

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

SCHEDULE 13G  
(Amendment 1)  
Under the Securities Exchange Act of 1934

(Name of Issuer) AXSOME THERAPEUTICS INC  
(Title of Class of Securities) Common Stock  
(CUSIP Number) 05464T104  
(Date of Event Which Requires Filing of this Statement) December 31, 2017

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)

CUSIP No. 05464T104

1. Names of Reporting Persons.

Laurence W. Lytton

2. Check the Appropriate Box if a Member of a Group (See Instructions)

- a).....
- (b).....

3. SEC Use Only

4. Citizenship or Place of Organization

USA

- 5. Sole Voting Power 966,190
- 6. Shared Voting Power 16,500
- 7. Sole Dispositive Power 966,190
- 8. Shared Dispositive Power 16,500

9. Aggregate Amount Beneficially Owned by Each Reporting Person 982,690

10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions).....

11. Percent of Class Represented by Amount in Row (9) 4.2% (1)

Based on 23,671,301 shares outstanding as of November 3, 2017 as reported in the September 30, 2017 10-Q.

12. Type of Reporting Person (See Instructions)

IN

Item 1.

(a) Name of Issuer AXSOME THERAPEUTICS INC  
(b) Address of Issuer's Principal Executive Offices

25 Broadway, 9th Fl  
New York, New York

Item 2.

(a) Name of Person Filing Laurence W. Lytton

(b) Address of Principal Business Office or, if none, Residence

467 CPW  
N.Y., NY 10025

(c) Citizenship USA

(d) Title of Class of Securities Common

(e) CUSIP Number 05464T104

Item 3. not applicable

Item 4. Ownership.

(a) Amount beneficially owned: 982,690 consisting of  
861,790 shares held by the reporting person, 71,000 held in  
the AWL Family LLC, 18,045 held in the IKL Trust, 4,495 held  
in the KLL Family Trust, 4,960 held in the L-K Foundation,  
and 22,400 shares held in other related accounts.

(b) Percent of class: 4.2%

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

(i) Sole power to vote or to direct the vote 966,190.

(ii) Shared power to vote or to direct the vote 16,500.

(iii) Sole power to dispose or to direct the disposition of 966,190.

(iv) Shared power to dispose or to direct the disposition of 16,500.

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 5 percent of the class of securities, check the  
following (X).

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

Not applicable

Item 9. Notice of Dissolution of Group

Not applicable

Item 10. Certification

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.

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.

2/14/18 \_\_\_\_\_

Date

\_\_\_\_s/ Laurence W. Lytton\_\_\_\_\_

Signature

\_\_\_\_Laurence W. Lytton\_\_\_\_\_

Name/Title