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

Schedule 13G (Rule 13d-102)

# **Under the Securities Exchange Act of 1934**

HH&L Acquisition Co
(Name of Issuer)
Class A ordinary shares, par value \$0.0001 per share
(Title of Class of Securities)
G39714103
(CUSIP Number)
February 07, 2024
(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 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).
(Continued on following pages) (Page 1 of 12 Pages)

CUSIP No. G39714103				Schedule 13G		Page 2 of 12 Pages		
1	NAME OF REPO	ORTING PI	ERSONS					
	THE K2 PRINCIPAL FUND, L.P.							
2	CHECK THE AF	PROPRIA	TE BOX IF A	MEMBER OF A GROUP		(a) □ (b) □		
3	SEC USE ONLY							
4	CITIZENSHIP O ONTARIO, CAN		OF ORGANIZ	ZATION				
NUMBER O	DE CHADEC	5	SOLE VO	TING POWER				
BENEFI OWN	CIALLY	6	SHARED 298,091	VOTING POWER				
	PORTING	7	SOLE DIS	POSITIVE POWER				
FERSO	N WIITI	8	SHARED 298,091	DISPOSITIVE POWER				
9	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 298,091							
10	CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES $\hfill\Box$							
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) 7.08%							
12	TYPE OF REPO	TYPE OF REPORTING PERSON						

CUSIP No. G39714103			Schedule 13G	Page 3 of 12 Pages	
1	NAME OF REPO	RTING PER			
	K2 GENPAR 201	7 INC.			
2	CHECK THE AP	PROPRIATI	BOX IF A MEMBER OF A GROUP	(a) □ (b) □	
3	SEC USE ONLY				
4	CITIZENSHIP O ONTARIO, CAN		FORGANIZATION		
NHH (DED O		5	SOLE VOTING POWER -0-		
NUMBER OF BENEFIC	CIALLY	6	SHARED VOTING POWER 298,091		
OWNED BY EACH REPORTING PERSON WITH  8		7	SOLE DISPOSITIVE POWER -0-		
		8	SHARED DISPOSITIVE POWER 298,091		
9	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 298,091				
10	CHECK IF THE A				
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) 7.08%				
12	TYPE OF REPORTING PERSON				

CUSIP No. G39	714103		Schedule 13G	Page 4 of 12 Pages	
1	NAME OF REPO	ORTING PE	RSONS		
	SHAWN KIMEL	. INVESTM	ENTS, INC.		
2	CHECK THE AF	PROPRIA	E BOX IF A MEMBER OF A GROUP	(a) □ (b) □	
3	SEC USE ONLY	-			
4	CITIZENSHIP CONTARIO, CAN		OF ORGANIZATION		
BENEF OWN EACH R	OF SHARES FICIALLY NED BY EPORTING DN WITH	5 6 7 8	SOLE VOTING POWER  -0- SHARED VOTING POWER  298,091 SOLE DISPOSITIVE POWER  -0- SHARED DISPOSITIVE POWER  298,091 ENEFICIALLY OWNED BY EACH REPORTING PERSON	1	
10	CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES				
11	PERCENT OF C 7.08%	LASS REP	RESENTED BY AMOUNT IN ROW (9)		
12	TYPE OF REPO CO	RTING PE	RSON		

CUSIP No. G39	714103		Schedule 13G	Page 5 of 12 Pages				
1	NAME OF REPO	ORTING PE	RSONS					
	K2 & ASSOCIATES INVESTMENT MANAGEMENT INC.							
2	CHECK THE AF	PROPRIAT	E BOX IF A MEMBER OF A GROUP	(a) □ (b) □				
3	SEC USE ONLY	-						
4	CITIZENSHIP C ONTARIO, CAN		F ORGANIZATION					
BENEF OWN EACH R		5 6 7 8 MOUNT B	SOLE VOTING POWER  -0- SHARED VOTING POWER  298,091 SOLE DISPOSITIVE POWER  -0- SHARED DISPOSITIVE POWER  298,091 ENEFICIALLY OWNED BY EACH REPORTING PERS	ON				
	298,091							
10 CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES				RES				
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) 7.08%							
12	TYPE OF REPO	RTING PEF	SON					

