# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

**WASHINGTON, DC 20549** 

# **SCHEDULE 13G**

**Under the Securities Exchange Act of 1934** 

# **Better Therapeutics Inc.**

(Name of Issuer)

# Common Stock, par value \$0.0001 per share

(Title of Class of Securities)

#### 08773T104

(CUSIP Number)

# <u>July 27, 2023</u>

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

CUSIP No	o. <b>08773T10</b>	4		Page 2 of 7 Pages
1	NAME OF REPORTING PERSONS S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS  MMCAP International Inc. SPC			
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*			(a) ☑ (b) □
3	SEC USE ONLY			
4	CITIZENSHIP OR PLACE OF ORGANIZATION  Cayman Islands			
	NUMBER OF SHARES BENEFICIALLY OWNED BY		SOLE VOTING POWER  0 SHARED VOTING POWER	
BENEF			3,859,649*	
EACH REPORTING PERSON WITH		7	SOLE DISPOSITIVE POWER  0	
TEROC	FERSON WIIII		SHARED DISPOSITIVE POWER  3,859,649*	
9	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 3,859,649*			
10	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES*			
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9 9.53%**			
17	TVDE OF DEDODTING DEDSON*			

#### **FOOTNOTES**

 $\mathbf{CO}$ 

<sup>\*</sup> Consist of 3,859,649 shares of common stock.

<sup>\*\*</sup> The percentages used herein are calculated based on 40,511,944 shares of common stock outstanding of the Issuer as reported in the Issuer's Rule 424(b)(5) Prospectus filed with the United States Securities and Exchange Commission on July 26, 2023.

CUSIP No	o. <b>08773T10</b>	4		Page 3 of 7 Pages
1	NAME OF REPORTING PERSONS S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS  MM Asset Management Inc.			
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*			(a) ☑ (b) □
3	SEC USE ONLY			
4	CITIZEN Ontario,		PLACE OF ORGANIZATION	
NUMBER OF		5	SOLE VOTING POWER  0	
SHARES BENEFICIALLY	6	SHARED VOTING POWER  3,859,649*		
EA REPO	OWNED BY EACH REPORTING	7	SOLE DISPOSITIVE POWER  0	
PERSC	ON WITH	8	SHARED DISPOSITIVE POWER 3,859,649*	
9	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 3,859,649*			
10	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES*			
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9 9.53%**			
12	TYPE OF REPORTING PERSON*			

# **FOOTNOTES**

 $\mathbf{CO}$ 

<sup>\*</sup> Consist of 3,859,649 shares of common stock.

<sup>\*\*</sup> The percentages used herein are calculated based on 40,511,944 shares of common stock outstanding of the Issuer as reported in the Issuer's Rule 424(b)(5) Prospectus filed with the United States Securities and Exchange Commission on July 26, 2023.

CUSI	P No. <b>08773T104</b>	Page 4 of 7 Pages			
Item	1 (a). Name of Issuer:				
Bette	Better Therapeutics, Inc.				
Item	1 (b). Address of Issuer's Principal Executive Offices:				
548 N	Market St., #49404, San Francisco, CA, 94101				
Item	2 (a). Name of Person Filing:				
i) MN	ICAP International Inc. SPC				
ii) Ml	M Asset Management Inc.				
Item	2 (b). Address of Principal Business Office or, if None, Residence:				
i)	c/o Mourant Governance Services (Cayman) Limited 94 Solaris Avenue Camana Bay, P.O. Box 1348 Grand Cayman, KY1-1108, Cayman Islands				
	161 Bay Street TD Canada Trust Tower Suite 2240 Toronto, ON M5J 2S1 Canada				
Item	2 (c). Citizenship:				
, ,	rman Islands tario, Canada				
Item	2 (d). Title of Class of Securities:				
Comr	non Stock, par value \$0.0001 per share				
Item	2 (e). CUSIP Number:				
08773	RT104				
Item	3. If this statement is filed pursuant to Rules 13d-1(b), or 13d-2(b) or (c), check whet	her the person filing is a:			
	(a) $\square$ Broker or dealer registered under Section 15 of the Act;				
	(b) $\square$ Bank as defined in Section 3(a)(6) of the Act;				
	(c) $\Box$ Insurance Company as defined in Section 3(a)(19) of the Act;				
	(d) $\square$ Investment Company registered under Section 8 of the Investment Company Ac	et;			
	(e) ☐ Investment adviser in accordance with Rule 13d-1(b)(1)(ii)(E);				
	(f)   Employee benefit plan or endowment plan in accordance with Rule 13d-1(b)(1)	(ii)(F);			
	(g) $\square$ Parent holding company or control person, in accordance with Rule 13d-1(b)(1)	(ii)(G);			
	(h) $\square$ A savings association as defined in Section 3(b) of the Federal Deposit Insurance	e Act;			

CUSIP No	o. 08773T104	<u>i</u>	Page 5 of 7 Pages
		A church plan that is excluded from the definition of an investment company und investment Company Act of 1940:	der Section 3(c)(14) of the
	(j) 🗆 G	Group, in accordance with Rule 13d-1(b)(1)(ii)(j).	
	⊠ If	f this statement is filed pursuant to Rule 13d-1(c), check this box.	
Item 4.	Ownersl	ship.	
	Provide th in Item 1.	the following information regarding the aggregate number and percentage of the $\dot{c}$	lass of securities identified
	(a) Amou	ount beneficially owned: 3,859,649*	
	(b) Percei	ent of class: <b>9.53%**</b>	
	(c) Number of shares as to which such person has:		
	(i)	Sole power to vote or to direct the vote: <b>0</b>	
	(ii)	Shared power to vote or to direct the vote: <b>3,859,649*</b>	
	(iii)	Sole power to dispose or to direct the disposition of: <b>0</b>	
	(iv)	Shared power to dispose or to direct the disposition of: <b>3,859,649*</b>	
* Consist	of 3,859,64	649 shares of common stock.	
_	in the Issu	s used herein are calculated based on 40,511,944 shares of common stock out uer's Rule 424(b)(5) Prospectus filed with the United States Securities and E	•
Instruction (1).	<b>on.</b> For con	omputations regarding securities which represent a right to acquire an underlying s	security, see Rule 13d-3(d)
Item 5.	Ownersl	ship of Five Percent or Less of a Class.	
		ntement is being filed to report the fact that as of the date hereof the reporting pollowner of more than five percent of the class of securities, check the following [ ]	
Item 6.	Ownersl	ship of More than Five Percent on Behalf of Another Person.	
		N/A	
Item 7.		ication and Classification of the Subsidiary Which Acquired the Security B Holding Company.	eing Reported on by the
		N/A	
Item 8.	Identific	ication and Classification of Members of the Group.	

Item 9.

N/A

Notice of Dissolution of Group.  $\ensuremath{N/A}$ 

CUSIP No. **08773T104** Page 6 of 7 Pages

**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.

**MMCAP International Inc. SPC** 

By: /s/ Ulla Vestergaard

Name: Ulla Vestergaard

Title: Director

MM Asset Management Inc.

31, 2023 By: <u>/s/ Hillel Meltz</u>

Name: Hillel Meltz Title: President

Date: July 31, 2023

Date: July 31, 2023

CUSIP No. **08773T104** Page 7 of 7 Pages

#### EXHIBIT 1

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 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: July 31, 2023

#### **MMCAP International Inc. SPC**

By: /s/ Ulla Vestergaard
Name: Ulla Vestergaard
Title: Director

MM Asset Management Inc.

By: /s/ Hillel Meltz

Name: Hillel Meltz Title: President