
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

SCHEDULE 13G

UNDER THE SECURITIES EXCHANGE ACT OF 1934

Spruce Biosciences, Inc.

(Name of Issuer)

Common Stock, par value \$0.0001 per share (the "Shares")

(Title of Class of Securities)

85209E208

(CUSIP Number)

10/09/2025

(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)

SCHEDULE 13G

CUSIP No. 85209E208

Names of Reporting Persons

1

Citadel Advisors LLC

Check the appropriate box if a member of a Group (see instructions)

2

(a)

(b)

3

Sec Use Only

Citizenship or Place of Organization

4

DELAWARE

Number of Shares 5 Sole Voting Power

Beneficially Owned by Each Reporting Person With: 0.00
 Shared Voting Power
 6
 109,649.00
 Sole Dispositive Power
 7
 0.00
 Shared Dispositive Power
 8
 109,649.00

9 Aggregate Amount Beneficially Owned by Each Reporting Person

109,649.00

10 Check box if the aggregate amount in row (9) excludes certain shares (See Instructions)

11 Percent of class represented by amount in row (9)

9.99 %

12 Type of Reporting Person (See Instructions)

IA, HC, OO

Comment for Type of Reporting Person: The percentages reported in this Schedule 13G are based upon 1,097,590 Shares outstanding comprised of (i) 563,042 Shares outstanding as of August 12, 2025 (according to the issuer's Form 10-Q as filed with the Securities and Exchange Commission on August 14, 2025), (ii) 502,181 Shares sold in a private placement (according to the issuer's Form 8-K as filed with the Securities and Exchange Commission on October 8, 2025), and (iii) 32,367 Shares issuable upon conversion of certain warrants held by affiliates of the reporting persons. Except as described in the preceding sentence, all Shares for the holdings of the reporting persons reported in this Schedule 13G are as of the opening of the market on October 16, 2025.

SCHEDULE 13G

CUSIP No. 85209E208

1 Names of Reporting Persons

Citadel Advisors Holdings LP

Check the appropriate box if a member of a Group (see instructions)

2 (a)
 (b)

3 Sec Use Only

4 Citizenship or Place of Organization

DELAWARE

Sole Voting Power
 5

0.00

Number of Shares Beneficially Owned by Each Reporting Person With: 6
 Shared Voting Power

109,649.00

Sole Dispositive Power
 7

0.00

Shared Dispositive Power
 8

109,649.00

9 Aggregate Amount Beneficially Owned by Each Reporting Person
 109,649.00
 Check box if the aggregate amount in row (9) excludes certain shares (See Instructions)

10

11 Percent of class represented by amount in row (9)
 9.99 %

12 Type of Reporting Person (See Instructions)
 HC, PN

SCHEDULE 13G

CUSIP No. 85209E208

1 Names of Reporting Persons
 Citadel GP LLC
 Check the appropriate box if a member of a Group (see instructions)

2 (a)
 (b)

3 Sec Use Only

4 Citizenship or Place of Organization
 DELAWARE

5 Sole Voting Power
 0.00

Number of Shares Beneficially Owned by Each Reporting Person With:

6 Shared Voting Power
 109,649.00

7 Sole Dispositive Power
 0.00

8 Shared Dispositive Power
 109,649.00

9 Aggregate Amount Beneficially Owned by Each Reporting Person
 109,649.00
 Check box if the aggregate amount in row (9) excludes certain shares (See Instructions)

10

11 Percent of class represented by amount in row (9)
 9.99 %

12 Type of Reporting Person (See Instructions)
 HC, OO

SCHEDULE 13G

CUSIP No. 85209E208

Names of Reporting Persons

1

Citadel Securities LLC

Check the appropriate box if a member of a Group (see instructions)

2

(a)

(b)

3

Sec Use Only

Citizenship or Place of Organization

4

DELAWARE

Sole Voting Power

5

0.00

Number of
Shares
Beneficially
Owned by
Each
Reporting
Person
With:

Shared Voting Power

6

0.00

Sole Dispositive Power

7

0.00

Shared Dispositive
Power

8

0.00

Aggregate Amount Beneficially Owned by Each Reporting Person

9

0.00

Check box if the aggregate amount in row (9) excludes certain shares (See Instructions)

10

Percent of class represented by amount in row (9)

11

0.0 %

Type of Reporting Person (See Instructions)

12

BD, OO

SCHEDULE 13G

CUSIP No. 85209E208

Names of Reporting Persons

1

Citadel Securities Group LP

Check the appropriate box if a member of a Group (see instructions)

2

(a)

(b)

3

Sec Use Only

Citizenship or Place of Organization

4

DELAWARE

Sole Voting Power

5

0.00

Number of
Shares
Beneficially
Owned by
Each
Reporting

Shared Voting Power

6

Person	0.00
With:	Sole Dispositive Power
	7
	0.00
	Shared Dispositive
	Power
	8
	0.00
	Aggregate Amount Beneficially Owned by Each Reporting Person
9	0.00
	Check box if the aggregate amount in row (9) excludes certain shares (See Instructions)
10	<input type="checkbox"/>
	Percent of class represented by amount in row (9)
11	0.0 %
	Type of Reporting Person (See Instructions)
12	HC, PN

