

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

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

Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan for the purchase or sale of equity securities of the issuer that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.

1. Name and Address of Reporting Person* <u>TABUTEAU HERRIOT</u> (Last) (First) (Middle) <u>C/O AXSOME THERAPEUTICS, INC.</u> <u>ONE WORLD TRADE CENTER, 29TH FLOOR</u> (Street) <u>NEW YORK NY 10007</u> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Axsome Therapeutics, Inc. [AXSM]</u> Foreign Trading Symbol 3. Date of Earliest Transaction (Month/Day/Year) <u>08/05/2026</u> 4. If Amendment, Date of Original Filed (Month/Day/Year)	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) ☒ Director ☒ 10% Owner ☒ Officer (give title below) ☐ Other (specify below) <u>Chief Executive Officer</u> 6. Individual or Joint/Group Filing (Check Applicable Line) ☒ Form filed by One Reporting Person ☐ Form filed by More than One Reporting Person
---	---	---

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	08/05/2026		M ⁽¹⁾⁽²⁾		45,004	A	\$4.95	52,233	D	
Common Stock	08/05/2026		S ⁽²⁾⁽³⁾		45,004	D	\$212.01 ⁽⁴⁾	7,229	D	
Common Stock	08/06/2026		M ⁽¹⁾⁽²⁾		4,660	A	\$4.95	11,889	D	
Common Stock	08/06/2026		S ⁽²⁾⁽³⁾		4,660	D	\$213.95 ⁽⁵⁾	7,229	D	
Common Stock								7,344,500	I	See Footnote ⁽⁶⁾

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 Securities Underlying Derivative Security (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: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Stock Option (Right to Buy)	\$212.01	08/05/2026		M ⁽¹⁾⁽²⁾			45,004	03/15/2018	03/15/2027	Common Stock	45,004	\$0.00	4,660	D	
Stock Option (Right to Buy)	\$213.95	08/06/2026		M ⁽¹⁾⁽²⁾			4,660	03/15/2018	03/15/2027	Common Stock	4,660	\$0.00	0	D	

Explanation of Responses:

1. Necessary exercise of stock options set to expire due to attainment of the 10-year expiration date of such options.
2. Such transaction was pursuant to a pre-approved 10b5-1 plan, which has now been completed.
3. Represents the subsequent sale of the underlying shares of the aforementioned exercise of stock options.
4. Represents the weighted average sale price of a series of open market transactions with sale prices ranging between \$209.28 and \$216.35.
5. Represents the weighted average sale price of a series of open market transactions with sale prices ranging between \$212.41 and \$216.36.
6. Such shares are held by an entity, of which the reporting person has voting and dispositive power, and therefore, the reporting person is deemed to be the indirect beneficial owner of such shares.

/s/ Nick Pizzie, Attorney-in-Fact

08/07/2026

** Signature of Reporting Person

Date

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

* 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).

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

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 Number.