UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

SCHEDULE 13D

Under the Securities Exchange Act of 1934 (Amendment No. 4)*

Pasithea Therapeutics Corp.

(Name of Issuer)

Common Stock, par value \$0.0001 per share

(Title of Class of Securities)

70261F103

(CUSIP Number)

David Delaney Concord Investment Partners Ltd. 60 St. Clair Avenue East, Suite 702 Toronto, ON, M4T 1N5 Canada (416) 951-9214

Avi Geller Leonite Capital LLC 1 Hillcrest Center Drive Suite 232 Spring Valley, NY 10977 (845) 517-2340

Eric Shahinian Camac Partners, LLC 350 Park Avenue, 13th Floor New York, NY 10022 (914) 629-8496

With a copy to: Douglas K. Schnell Wilson Sonsini Goodrich & Rosati Professional Corporation 650 Page Mill Road Palo Alto, CA 94304 (650) 493-9300

(Name, Address and Telephone Number of Person Authorized to Receive Notices and Communications)

August 9, 2022

(Date of Event which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition which is the subject of this Schedule 13D, and is filing this schedule because of §§ 240.13d-1(e), 240.13d-1(f) or 240.13d-1(g), check the following box: \Box

Note. Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See § 240.13d-7 for other parties to whom copies are to be sent.

* 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 disclosures provided in a prior cover page.

The information required on 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).

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 NAMES OF REPORTING PERSONS Concord IP2 Ltd.

(2) CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (see instructions) (a) ⊠ (b) □

3) SEC USE ONLY

/	WC, OO				
(5) CHECK BOZ	X IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e)				
(6) CITIZENSH	IP OR PLACE OF ORGANIZATION				
Province of C	Ditario				
(7) SOLE VOTING POWER				
NUMBER OF	0 shares				
	8) SHARED VOTING POWER				
BENEFICIALLY	191,321 shares				
OWNED BY EACH	9) SOLE DISPOSITIVE POWER				
REPORTING	0 shares				
PERSON WITH	10) SHARED DISPOSITIVE POWER				
	191,321 shares				
(11) AGGREGAT	E AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON				
191,321 shar	es				
(12) CHECK IF T	(12) CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (see instructions)□				
(13) PERCENT C	(13) PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)				
Less than 1%	Less than 1% [*]				
(14) TYPE OF RE	14) TYPE OF REPORTING PERSON (see instructions)				
CO					

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Elderhill Corpor(2)CHECK THE A(a) \boxtimes (b) \square (3)SEC USE ONLY(4)SOURCE OF FUWC, OO(5)CHECK BOX III(6)CITIZENSHIP O	PPROPRIATE BOX IF A MEMBER OF A GRO Z JNDS (see instructions) F DISCLOSURE OF LEGAL PROCEEDINGS I DR PLACE OF ORGANIZATION		or 2(e) 🗆	
Province of Onta (7) NUMBER OF SHARES (8) BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH (10)	rrio SOLE VOTING POWER 0 shares SHARED VOTING POWER 35,200 shares SOLE DISPOSITIVE POWER 0 shares SHARED DISPOSITIVE POWER 35,200 shares			
35,200 shares (12) CHECK IF THE (13) PERCENT OF C Less than 1%*	AMOUNT BENEFICIALLY OWNED BY EAC AGGREGATE AMOUNT IN ROW (11) EXC CLASS REPRESENTED BY AMOUNT IN RO PRTING PERSON (see instructions)	LUDES CERTAIN SHARES (see instruction	ns)□	

* Percentage calculated based on 26,548,688 shares of common stock, par value \$0.0001 per share, outstanding as of July 26, 2022, as reported in the definitive proxy statement of Pasithea Therapeutics Corp. filed on July 28, 2022.

