

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

SCHEDULE 13G  
Under the Securities Exchange Act of 1934

**BLUERIVER ACQUISITION CORP.**

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(Name of Issuer)

**CLASS A ORDINARY SHARES, PAR VALUE \$0.0001 PER SHARE**

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(Title of Class of Securities)

**G1261Q123\*\***

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(CUSIP Number)

**JANUARY 29, 2021**

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(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).

\*\* (See Item 2(e))

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<b>1</b>	NAMES OF REPORTING PERSONS	
	Integrated Core Strategies (US) LLC	
<b>2</b>	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) <input type="checkbox"/> (b) <input checked="" type="checkbox"/>	
<b>3</b>	SEC USE ONLY	
<b>4</b>	CITIZENSHIP OR PLACE OF ORGANIZATION	
	Delaware	
	NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	<b>5</b>
		<b>6</b>
		<b>7</b>
		<b>8</b>
		SOLE VOTING POWER
		-0-
		SHARED VOTING POWER
		920,000
		SOLE DISPOSITIVE POWER
		-0-
		SHARED DISPOSITIVE POWER
		920,000
<b>9</b>	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	
	920,000	
<b>10</b>	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES	
	<input type="checkbox"/>	
<b>11</b>	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)	
	3.1%	
<b>12</b>	TYPE OF REPORTING PERSON	
	OO	

<b>1</b>	NAMES OF REPORTING PERSONS ICS Opportunities, Ltd.	
<b>2</b>	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) <input type="checkbox"/> (b) <input checked="" type="checkbox"/>	
<b>3</b>	SEC USE ONLY	
<b>4</b>	CITIZENSHIP OR PLACE OF ORGANIZATION Cayman Islands	
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH		
<b>5</b>	SOLE VOTING POWER -0-	
<b>6</b>	SHARED VOTING POWER 680,000	
<b>7</b>	SOLE DISPOSITIVE POWER -0-	
<b>8</b>	SHARED DISPOSITIVE POWER 680,000	
<b>9</b>	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 680,000	
<b>10</b>	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES <input type="checkbox"/>	
<b>11</b>	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) 2.3%	
<b>12</b>	TYPE OF REPORTING PERSON CO	

<b>1</b>	NAMES OF REPORTING PERSONS	
	Millennium International Management LP	
<b>2</b>	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP	
	(a) <input type="checkbox"/>	
	(b) <input checked="" type="checkbox"/>	
<b>3</b>	SEC USE ONLY	
<b>4</b>	CITIZENSHIP OR PLACE OF ORGANIZATION	
	Delaware	
	NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	<b>5</b>
		<b>6</b>
		<b>7</b>
		<b>8</b>
		SOLE VOTING POWER
		-0-
		SHARED VOTING POWER
		680,000
		SOLE DISPOSITIVE POWER
		-0-
		SHARED DISPOSITIVE POWER
		680,000
<b>9</b>	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	
	680,000	
<b>10</b>	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES	
	<input type="checkbox"/>	
<b>11</b>	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)	
	2.3%	
<b>12</b>	TYPE OF REPORTING PERSON	
	PN	

<b>1</b>	NAMES OF REPORTING PERSONS Millennium Management LLC	
<b>2</b>	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) <input type="checkbox"/> (b) <input checked="" type="checkbox"/>	
<b>3</b>	SEC USE ONLY	
<b>4</b>	CITIZENSHIP OR PLACE OF ORGANIZATION Delaware	
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH		
<b>5</b>	SOLE VOTING POWER	-0-
<b>6</b>	SHARED VOTING POWER	1,600,000
<b>7</b>	SOLE DISPOSITIVE POWER	-0-
<b>8</b>	SHARED DISPOSITIVE POWER	1,600,000
<b>9</b>	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 1,600,000	
<b>10</b>	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES <input type="checkbox"/>	
<b>11</b>	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) 5.4%	
<b>12</b>	TYPE OF REPORTING PERSON OO	

<b>1</b>	NAMES OF REPORTING PERSONS Millennium Group Management LLC	
<b>2</b>	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) <input type="checkbox"/> (b) <input checked="" type="checkbox"/>	
<b>3</b>	SEC USE ONLY	
<b>4</b>	CITIZENSHIP OR PLACE OF ORGANIZATION Delaware	
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH		
<b>5</b>	SOLE VOTING POWER	-0-
<b>6</b>	SHARED VOTING POWER	1,600,000
<b>7</b>	SOLE DISPOSITIVE POWER	-0-
<b>8</b>	SHARED DISPOSITIVE POWER	1,600,000
<b>9</b>	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 1,600,000	
<b>10</b>	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES <input type="checkbox"/>	
<b>11</b>	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) 5.4%	
<b>12</b>	TYPE OF REPORTING PERSON OO	