SCHEDULE 13G

CUSIP No. 85209E208

	Names of Reporting Persons
1	Citadel Securities GP LLC
	Check the appropriate box if a member of a Group (see instructions)
2	<input type="checkbox"/> (a)
	<input type="checkbox"/> (b)
3	Sec Use Only
	Citizenship or Place of Organization
4	DELAWARE
	Sole Voting Power
	5
	0.00
Number of	Shared Voting Power
Shares	6
Beneficially	0.00
Owned by	Sole Dispositive Power
Each	7
Reporting	0.00
Person	Shared Dispositive
With:	Power
	8
	0.00
	Aggregate Amount Beneficially Owned by Each Reporting Person
9	0.00
	Check box if the aggregate amount in row (9) excludes certain shares (See Instructions)
10	<input type="checkbox"/>
	Percent of class represented by amount in row (9)
11	0.0 %
	Type of Reporting Person (See Instructions)
12	

SCHEDULE 13G

CUSIP No. 85209E208

1 Names of Reporting Persons
 Kenneth Griffin
 Check the appropriate box if a member of a Group (see instructions)

2 (a)
 (b)

3 Sec Use Only
 Citizenship or Place of Organization

4 UNITED STATES
 Sole Voting Power
 5 0.00
 Number of Shares Beneficially Owned by Each Reporting Person With:
 Shared Voting Power
 6 109,649.00
 Sole Dispositive Power
 7 0.00
 Shared Dispositive Power
 8 109,649.00
 Aggregate Amount Beneficially Owned by Each Reporting Person
 9 109,649.00
 Check box if the aggregate amount in row (9) excludes certain shares (See Instructions)
 10
 Percent of class represented by amount in row (9)
 11 9.99 %
 Type of Reporting Person (See Instructions)
 12 HC, IN

SCHEDULE 13G

Item 1.

Name of issuer:

(a)

Spruce Biosciences, Inc.

Address of issuer's principal executive offices:

(b)

611 Gateway Boulevard, Suite 740, South San Francisco, CA 94080

Item 2.

(a)

Name of person filing:

This Schedule 13G is being jointly filed by Citadel Advisors LLC ("Citadel Advisors"), Citadel Advisors Holdings LP ("CAH"), Citadel GP LLC ("CGP"), Citadel Securities LLC ("Citadel Securities"), Citadel Securities Group LP

("CALC4"), Citadel Securities GP LLC ("CSGP") and Mr. Kenneth Griffin (collectively with Citadel Advisors, CAH, CGP, Citadel Securities, CALC4 and CSGP, the "Reporting Persons") with respect to the Shares of the above-named issuer owned by Citadel CEMF Investments Ltd., a Cayman Islands limited company ("CCIL"). Such owned Shares may include other instruments exercisable for or convertible into Shares. Citadel Advisors is the portfolio manager for CCIL. CAH is the sole member of Citadel Advisors. CGP is the general partner of CAH. CSGP is the general partner of CALC4. Mr. Griffin is the President and Chief Executive Officer of CGP, and owns a controlling interest in CGP and CSGP. The filing of this statement shall not be construed as an admission that any of the Reporting Persons is the beneficial owner of any securities covered by the statement other than the securities actually owned by such person (if any).

Address or principal business office or, if none, residence:

- (b) The address of each of the Reporting Persons is 830 Brickell Plaza, Miami, Florida 33131.

Citizenship:

- (c) Each of Citadel Advisors, CGP, Citadel Securities and CSGP is organized as a limited liability company under the laws of the State of Delaware. Each of CALC4 and CAH is organized as a limited partnership under the laws of the State of Delaware. Mr. Griffin is a U.S. citizen.

Title of class of securities:

- (d) Common Stock, par value \$0.0001 per share (the "Shares")

CUSIP No.:

- (e) 85209E208

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 associations 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);
- A non-U.S. institution in accordance with § 240.13d-1(b)(1)(ii)(J). If filing as a non-U.S. institution in accordance with § 240.13d-1(b)(1)(ii)(J), please specify the type of institution:
- (j) Group, in accordance with Rule 240.13d-1(b)(1)(ii)(K).

Item 4. Ownership

Amount beneficially owned:

- (a) 1. Each of Citadel Advisors LLC, Citadel Advisors Holdings LP and Citadel GP LLC may be deemed to beneficially own 109,649 Shares. 2. Citadel Securities LLC may be deemed to beneficially own 0 Shares. 3. Each of Citadel Securities Group LP and Citadel Securities GP LLC may be deemed to beneficially own 0 Shares. 4. Mr. Griffin may be deemed to beneficially own 109,649 Shares.