CUSIP No. 70261F103 13D Page 4 of 14 NAMES OF REPORTING PERSONS (1)David Delaney CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (see instructions) (2) (a) ⊠ (b) □ SEC USE ONLY (3) SOURCE OF FUNDS (see instructions) (4) AF CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e) (5) CITIZENSHIP OR PLACE OF ORGANIZATION (6) Canada

	(7)	SOLE VOTING POWER		
NUMBER OF		0 shares		
SHARES	(8)	SHARED VOTING POWER		
BENEFICIALLY OWNED BY		226,521 shares		
EACH	(9)	SOLE DISPOSITIVE POWER		
REPORTING		0 shares		
PERSON WITH	(10)	SHARED DISPOSITIVE POWER		
		226,521 shares		
()		MOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
226,521 sh				
(12) CHECK IF	12) CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (see instructions)			
(13) PERCENT	3) PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)			
Less than 1	Less than 1% [*]			
(14) TYPE OF	TYPE OF REPORTING PERSON (see instructions)			
IN				

CUS	P No. 70261	F103	13D	Page 5 of 14	
COS	1 110. 70201	105	150	1 age 5 61 14	
(1)	NAMES OF Leonite Cap		PORTING PERSONS LC		
(2)	CHECK TH $(a) \boxtimes (b) \square$	EAI	PPROPRIATE BOX IF A MEMBER OF A GROUP (see instructions)		
(3)	SEC USE C				
(4)	SOURCE C WC, OO	F FU	INDS (see instructions)		
(5)	CHECK BC	X IF	DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) or 2((e) 🗆	
(6)	CITIZENSI Delaware	HP C	DR PLACE OF ORGANIZATION		
		(7)	SOLE VOTING POWER		
NU	MBER OF		0 shares		
	SHARES	(8)	SHARED VOTING POWER		
	EFICIALLY VNED BY		1,034,702 shares		
0,	EACH	(9)	SOLE DISPOSITIVE POWER		
RE	PORTING		0 shares		
PER	SON WITH	(10)	SHARED DISPOSITIVE POWER		
			1,034,702 shares		
(11)	AGGREGA 1,034,702 sl		MOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
(12)	2) CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (see instructions)□				
(13)	B) PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)				
	3.9%*				
(14)	TYPE OF REPORTING PERSON (see instructions)				
	CO				

* Percentage calculated based on 26,548,688 shares of common stock, par value \$0.0001 per share, outstanding as of July 26, 2022, as reported in the definitive proxy statement of Pasithea Therapeutics Corp. filed on July 28, 2022.

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(1) NAMES OF REPORTING PERS Avi Geller	DNS	
(2) CHECK THE APPROPRIATE BO (a) \boxtimes (b) \square	X IF A MEMBER OF A GROUP (see instructions)	
(3) SEC USE ONLY		
(4) SOURCE OF FUNDS (see instruc AF	ions)	
(5) CHECK BOX IF DISCLOSURE	OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) or	2(e)□
(6) CITIZENSHIP OR PLACE OF O United States of America	GANIZATION	
(7) SOLE VOTING	POWER	
0 shares		
NUMBER OF SHARES (8) SHARED VOT	ING POWER	
BENEFICIALLY 1,034,702 share	S	

	EACH	(9)	SOLE DISPOSITIVE POWER 0 shares
	EPORTING SON WITH	(10)	SHARED DISPOSITIVE POWER 1,034,702 shares
(11)	AGGREGA 1,034,702 s		MOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
(12)	CHECK IF	THE .	AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (see instructions)□
(13)	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)		
	3.9%*		
(14)	TYPE OF F IN	REPOI	RTING PERSON (see instructions)

CUSIP No. 70261F103	13D	Page 7 of 14
(1) NAMES OF REPORTING PERSONS Camac Partners, LLC		
(2) CHECK THE APPROPRIATE BOX IF A MEMBER	OF A GROUP (see instructions)	
(a) \boxtimes (b) \square	, , , , , , , , , , , , , , , , , , ,	
(3) SEC USE ONLY		
(4) SOURCE OF FUNDS (see instructions)		
OO (5) CHECK BOX IF DISCLOSURE OF LEGAL PROC	EEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) or	r 2(e)
(6) CITIZENSHIP OR PLACE OF ORGANIZATION		
Delaware		
(7) SOLE VOTING POWER		
NUMBER OF 0 shares		
SHARES (8) SHARED VOTING POWER		
BENEFICIALLY 1,455,556 shares OWNED BY		
EACH (9) SOLE DISPOSITIVE POWER		
REPORTING 0 shares		
PERSON WITH (10) SHARED DISPOSITIVE POWER		
1,455,556 shares		
(11) AGGREGATE AMOUNT BENEFICIALLY OWNE	D BY EACH REPORTING PERSON	
1,455,556 shares		
	7 (11) EXCLUDES CERTAIN SHARES (see instructions))
(13) PERCENT OF CLASS REPRESENTED BY AMOU	NT IN ROW (11)	
5.5%*		
(14) TYPE OF REPORTING PERSON (see instructions)		
00		