<b>1</b>	NAMES OF REPORTING PERSONS	
	Israel A. Englander	
<b>2</b>	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) <input type="checkbox"/> (b) <input checked="" type="checkbox"/>	
<b>3</b>	SEC USE ONLY	
<b>4</b>	CITIZENSHIP OR PLACE OF ORGANIZATION	
	United States	
	NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	<b>5</b>
		<b>6</b>
		<b>7</b>
		<b>8</b>
		SOLE VOTING POWER
		-0-
		SHARED VOTING POWER
		1,600,000
		SOLE DISPOSITIVE POWER
		-0-
		SHARED DISPOSITIVE POWER
		1,600,000
<b>9</b>	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	
	1,600,000	
<b>10</b>	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES	
	<input type="checkbox"/>	
<b>11</b>	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)	
	5.4%	
<b>12</b>	TYPE OF REPORTING PERSON	
	IN	

Item 1.(a) Name of Issuer:

BlueRiver Acquisition Corp., a Cayman Islands exempted company (the "Issuer").

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

250 West Nottingham Drive, Suite 400  
San Antonio, Texas 78209

Item 2. (a) Name of Person Filing:(b) Address of Principal Business Office:(c) Citizenship:

Integrated Core Strategies (US) LLC  
c/o Millennium Management LLC  
666 Fifth Avenue  
New York, New York 10103  
Citizenship: Delaware

ICS Opportunities, Ltd.  
c/o Millennium International Management LP  
666 Fifth Avenue  
New York, New York 10103  
Citizenship: Cayman Islands

Millennium International Management LP  
666 Fifth Avenue  
New York, New York 10103  
Citizenship: Delaware

Millennium Management LLC  
666 Fifth Avenue  
New York, New York 10103  
Citizenship: Delaware

Millennium Group Management LLC  
666 Fifth Avenue  
New York, New York 10103  
Citizenship: Delaware

Israel A. Englander  
c/o Millennium Management LLC  
666 Fifth Avenue  
New York, New York 10103  
Citizenship: United States

(d) Title of Class of Securities:

Class A ordinary shares, par value \$0.0001 per share ("Class A Ordinary Shares")

(e) CUSIP Number:

As of the date of this Schedule 13G, a CUSIP number for the Issuer's Class A Ordinary Shares is not available. The CUSIP number for the Issuer's units is G1261Q123.

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Item 3. If this statement is filed pursuant to Rule 13d-1(b), or 13d-2(b), 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);
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- (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)  Group, in accordance with §240.13d-1(b)(1)(ii)(J).

#### 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.

##### (a) Amount Beneficially Owned:

As of the close of business on February 5, 2021, the reporting persons beneficially owned an aggregate of 1,600,000 of the Issuer's Class A Ordinary Shares as a result of holding 1,600,000 of the Issuer's units. Each unit consists of one Class A Ordinary Share of the Issuer and one-third of one warrant of the Issuer. Each whole warrant entitles the holder to purchase one Class A Ordinary Share of the Issuer. The Issuer's warrants will become exercisable on the later of 30 days after the completion of the Issuer's initial business combination and 12 months from the closing of the Issuer's initial public offering. Specifically, as of the close of business on February 5, 2021:

i) Integrated Core Strategies (US) LLC, a Delaware limited liability company ("Integrated Core Strategies"), beneficially owned 920,000 of the Issuer's Class A Ordinary Shares as a result of holding 920,000 of the Issuer's units; and

ii) ICS Opportunities, Ltd., an exempted company organized under the laws of the Cayman Islands ("ICS Opportunities"), beneficially owned 680,000 of the Issuer's Class A Ordinary Shares as a result of holding 680,000 of the Issuer's units, which together with the Issuer's Class A Ordinary Shares beneficially owned by Integrated Core Strategies represented 1,600,000 of the Issuer's Class A Ordinary Shares or 5.4% of the Issuer's Class A Ordinary Shares outstanding.

Millennium International Management LP, a Delaware limited partnership ("Millennium International Management"), is the investment manager to ICS Opportunities and may be deemed to have shared voting control and investment discretion over securities owned by ICS Opportunities.

Millennium Management LLC, a Delaware limited liability company ("Millennium Management"), is the general partner of the managing member of Integrated Core Strategies and may be deemed to have shared voting control and investment discretion over securities owned by Integrated Core Strategies. Millennium Management is also the general partner of the 100% owner of ICS Opportunities and may also be deemed to have shared voting control and investment discretion over securities owned by ICS Opportunities.

