# UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, DC 20549

# **SCHEDULE 13G**

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

# Nkarta, Inc.

(Name of Issuer)

## Common Stock, \$0.0001 par value per share

(Title of Class of Securities)

#### 65487U108

(CUSIP Number)

## February 17, 2022

(Date of Event Which Requires Filing of this Statement)

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

o Rule 13d-1(b)

⊠ Rule 13d-1(c)

o 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 the disclosures provided in a prior cover page.

The information required in 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).

| CUSIP No. 65487U108 | SCHEDULE 13G | Page 2 of 9 Pages |
|---------------------|--------------|-------------------|
|---------------------|--------------|-------------------|

|    | _   |  |  | 1 |  |
|----|---|--|--|---|--|
| 1  | NAME OF REPORTING PERSONS   |  |  |   |  |
| 1  | Deep Track Capit  | Deep Track Capital, LP                           |  |   |  |
|    | CHECK THE AP  | CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP |  |   |  |
| 2  | (a) o   |  |  |   |  |
|    |   | (b) x  |  |   |  |
| 3  | SEC USE ONLY  |  |  |   |  |
|    |   |  |  |   |  |
| 4  | CITIZENSHIP O   | CITIZENSHIP OR PLACE OF ORGANIZATION             |  |   |  |
| 4  | Delaware  |  |  |   |  |
|    | <b>.</b>  |  | SOLE VOTING POWER                          |   |  |
|    |   | 5  |  |   |  |
| _  | NUMBER OF<br>SHARES<br>BENEFICIALLY<br>OWNED BY                     |  | 0 SHARED VOTING POWER                      |   |  |
|    |   |  | SHARED VOTING POWER                        |   |  |
| OV |   |  | 1,965,684                                  |   |  |
|    | EACH<br>PORTING   | 7  | SOLE DISPOSITIVE POWER                     |   |  |
|    | PERSON  |  | 0  |   |  |
|    | WITH  | 8  | SHARED DISPOSITIVE POWER                   |   |  |
|    |   |  | 1,965,684                                  |   |  |
|    | AGGREGATE A   | MOUNT B  | ENEFICIALLY OWNED BY EACH REPORTING PERSON |   |  |
| 9  |   |  |  |   |  |
|    | 1,965,684   |  |  |   |  |
| 10 | CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES  o |  |  |   |  |
|    |   |  |  |   |  |
| 11 | PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)                   |  |  |   |  |
| 11 | 5.97%   |  |  |   |  |
|    | TYPE OF REPORTING PERSON  |  |  |   |  |
| 12 | IA, OO  |  |  |   |  |
|    | 1A, UU  |  |  |   |  |

|    | T  |  |  |  |
|----|--|--|--|--|
| 1  | NAME OF REPO                               | NAME OF REPORTING PERSONS                                      |  |  |
| 1  | Deep Track Biotechnology Master Fund, Ltd. |  |  |  |
|    | CHECK THE AP                               | THE APPROPRIATE BOX IF A MEMBER OF A GROUP                     |  |  |
| 2  | (a) o                                      |  |  |  |
|    | ` ′  | (b) x  |  |  |
| 3  | SEC USE ONLY                               | C USE ONLY   |  |  |
|    |  |  |  |  |
|    | CITIZENSHIP OF                             | IP OR PLACE OF ORGANIZATION                                    |  |  |
| 4  | Cayman Islands                             | ın İslands   |  |  |
|    | Guy man Toramao                            |  | SOLE VOTING POWER                          |  |
|    |  |  |  |  |
| NU | MBER OF                                    |  | 0  |  |
|    | SHARES BENEFICIALLY OWNED BY               |  | SHARED VOTING POWER                        |  |
|    |  |  | 1,965,684                                  |  |
|    | EACH                                       |  | SOLE DISPOSITIVE POWER                     |  |
|    | PERSON                                     | 7  | 0  |  |
|    | WITH                                       |  | SHARED DISPOSITIVE POWER                   |  |
|    |  |  |  |  |
|    | 1  |  | 1,965,684                                  |  |
| 9  | AGGREGATE AN                               | MOUNT B  | ENEFICIALLY OWNED BY EACH REPORTING PERSON |  |
| )  | 1,965,684                                  | 684  |  |  |
|    | CHECK IF THE A                             | CCK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES |  |  |
| 10 |  |  |  |  |
|    | PERCENT OF CI                              | ASS REP  | RESENTED BY AMOUNT IN ROW (9)              |  |
| 11 |  |  |  |  |
|    | 5.97%                                      |  |  |  |
| 12 | TYPE OF REPORTING PERSON                   |  |  |  |
| 12 | CO   |  |  |  |