Percent of class:

- (b) 1. The number of Shares that each of Citadel Advisors LLC, Citadel Advisors Holdings LP and Citadel GP LLC may be deemed to beneficially own constitutes 9.99% of the Shares outstanding. 2. The number of Shares that Citadel Securities LLC may be deemed to beneficially own constitutes 0.0% of the Shares outstanding. 3. The number of Shares that each of Citadel Securities Group LP and Citadel Securities GP LLC may be deemed to beneficially own constitutes 0.0% of the Shares outstanding. 4. The number of Shares that Mr. Griffin may be deemed to beneficially own constitutes 9.99% of the Shares outstanding. %

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

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

1. Each of Citadel Advisors LLC, Citadel Advisors Holdings LP and Citadel GP LLC: 0 2. Citadel Securities LLC: 0 3. Each of Citadel Securities Group LP and Citadel Securities GP LLC: 0 4. Mr. Griffin: 0

(ii) Shared power to vote or to direct the vote:

1. Each of Citadel Advisors LLC, Citadel Advisors Holdings LP and Citadel GP LLC: 109,649 2. Citadel Securities LLC: 0 3. Each of Citadel Securities Group LP and Citadel Securities GP LLC: 0 4. Mr. Griffin: 109,649

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

1. Each of Citadel Advisors LLC, Citadel Advisors Holdings LP and Citadel GP LLC: 0 2. Citadel Securities LLC: 0 3. Each of Citadel Securities Group LP and Citadel Securities GP LLC: 0 4. Mr. Griffin: 0

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

1. Each of Citadel Advisors LLC, Citadel Advisors Holdings LP and Citadel GP LLC: 109,649 2. Citadel Securities LLC: 0 3. Each of Citadel Securities Group LP and Citadel Securities GP LLC: 0 4. Mr. Griffin: 109,649

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

Item 6. Ownership of more than 5 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.

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. Certifications:

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, other than activities solely in connection with a nomination under ?? 240.14a-11.

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.

Citadel Advisors LLC

Signature: /s/ Seth Levy

Name/Title: Seth Levy, Authorized Signatory

Date: 10/16/2025

Citadel Advisors Holdings LP

Signature: /s/ Seth Levy

Name/Title: Seth Levy, Authorized Signatory

Date: 10/16/2025

Citadel GP LLC

Signature: /s/ Seth Levy

Name/Title: Seth Levy, Authorized Signatory

Date: 10/16/2025

Citadel Securities LLC

Signature: /s/ Seth Levy

Name/Title: Seth Levy, Authorized Signatory

Date: 10/16/2025

Citadel Securities Group LP

Signature: /s/ Seth Levy

Name/Title: Seth Levy, Authorized Signatory

Date: 10/16/2025

Citadel Securities GP LLC

Signature: /s/ Seth Levy

Name/Title: Seth Levy, Authorized Signatory

Date: 10/16/2025

Kenneth Griffin

Signature: /s/ Seth Levy

Name/Title: Seth Levy, attorney-in-fact*

Date: 10/16/2025

Comments accompanying signature: * Seth Levy is signing on behalf of Kenneth Griffin as attorney-in-fact pursuant to a power of attorney previously filed with the Securities and Exchange Commission, and hereby incorporated by reference herein. The power of attorney was filed as an attachment to a filing by Citadel Advisors LLC on Schedule 13G for Allakos Inc. on October 13, 2023.

Exhibit Information

Exhibit 99.1 - Joint Filing Agreement

JOINT FILING AGREEMENT

The undersigned hereby agree that the Statement on Schedule 13G filed herewith (and any amendments thereto), relating to the Shares, is being filed jointly with the Securities and Exchange Commission pursuant to Rule 13d-1(c) under the Securities Exchange Act of 1934, as amended, on behalf of each of the undersigned.

This Agreement may be executed in counterparts and each of such counterparts taken together shall constitute one and the same instrument.

Dated October 16, 2025.

CITADEL SECURITIES LLC

By: /s/ Seth Levy
Seth Levy, Authorized Signatory

CITADEL SECURITIES GROUP LP

By: /s/ Seth Levy
Seth Levy, Authorized Signatory

CITADEL SECURITIES GP LLC

By: /s/ Seth Levy
Seth Levy, Authorized Signatory

CITADEL ADVISORS LLC

By: /s/ Seth Levy
Seth Levy, Authorized Signatory

CITADEL ADVISORS HOLDINGS LP

By: /s/ Seth Levy
Seth Levy, Authorized Signatory

CITADEL GP LLC

By: /s/ Seth Levy
Seth Levy, Authorized Signatory

KENNETH GRIFFIN

By: /s/ Seth Levy
Seth Levy, attorney-in-fact*

* Seth Levy is signing on behalf of Kenneth Griffin as attorney-in-fact pursuant to a power of attorney previously filed with the Securities and Exchange Commission, and hereby incorporated by reference herein. The power of attorney was filed as an attachment to a filing by Citadel Advisors LLC on Schedule 13G for Allakos Inc. on October 13, 2023.
