(b)

---

3. SEC USE ONLY

---

4. CITIZENSHIP OR PLACE OF ORGANIZATION

Delaware

---

5. SOLE VOTING POWER

0

NUMBER OF  
SHARES  
BENEFICIALLY  
OWNED BY  
EACH  
REPORTING  
PERSON WITH

---

6. SHARED VOTING POWER

0

---

7. SOLE DISPOSITIVE POWER

0

---

8. SHARED DISPOSITIVE POWER

0

---

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

0

---

10. CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES  
(see instructions)

---

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

0

---

12. TYPE OF REPORTING PERSON (see instructions)

PN

---

---

---

1. NAMES OF REPORTING PERSONS  
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)

Affinity Asset Advisors, LLC (EIN 82-1567490)

---

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP  
(see instructions)  
(a)   
(b)

---

3. SEC USE ONLY

---

4. CITIZENSHIP OR PLACE OF ORGANIZATION

Delaware

---

5. SOLE VOTING POWER

0

---

6. SHARED VOTING POWER

0

NUMBER OF  
SHARES  
BENEFICIALLY  
OWNED BY  
EACH  
REPORTING  
PERSON WITH

---

7. SOLE DISPOSITIVE POWER

0

---

8. SHARED DISPOSITIVE POWER

0

---

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

0

---

10. CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES  
(see instructions)

---

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

0

---

12. TYPE OF REPORTING PERSON (see instructions)

IA

---

**Item 1.**

(a) **Name of Issuer:**

Vincerx Pharma, Inc.

(b) **Address of Issuer's Principal Executive Offices:**

260 Sheridan Avenue, Suite 400  
Palo Alto, CA 94306

**Item 2.**

(a) **Name of Persons Filing:**

Affinity Healthcare Fund, LP  
Affinity Asset Advisors, LLC

(b) **Address of Principal Business Office or, if None, Residence:**

767 Third Avenue, 15<sup>th</sup> Floor  
New York, NY 10017

(c) **Citizenship:**

Affinity Healthcare Fund, LP and Affinity Asset Advisors, LLC - Delaware

(d) **Title of Class of Securities:**

Common Stock, par value \$0.0001 per share

(e) **CUSIP Number:**

92731L106

---

---

**Item 3. If this statement is filed pursuant to §§240.13d-1(b) or 240.13d-2(b) or (c), check whether the person filing is a:**

- (a)  Broker or dealer registered under section 15 of the Act (15 U.S.C. 78o).
  - (b)  Bank as defined in section 3(a)(6) of the Act (15 U.S.C. 78c).
  - (c)  Insurance company as defined in section 3(a)(19) of the Act (15 U.S.C. 78c).
  - (d)  Investment company registered under section 8 of the Investment Company Act of 1940 (15 U.S.C. 80a-8).
  - (e)  An investment adviser in accordance with §240.13d-1(b)(1)(ii)(E);
  - (f)  An employee benefit plan or endowment fund in accordance with §240.13d-1(b)(1)(ii)(F);
  - (g)  A parent holding company or control person in accordance with §240.13d-1(b)(1)(ii)(G);
  - (h)  A savings association as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813);
  - (i)  A church plan that is excluded from the definition of an investment company under section 3(c)(14) of the Investment Company Act of 1940 (15 U.S.C. 80a-3);
  - (j)  A non-U.S. institution in accordance with §240.13d-1(b)(1)(ii)(J);
  - (k)  Group, in accordance with §240.13d-1(b)(1)(ii)(K).
-

**Item 4. Ownership.**

See Items 5, 6, 7, 8 and 9 of each cover page.

**Item 5. Ownership of Five Percent or Less of a Class.**

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following .

**Item 6. Ownership of More than Five Percent on Behalf of Another Person.**

Not Applicable

**Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on By the Parent Holding Company.**

Not Applicable

**Item 8. Identification and Classification of Members of the Group.**

Not Applicable

**Item 9. Notice of Dissolution of Group.**

Not Applicable

**Item 10. Certification.**

By signing below, we certify that, to the best of our knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

---

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

February 13, 2024

\_\_\_\_\_  
Date

**AFFINITY HEALTHCARE FUND, LP**

By: /s/ Michael Cho

\_\_\_\_\_  
Signature

**AFFINITY ASSET ADVISORS, LLC**

By: /s/ Michael Cho

\_\_\_\_\_  
Signature

---