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## Item 1(a). Name of Issuer:

The name of the issuer is HH&L Acquisition Co

## Item 1(b). Address of Issuer's Principal Executive Offices:

The Companys principal executive offices are located at Suite 2001-2002, 20/F, York House, The Landmark, 15 Queens Road Central, Central, Hong Kong

### Item 2(a). Name of Person Filing:

The persons filing this statement are Shawn Kimel Investments, Inc., an Ontario corporation ("SKI"), The K2 Principal Fund, L.P., an Ontario limited partnership (the "Fund"), K2 Genpar 2017 Inc., an Ontario corporation and the General Partner to the Fund ("Genpar 2017"), and K2 & Associates Investment Management Inc., an Ontario corporation ("K2 & Associates"). Together SKI, the Fund, Genpar 2017, and K2 & Associates are the "Reporting Persons").

Mr.Kimel is President of SKI

Mr.Sikorski is Secretary of Genpar 2017, and President of K2 & Associates. K2 & Associates is a direct 66.5% owned subsidiary of SKI, and is the investment manager of the Fund

### Item 2(b). Address of Principal Business Office or, if None, Residence:

The address of the principal business office of each of the Reporting Persons is 2 Bloor St West, Suite 801, Toronto, Ontario, M4W 3E2

### Item 2(c). Citizenship:

Mr.Kimel is a citizen of Canada. Mr.Sikorski is a citizen of Canada.

The Fund is an Ontario limited partnership.

Each of SKI and GenPar 2017 Inc and K2 & Associates is an Ontario corporation.

### Item 2(d). Title of Class of Securities:

Class A ordinary shares, par value \$0.0001 per share

## Item 2(e). CUSIP Number:

G39714103

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Item 3.		If t	his statement is filed pursuant to §§	3 240.13d-1(b), or 240.13d-2(b) or (c), check whether the p	person filing is a:
	(a)		Broker or dealer registered under Sec	ction 15 of the Act (15 U.S.C. 780);	
	(b)		Bank as defined in Section 3(a)(6) or	f the Act (15 U.S.C. 78c);	
	(c)		Insurance company defined in Section	on 3(a)(19) of the Act (15 U.S.C. 78c);	
	(d)		Investment company registered under	er Section 8 of the Investment Company Act of 1940 (15 U.S	.C. 80a-8);
	(e)		An investment adviser in accordance	e with § 240.13d-1(b)(1)(ii)(E);	
	(f)		An employee benefit plan or endow	wment fund in accordance with § 240.13d-1(b)(1)(ii)(F);	
	(g)		A parent holding company or control	ol 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 (15 U.S.C. 80a-3);
	(j)		A non-U.S. institution in accordance	e with § 240.13d-1(b)(1)(ii)(J);	
	(k)		Group, in accordance with § 240.13	d-1(b)(1)(ii)(K).	
	If filing	as a	non-U.S. institution in accordance wi	ith § 240.13d-1(b)(1)(ii)(J), please specify the type of institut	ion: .

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# Item 4. Ownership:

Provide the following information regarding the aggregate number and percentage of the class of securities of the issuer identified in Item 1.

## The K2 Principal Fund, L.P.

(a)	Amou	int beneficially owned:	298,091	
(b)	Perce	nt of class:	7.08%	
(c)	Numb			
	(i)	Sole power to vote or direct the vote:		0
	(ii)	Shared power to vote or direct the vote:		298,091
	(iii)	Sole power to dispose or direct the disposition of:		0
	(iv)	Shared power to dispose or direct the disposition of:		298,091

## K2 Genpar 2017 Inc.

(a)	Amou	nt beneficially owned:	298,091	
(b)	Percer	nt of class:	7.08%	
(c)	Numb	er of shares as to which the person has:		
	(i)	Sole power to vote or direct the vote:		0
	(ii)	Shared power to vote or direct the vote:		298,091
	(iii)	Sole power to dispose or direct the disposition of:		0
	(iv)	Shared power to dispose or direct the disposition of:		298,091