* Percentage calculated based on 26,548,688 shares of common stock, par value \$0.0001 per share, outstanding as of July 26, 2022, as reported in the definitive proxy statement of Pasithea Therapeutics Corp. filed on July 28, 2022.

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Camac C	apital, L	ORTING PERSONS LC PROPRIATE BOX IF A MEMBER (DF A CROUD (as instructions)	
(2) CHECK (a) ⊠ (b)		PROPRIATE BOX IF A MEMBER (or A GROOP (see instructions)	
(3) SEC USI (4) SOURCH OO		NDS (see instructions)		
	ENSHI	DISCLOSURE OF LEGAL PROCE	EDINGS IS REQUIRED PURSUANT TO ITEM 2(d) or	r 2(e)□
NUMBER O	(7) F	SOLE VOTING POWER 0 shares		
SHARES BENEFICIALI OWNED BY		SHARED VOTING POWER 1,455,556 shares		
EACH REPORTING	(9) 6	SOLE DISPOSITIVE POWER 0 shares		
PERSON WIT	H (10)	SHARED DISPOSITIVE POWER 1,455,556 shares		

(11) AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 1,455,556 shares

(12)	CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (see instructions)□
(13)	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)
	5.5%*
(14)	TYPE OF REPORTING PERSON (see instructions)
	00

* Percentage calculated based on 26,548,688 shares of common stock, par value \$0.0001 per share, outstanding as of July 26, 2022, as reported in the definitive proxy statement of Pasithea Therapeutics Corp. filed on July 28, 2022.

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$\begin{array}{c c} Camac Fund \\ \hline (2) & CHECK THI \\ \hline (a) \boxtimes (b) \Box \\ \hline (3) & SEC USE OI \\ \end{array}$	E APPROPRIATE BOX IF A MEMBER	R OF A GROUP (see instructions)	
(6) CITIZENSH Delaware	X IF DISCLOSURE OF LEGAL PROC IIP OR PLACE OF ORGANIZATION (7) SOLE VOTING POWER	EEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) or	2(e)□
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING	0 shares (8) SHARED VOTING POWER 1,455,556 shares (9) SOLE DISPOSITIVE POWER 0 shares		
(11) AGGREGA 1,455,556 sh (12) CHECK IF 1		D BY EACH REPORTING PERSON 7 (11) EXCLUDES CERTAIN SHARES (see instructions)	
5.5%* (14) TYPE OF RI OO	EPORTING PERSON (see instructions)		

* Percentage calculated based on 26,548,688 shares of common stock, par value \$0.0001 per share, outstanding as of July 26, 2022, as reported in the definitive proxy statement of Pasithea Therapeutics Corp. filed on July 28, 2022.

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	NAMES OF REPORTING PERSONS				
Eric Shahin					
		PROPRIATE BOX IF A MEMBER OF A	A GROUP (see instructions)		
(a) ⊠ (b) □					
(3) SEC USE C					
< / <	F FU	NDS (see instructions)			
00					
\$			NGS IS REQUIRED PURSUANT TO ITEM 2(d) o	$r 2(e) \square$	
		R PLACE OF ORGANIZATION			
United State					
	(7)	SOLE VOTING POWER			
NUMBER OF		0 shares			
	(8)	SHARED VOTING POWER			
BENEFICIALLY		1,455,556 shares			
OWNED BY EACH	(9)	SOLE DISPOSITIVE POWER			
REPORTING		0 shares			
PERSON WITH	(10)	SHARED DISPOSITIVE POWER			
		1,455,556 shares			
(11) AGGREGA	TE A	MOUNT BENEFICIALLY OWNED BY	EACH REPORTING PERSON		
1,455,556 sl	hares				
(12) CHECK IF	THE	AGGREGATE AMOUNT IN ROW (11)	EXCLUDES CERTAIN SHARES (see instructions		
(13) PERCENT	OF C	LASS REPRESENTED BY AMOUNT II	N ROW (11)		
5.5%*					

