

INITIAL STATEMENT OF 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 * Delaney David <small>(Last) (First) (Middle)</small> C/O CONCORD INVESTMENT PARTNERS LTD., 60 ST. CLAIR AVENUE EAST, SUITE 702 <small>(Street)</small> TORONTO, A6 M4T 1N5 <small>(City) (State) (Zip)</small>	2. Date of Event Requiring Statement (Month/Day/Year) 08/09/2022	3. Issuer Name and Ticker or Trading Symbol Pasithea Therapeutics Corp. [KTTA]		
		4. 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) Member of 10% owner group		5. 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		

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	226,521	I	See footnote (1)

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

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

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Delaney David C/O CONCORD INVESTMENT PARTNERS LTD. 60 ST. CLAIR AVENUE EAST, SUITE 702 TORONTO, A6 M4T 1N5				Member of 10% owner group
Concord IP2 Ltd. C/O CONCORD INVESTMENT PARTNERS LTD. 60 ST. CLAIR AVENUE EAST, SUITE 702 TORONTO, A6 M4T 1N5				Member of 10% owner group
Elderhill Corp C/O CONCORD INVESTMENT PARTNERS LTD. 60 ST. CLAIR AVENUE EAST, SUITE 702 TORONTO, A6 M4T 1N5				Member of 10% owner group

Signatures

/s/ David Delaney		08/16/2022
<small>**Signature of Reporting Person</small>		Date
/s/ David Delaney, President of Concord IP2 Ltd.		08/16/2022
<small>**Signature of Reporting Person</small>		Date
/s/ David Delaney, President of Elderhill Corporation		08/16/2022

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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) 191,321 shares are held by Concord IP2, Ltd., of which David Delaney serves as sole director and President, and 35,200 shares are held by Elderhill Corporation, of which David Delaney serves as sole director and President.

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

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