|  | П   |   |   |  |
|--|---|---|---|--|
| 1                                      | NAME OF REPORTING PERSONS   |   |   |  |
| 1                                      | David Kroin   |   |   |  |
|  |   |   |   |  |
| 2                                      | CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP  (a) 0           |   |   |  |
| _                                      | (a) 6<br>(b) x  |   |   |  |
|  | SEC USE ONLY  | EC USE ONLY   |   |  |
| 3                                      |   |   |   |  |
| CITIZENCIUD OD DI ACE OF ODC ANIZATION |   | D DI ACE  | OF ORCANIZATION                             |  |
| 4                                      | CITIZENSHIPO  | CITIZENSHIP OR PLACE OF ORGANIZATION                            |   |  |
|  | United States   |   |   |  |
|  |   | _   | SOLE VOTING POWER                           |  |
|  |   | 5   |   |  |
|  | NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH |   | SHARED VOTING POWER                         |  |
|  |   |   | SHARED VOTING POWER                         |  |
|  |   |   | 1,965,684                                   |  |
| DE                                     |   |   | SOLE DISPOSITIVE POWER                      |  |
|  |   |   |   |  |
|  |   |   | SHARED DISPOSITIVE POWER                    |  |
|  |   | 8   | SHARED DISPOSITIVE FOWER                    |  |
|  |   |   | 1,965,684                                   |  |
|  | AGGREGATE A   | MOUNT E   | BENEFICIALLY OWNED BY EACH REPORTING PERSON |  |
| 9                                      | 1,965,684   | 965.684   |   |  |
|  |   | CK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES 0 |   |  |
| 10                                     | 0   |   |   |  |
|  |   |   |   |  |
| 11                                     | PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)                 |   |   |  |
| 11                                     | 5.97%   |   |   |  |
|  | TYPE OF REPORTING PERSON  |   |   |  |
| 12                                     | IN LIC  |   |   |  |
|  | IN, HC  |   |   |  |

