

# FORM 4

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

OMB APPROVAL	
OMB Number:	3235-0287
Estimated average burden hours per response...	0.5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person * <b>Geller Avi</b>		2. Issuer Name and Ticker or Trading Symbol <b>Pasithea Therapeutics Corp. [KTTA]</b>		5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input type="checkbox"/> Officer (give title below) <input checked="" type="checkbox"/> Other (specify below) <div style="border: 1px solid black; padding: 2px; width: fit-content; margin-left: 20px;">Member of 10% owner group</div>	
(Last) (First) (Middle) <b>C/O LEONITE CAPITAL LLC, 1 HILLCREST CENTER DRIVE, SUITE 232</b>		3. Date of Earliest Transaction (Month/Day/Year) <b>08/19/2022</b>			
(Street) <b>SPRING VALLEY, NY 10977</b>		4. If Amendment, Date Original Filed(Month/Day/Year)		6. Individual or Joint/Group Filing (Check Applicable Line) <input type="checkbox"/> Form filed by One Reporting Person <input checked="" type="checkbox"/> Form filed by More than One Reporting Person	
(City) (State) (Zip)					

### Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	08/19/2022		P		54,644	A	\$ 1.2982	54,644	I	See footnote (1)
Common Stock								1,034,702	I	See footnote (2)

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

SEC 1474 (9-02)  
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### Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V		(A)	(D)					

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Geller Avi C/O LEONITE CAPITAL LLC 1 HILLCREST CENTER DRIVE, SUITE 232 SPRING VALLEY, NY 10977				Member of 10% owner group
Leonite Fund I, LP C/O LEONITE CAPITAL LLC 1 HILLCREST CENTER DRIVE, SUITE 232 SPRING VALLEY, NY 10977				Member of 10% owner group

Leonite Capital LLC 1 HILLCREST CENTER DR., SUITE 232 SPRING VALLEY, NY 10977				Member of 10% owner group
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## Signatures

/s/ Avi Geller		08/26/2022
<small>**Signature of Reporting Person</small>		Date
/s/ Avi Geller, Managing Member of Leonite Advisors LLC, the General Partner of Leonite Fund I, LP		08/26/2022
<small>**Signature of Reporting Person</small>		Date
/s/ Avi Geller, Chief Investment Officer of Leonite Capital LLC		08/26/2022
<small>**Signature of Reporting Person</small>		Date

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).
- \*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) The shares are held by Leonite Fund I, LP. Avi Geller is the Managing Member of Leonite Advisors LLC, which is the General Partner of Leonite Fund I, LP.
- (2) The shares are held by Leonite Capital LLC, of which Avi Geller serves as Chief Investment Officer.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.