Explanatory Note

This Amendment No. 4 (this "Amendment") amends and supplements the Schedule 13D filed on June 1, 2022, as amended on June 16, 2022, June 27, 2022, and July 27, 2022 (as amended, the "Schedule 13D"), by the Reporting Persons relating to the Common Stock of the Issuer. Information reported in the Schedule 13D remains in effect except to the extent that it is amended, restated or superseded by information contained in this Amendment. Capitalized terms used but not defined in this Amendment have the respective meanings set forth in the Schedule 13D. All references in the Schedule 13D and this Amendment to the "Statement" will be deemed to refer to the Schedule 13D as amended and supplemented by this Amendment.

Item 3. Source and Amount of Funds or Other Consideration.

The third paragraph under Item 3 is amended and restated as follows:

The shares of Common Stock purchased by Camac were purchased with working capital (which may, at any given time, include margin loans made by brokerage firms in the ordinary course of business). The aggregate purchase price of the 1,455,556 shares of Common Stock beneficially owned by the Camac Persons is approximately \$1,688,445 (including brokerage commissions and transaction costs).

Item 5. Interest in Securities of the Issuer.

The first paragraph under Item 5(a) and (b) is amended and restated as follows:

(a) and (b) The responses of the Reporting Persons to rows 7, 8, 9, 10, 11 and 13 on the cover pages of this Statement are incorporated herein by reference. As of 4 p.m., Eastern time, August 10, 2022, the Reporting Persons beneficially owned 2,716,779 shares of Common Stock, representing approximately 10.2% of the outstanding shares of Common Stock. The percentage in this paragraph relating to beneficial ownership of the Common Stock is based on 26,548,688 shares of Common Stock outstanding as of July 26, 2022, as reported in the definitive proxy statement of the Issuer filed on July 28, 2022.

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SIGNATURES

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.

Dated: August 11, 2022

CONCORD IP2 LTD.

By: /s/ David Delaney Name: David Delaney Title: President

ELDERHILL CORPORATION

By: <u>/s/ David Delaney</u> Name: David Delaney Title: President

/s/ David Delaney David Delaney

LEONITE CAPITAL LLC

By: <u>/s/ Avi Geller</u> Name: Avi Geller Title: CIO

Title: CIO

/s/ Avi Geller

CAMAC PARTNERS, LLC

By: Camac Capital, LLC its general partner

By: /s/ Eric Shahinian

Name: Eric Shahinian Title: Managing Member of the GP

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CAMAC CAPITAL, LLC

By Na Tit	me: Eric Shahinian
CA	AMAC FUND, LP
	: Camac Capital, LLC general partner
	: /s/ Eric Shahinian me: Eric Shahinian le: Managing Member of the GP
	Eric Shahinian c Shahinian
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Schedule A

Transactions by the Reporting Persons in the Past 60 Days

The following table sets forth all previously unreported transactions with respect to the Common Stock effected in the 60 days preceding August 10, 2022, by or on behalf of the Reporting Persons, inclusive of any transactions effected through 4:00 p.m., Eastern time, on August 10, 2022.

Beneficial Ownership	Transaction Date	Purchase or Sale	Quantity	(excluding commission)		How Effected
Camac Fund LP	07/29/2022	Purchase	456	\$	1.1400	Open market
Camac Fund LP	08/01/2022	Purchase	25,806	\$	1.1393	Open market
Camac Fund LP	08/02/2022	Purchase	49,275	\$	1.1362	Open market
Camac Fund LP	08/03/2022	Purchase	81,290	\$	1.1464	Open marke
Camac Fund LP	08/09/2022	Purchase	131,994	\$	1.1517	Open market