| CUSI  | P No. 65487U108   | SCHEDULE 13G  | Page 5 of 9 Pages  |
|---|---|---|--|
| Item 1.                                     | (a) Name of Issuer  |   |  |
|   | Nkarta, Inc.  |   |  |
| Item 1.                                     | (b) Address of Issuer's Principal Exc   | ecutive Offices   |  |
|   | 6000 Shoreline Court, Suite 102   |   |  |
|   | South San Francisco, CA 94080   |   |  |
| Item 2.                                     | (a) Names of Persons Filing:  |   |  |
|   | (i) Deep Track Capital, LP<br>(ii) Deep Track Biotechnology Mas<br>(iii) David Kroin  | ter Fund, Ltd.  |  |
| Item 2.                                     | (b) Address of Principal Business O   | ffice:  |  |
|   |   | Greenwich, CT 06830<br>190 Elgin Ave, George Town, KY1-9001, Cayman Islands<br>O Greenwich Ave, 3rd Floor, Greenwich, CT 06830  |  |
| Item 2.                                     | (c) Citizenship:  |   |  |
|   | <ul><li>(i) Delaware</li><li>(ii) Cayman Islands</li><li>(iii) United States</li></ul>  |   |  |
| Item 2.                                     | (d) Title of Class of Securities  |   |  |
|   | Common Stock, \$0.0001 par value  | per share (the "Common Stock")  |  |
| Item 2.                                     | (e) CUSIP No.:  |   |  |
|   | 65487U108   |   |  |
|   |   |   |  |
|   |   |   |  |
| CUSI  | P No. 65487U108   | SCHEDULE 13G  | Page 6 of 9 Pages  |
|   |   | SCHEDULE 13G<br>§§240.13d-1(b) or 240.13d-2(b) or (c), check whether the  |  |
|   | If this statement is filed pursuant to  |   |  |
| (a)   | If this statement is filed pursuant to  | §§240.13d-1(b) or 240.13d-2(b) or (c), check whether the proceedings of the Act (15 U.S.C. 780);  |  |
| (a) (b)                                     | If this statement is filed pursuant to  ☐ Broker or dealer registered under s ☐ Bank as defined in section 3(a)(6)  | §§240.13d-1(b) or 240.13d-2(b) or (c), check whether the proceedings of the Act (15 U.S.C. 780);  |  |
| (a) (b)                                     | If this statement is filed pursuant to  □ Broker or dealer registered under so □ Bank as defined in section 3(a)(6) □ Insurance company as defined in section   | §§240.13d-1(b) or 240.13d-2(b) or (c), check whether the particle of the Act (15 U.S.C. 78o); of the Act (15 U.S.C. 78c);   | person filing is a:  |
| (a) (b) (c)                                 | If this statement is filed pursuant to  □ Broker or dealer registered under so □ Bank as defined in section 3(a)(6) □ Insurance company as defined in so □ Investment company registered under so   | §§240.13d-1(b) or 240.13d-2(b) or (c), check whether the particle of the Act (15 U.S.C. 78o); of the Act (15 U.S.C. 78c); section 3(a)(19) of the Act (15 U.S.C. 78c); der section 8 of the Investment Company Act of 1940 (15 U.S.C. 78c).   | person filing is a:  |
| (a)<br>(b)<br>(c)<br>(d)<br>(e)             | If this statement is filed pursuant to  □ Broker or dealer registered under so □ Bank as defined in section 3(a)(6) □ Insurance company as defined in so □ Investment company registered under so □ An investment adviser in accordance.  | §§240.13d-1(b) or 240.13d-2(b) or (c), check whether the particle of the Act (15 U.S.C. 78o); of the Act (15 U.S.C. 78c); section 3(a)(19) of the Act (15 U.S.C. 78c); der section 8 of the Investment Company Act of 1940 (15 U.S.C. 78c).   | person filing is a:  |
| (a) (b) (c) (d) (e) (f)                     | If this statement is filed pursuant to  □ Broker or dealer registered under some and the statement and the statement and the statement company as defined in some and the statement company registered under the statement adviser in accordant and the sta | §§240.13d-1(b) or 240.13d-2(b) or (c), check whether the particle of the Act (15 U.S.C. 780); of the Act (15 U.S.C. 78c); section 3(a)(19) of the Act (15 U.S.C. 78c); oder section 8 of the Investment Company Act of 1940 (15 U.S.C. with §240.13d-1(b)(1)(ii)(E);  | person filing is a:  |
| (a) (b) (c) (d) (e) (f) (g)                 | Broker or dealer registered under s  Bank as defined in section 3(a)(6)  Insurance company as defined in s  Investment company registered under s  An investment adviser in accordant  An employee benefit plan or endo  A parent holding company or cont   | §§240.13d-1(b) or 240.13d-2(b) or (c), check whether the particle of the Act (15 U.S.C. 78o); of the Act (15 U.S.C. 78c); section 3(a)(19) of the Act (15 U.S.C. 78c); oder section 8 of the Investment Company Act of 1940 (15 U.B.C. with §240.13d-1(b)(1)(ii)(E); wment fund in accordance with §240.13d-1(b)(1)(ii)(F);   | person filing is a: S.C. 80a-8);   |
| (a) (b) (c) (d) (e) (f) (g) (h)             | Broker or dealer registered under some Bank as defined in section 3(a)(6) Insurance company as defined in some Investment company registered under some An investment adviser in accordant An employee benefit plan or endo A parent holding company or contor A savings associations as defined  | §§240.13d-1(b) or 240.13d-2(b) or (c), check whether the passection 15 of the Act (15 U.S.C. 78o); of the Act (15 U.S.C. 78c); section 3(a)(19) of the Act (15 U.S.C. 78c); der section 8 of the Investment Company Act of 1940 (15 U.B.C. with §240.13d-1(b)(1)(ii)(E); when the fund in accordance with §240.13d-1(b)(1)(ii)(F); arol person in accordance with §240.13d-1(b)(1)(ii)(G);  | person filing is a: S.C. 80a-8); C. 1813);   |
| (a) (b) (c) (d) (e) (f) (g) (h) (i)         | Broker or dealer registered under some Bank as defined in section 3(a)(6)  Insurance company as defined in some Investment company registered under some An investment adviser in accordant An employee benefit plan or endo A parent holding company or contor A savings associations as defined A church plan that is excluded fro  | §§240.13d-1(b) or 240.13d-2(b) or (c), check whether the passection 15 of the Act (15 U.S.C. 78o); of the Act (15 U.S.C. 78c); section 3(a)(19) of the Act (15 U.S.C. 78c); der section 8 of the Investment Company Act of 1940 (15 U.s.c. with §240.13d-1(b)(1)(ii)(E); wment fund in accordance with §240.13d-1(b)(1)(ii)(F); rol person in accordance with §240.13d-1(b)(1)(ii)(G); in Section 3(b) of the Federal Deposit Insurance Act (12 U.S. m the definition of an investment company under section 3(c)   | person filing is a: S.C. 80a-8); C. 1813);   |
| (a) (b) (c) (d) (e) (f) (g) (h) (i)         | Broker or dealer registered under some Bank as defined in section 3(a)(6)  Insurance company as defined in some Investment company registered under An investment adviser in accordant An employee benefit plan or endo A parent holding company or conto A savings associations as defined A church plan that is excluded fro (15 U.S.C. 80a-3);  A non-U.S. institution in accordant  | §§240.13d-1(b) or 240.13d-2(b) or (c), check whether the passection 15 of the Act (15 U.S.C. 78o); of the Act (15 U.S.C. 78c); section 3(a)(19) of the Act (15 U.S.C. 78c); der section 8 of the Investment Company Act of 1940 (15 U.s.c. with §240.13d-1(b)(1)(ii)(E); wment fund in accordance with §240.13d-1(b)(1)(ii)(F); rol person in accordance with §240.13d-1(b)(1)(ii)(G); in Section 3(b) of the Federal Deposit Insurance Act (12 U.S. m the definition of an investment company under section 3(c)   | person filing is a:  S.C. 80a-8);  C. 1813);  (14) of the Investment Company Act of 1940 |
| (a) (b) (c) (d) (e) (f) (g) (h) (i)         | Broker or dealer registered under some Bank as defined in section 3(a)(6)  Insurance company as defined in some Investment company registered under An investment adviser in accordant An employee benefit plan or endo A parent holding company or conto A savings associations as defined A church plan that is excluded fro (15 U.S.C. 80a-3);  A non-U.S. institution in accordant A group, in accordance with §240   | §§240.13d-1(b) or 240.13d-2(b) or (c), check whether the passection 15 of the Act (15 U.S.C. 78o); of the Act (15 U.S.C. 78c); section 3(a)(19) of the Act (15 U.S.C. 78c); der section 8 of the Investment Company Act of 1940 (15 U.B.C. with §240.13d-1(b)(1)(ii)(E); where the fund in accordance with §240.13d-1(b)(1)(ii)(F); arol person in accordance with §240.13d-1(b)(1)(ii)(G); in Section 3(b) of the Federal Deposit Insurance Act (12 U.S. in the definition of an investment company under section 3(c) are with §240.13d-1(b)(1)(ii)(J); | person filing is a:  S.C. 80a-8);  C. 1813);  (14) of the Investment Company Act of 1940 |
| (a) (b) (c) (d) (e) (f) (g) (h) (i) (j) (k) | Broker or dealer registered under some Bank as defined in section 3(a)(6)  Insurance company as defined in some Investment company registered under An investment adviser in accordant An employee benefit plan or endo A parent holding company or conto A savings associations as defined A church plan that is excluded fro (15 U.S.C. 80a-3);  A non-U.S. institution in accordant A group, in accordance with §240   | §§240.13d-1(b) or 240.13d-2(b) or (c), check whether the passection 15 of the Act (15 U.S.C. 78o); of the Act (15 U.S.C. 78c); section 3(a)(19) of the Act (15 U.S.C. 78c); der section 8 of the Investment Company Act of 1940 (15 U.B.C. with §240.13d-1(b)(1)(ii)(E); where the fund in accordance with §240.13d-1(b)(1)(ii)(F); arol person in accordance with §240.13d-1(b)(1)(ii)(G); in Section 3(b) of the Federal Deposit Insurance Act (12 U.S. in the definition of an investment company under section 3(c) are with §240.13d-1(b)(1)(ii)(J); | person filing is a:  S.C. 80a-8);  C. 1813);  (14) of the Investment Company Act of 1940 |