## SHAWN KIMEL INVESTMENTS, INC.

(a)	Amou	ant beneficially owned:	298,091	
(b)	Perce	nt of class:	7.08%	
(c)	Numb	per of shares as to which the person has:		
	(i)	Sole power to vote or direct the vote:		0
	(ii)	Shared power to vote or direct the vote:		298,091
	(iii)	Sole power to dispose or direct the disposition of:		0
	(iv)	Shared power to dispose or direct the disposition of:		298,091

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#### K2 & Associates Investment Management Inc..

(a) Amount beneficially owned: 298,091 (b) Percent of class: 7.08%

(c) Number of shares as to which the person has:

 (i)
 Sole power to vote or direct the vote:
 0

 (ii)
 Shared power to vote or direct the vote:
 298,091

 (iii)
 Sole power to dispose or direct the disposition of:
 0

 (iv)
 Shared power to dispose or direct the disposition of:
 298,091

298,091 Class A ordinary shares, par value \$0.0001 per share held of record (and may be deemed to be beneficially owned) by The K2 Principal Fund, L.P. See Item 2(a) above for a description of the corporate structure of the Reporting Persons. Each of the Reporting Persons may be deemed to be beneficial owners of the 298,091 shares of the Issuer's Class A ordinary shares, par value \$0.0001 per share that are held by The K2 Principal Fund, L.P. Mr.Kimel is President of SKI. Mr. Todd Sikorki is Secretary of GenPar 2017 and President of K2 & ASSOCIATES, and exercises ultimate voting and investment powers over the 298,091 shares of the Issuer's Units that are held of record by The K2 Principal Fund, L.P

The percentages used in this Schedule 13G are calculated based upon 4,205,185 ordinary shares issued and outstanding as of November 20, 2023, as reported in the companies 10-Q filed with the SEC on November 20, 2023.

#### 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 Persons have 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.

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#### Item 9. Notice of Dissolution of Group.

Not applicable.

#### Item 10. Certification.

Each of the Reporting Persons hereby makes the following certification:
By signing below each Reporting Person certifies that, to the best of his or its 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.

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#### **SIGNATURE**

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

Dated: February 09, 2024

#### THE K2 PRINCIPAL FUND, L.P.

By: K2 Genpar 2017 Inc., its General Partner

By: /s/ Todd Sikorki

Todd Sikorki Secretary

#### K2 GENPAR 2017 INC.

By: /s/ Todd Sikorki

Todd Sikorki Secretary

#### SHAWN KIMEL INVESTMENTS, INC.

By: /s/ Shawn Kimel

Shawn Kimel President

/s/ Todd Sikorki

#### **K2 & ASSOCIATES INVESTMENT MANAGEMENT INC.**

By: /s/ Todd Sikorki
Todd Sikorki

Todd Sikork President

The original statement shall be signed by each person on whose behalf the statement is filed or his authorized representative. If the statement is signed on behalf of a person by his authorized representative (other than an executive officer or general partner of this filing person), evidence of the representative's authority to sign on behalf of such person shall be filed with the statement, provided, however, that a power of attorney for this purpose which is already on file with the Commission may be incorporated by reference. The name and any title of each person who signs the statement shall be typed or printed beneath his signature.

Attention: Intentional misstatements or omissions of fact constitute Federal criminal violations (See 18 U.S.C. 1001).

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#### Exhibit 1

## JOINT FILING AGREEMENT 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 filing agreements. 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 herein and 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.

Date: February 09, 2024

# THE K2 PRINCIPAL FUND, L.P.

By: K2 Genpar 2017 Inc., its General Partner

By: /s/ Todd Sikorki
Todd Sikorki

Secretary

## K2 GENPAR 2017 INC.

By: <u>/s/ Todd Sikorki</u>

Todd Sikorki Secretary

#### SHAWN KIMEL INVESTMENTS, INC.

By: /s/Shawn Kimel

Shawn Kimel President By:

/s/ Todd Sikorki Todd Sikorki President