Millennium Group Management LLC, a Delaware limited liability company ("Millennium Group Management"), is the managing member of Millennium Management and may also be deemed to have shared voting control and investment discretion over securities owned by Integrated Core Strategies. Millennium Group Management is also the general partner of Millennium International Management and may also be deemed to have shared voting control and investment discretion over securities owned by ICS Opportunities.

The managing member of Millennium Group Management is a trust of which Israel A. Englander, a United States citizen ("Mr. Englander"), currently serves as the sole voting trustee. Therefore, Mr. Englander may also be deemed to have shared voting control and investment discretion over securities owned by Integrated Core Strategies and ICS Opportunities.

The foregoing should not be construed in and of itself as an admission by Millennium International Management, Millennium Management, Millennium Group Management or Mr. Englander as to beneficial ownership of the securities owned by Integrated Core Strategies or ICS Opportunities, as the case may be.

##### (b) Percent of Class:

As of the close of business on February 5, 2021, Millennium Management, Millennium Group Management and Mr. Englander may be deemed to have beneficially owned 1,600,000 of the Issuer's Class A Ordinary Shares or 5.4% of the Issuer's Class A Ordinary Shares outstanding (see Item 4(a) above), which percentage was calculated based on 29,550,000 of the Issuer's Class A Ordinary Shares outstanding as of February 2, 2021, as per the information reported in the Issuer's Form 8-K filed on February 8, 2021.

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

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

-0-

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

1,600,000 (See Item 4(b))

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

-0-

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

1,600,000 (See Item 4(b))

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

See Exhibit I.

Item 9. Notice of Dissolution of Group

Not applicable.

Item 10. Certification

By signing below each of the undersigned certifies that, to the best of 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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Exhibits:

Exhibit I: Joint Filing Agreement, dated as of February 5, 2021, by and among Integrated Core Strategies (US) LLC, ICS Opportunities, Ltd., Millennium International Management LP, Millennium Management LLC, Millennium Group Management LLC and Israel A. Englander.

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**SIGNATURE**

After reasonable inquiry and to the best of its knowledge and belief, each of the undersigned certifies that the information with respect to it set forth in this statement is true, complete, and correct.

Dated: February 5, 2021

INTEGRATED CORE STRATEGIES (US) LLC

By: Integrated Holding Group LP,  
its Managing Member

By: Millennium Management LLC,  
its General Partner

By: /s/Gil Raviv  
Name: Gil Raviv  
Title: Global General Counsel

ICS OPPORTUNITIES, LTD.

By: Millennium International Management LP,  
its Investment Manager

By: /s/ Gil Raviv  
Name: Gil Raviv  
Title: Global General Counsel

MILLENNIUM INTERNATIONAL MANAGEMENT LP

By: /s/Gil Raviv  
Name: Gil Raviv  
Title: Global General Counsel

MILLENNIUM MANAGEMENT LLC

By: /s/Gil Raviv  
Name: Gil Raviv  
Title: Global General Counsel

MILLENNIUM GROUP MANAGEMENT LLC

By: /s/Gil Raviv  
Name: Gil Raviv  
Title: Global General Counsel

/s/ Israel A. Englander  
Israel A. Englander

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## EXHIBIT I

## JOINT FILING AGREEMENT

This will confirm the agreement by and among the undersigned that the Schedule 13G filed with the Securities and Exchange Commission on or about the date hereof with respect to the beneficial ownership by the undersigned of the Class A Ordinary Shares, par value \$0.0001 per share, of BlueRiver Acquisition Corp., a Cayman Islands exempted company, will be filed on behalf of each of the persons and entities named below in accordance with Rule 13d-1(k) under the Securities Exchange Act of 1934, as amended. This Agreement may be executed in two or more counterparts, each of which shall be deemed an original, but all of which together shall constitute one and the same instrument.

Dated: February 5, 2021

## INTEGRATED CORE STRATEGIES (US) LLC

By: Integrated Holding Group LP,  
its Managing Member

By: Millennium Management LLC,  
its General Partner

By: /s/ Gil Raviv  
Name: Gil Raviv  
Title: Global General Counsel

## ICS OPPORTUNITIES, LTD.

By: Millennium International Management LP,  
its Investment Manager

By: /s/ Gil Raviv  
Name: Gil Raviv  
Title: Global General Counsel

## MILLENNIUM INTERNATIONAL MANAGEMENT LP

By: /s/Gil Raviv  
Name: Gil Raviv  
Title: Global General Counsel

## MILLENNIUM MANAGEMENT LLC

By: /s/Gil Raviv  
Name: Gil Raviv  
Title: Global General Counsel

## MILLENNIUM GROUP MANAGEMENT LLC

By: /s/Gil Raviv  
Name: Gil Raviv  
Title: Global General Counsel

/s/ Israel A. Englander  
Israel A. Englander