# Item 4. Ownership

The amount beneficially owned by each Reporting Person is determined based on 32,949,415 Common Stock oustanding.

# 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 or Control Person

Deep Track Capital, LP is the relevant entity for which David Kroin may be considered a control person.

# 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 I certify that, to the best of my 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.

# **SIGNATURE**

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.

Dated: February 18, 2022

# Deep Track Capital, LP

By: /s/ David Kroin

David Kroin, Managing Member of the General Partner of the

Investment Adviser

# Deep Track Biotechnology Master Fund, Ltd.

By: /s/ David Kroin

David Kroin, Director

## **David Kroin**

By: /s/ David Kroin

David Kroin

Exhibit I

#### JOINT FILING STATEMENT

## PURSUANT TO RULE 13d-1(k)

The undersigned acknowledge and agree that the foregoing statement on Schedule 13G, is filed on behalf of each of the undersigned and that all subsequent amendments to this statement on Schedule 13G, shall be filed on behalf of each of the undersigned without the necessity of filing additional joint acquisition statements. The undersigned acknowledge that each shall be responsible for the timely filing of such amendments, and for the completeness and accuracy of the information concerning him or it contained therein, but shall not be responsible for the completeness and accuracy of the information concerning the others, except to the extent that he or it knows or has reason to believe that such information is inaccurate.

Dated: February 18, 2022

# Deep Track Capital, LP

By: /s/ David Kroin

David Kroin, Managing Member of the General Partner of the Investment Adviser

## Deep Track Biotechnology Master Fund, Ltd.

By: /s/ David Kroin

David Kroin, Director

## **David Kroin**

By: /s/ David Kroin

David Kroin