1. Name and Address of Reporting Person
   Coleman Mark
   C/O AXSOME THERAPEUTICS, INC.
   ONE WORLD TRADE CENTER, 22ND FLOOR
   NEW YORK NY 10007

2. Issuer Name and Ticker or Trading Symbol
   Axsome Therapeutics, Inc. [ AXSM ]

3. Date of Earliest Transaction (Month/Day/Year)
   09/15/2023

4. If Amendment, Date of Original Filed (Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer
   Director

6. Individual or Joint/Group Filing (Check Applicable Line)
   Form filed by One Reporting Person

Rule 10b5-1(c) Transaction Indication
   Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c).

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

<table>
<thead>
<tr>
<th>Security</th>
<th>Transaction Date (Month/Day/Year)</th>
<th>Deemed Execution Date, if any (Month/Day/Year)</th>
<th>Securities Acquired (A) or Disposed Of (D) (Instr. 3 and 4)</th>
<th>Amount</th>
<th>Price</th>
<th>Ownership Form: Direct (D) or Indirect (I) (Instr. 4)</th>
<th>Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Common Stock</td>
<td>09/15/2023</td>
<td></td>
<td>A</td>
<td>$3.67</td>
<td>36,113</td>
<td>I</td>
<td></td>
</tr>
<tr>
<td>Common Stock</td>
<td>09/15/2023</td>
<td></td>
<td>D</td>
<td>$75.1771</td>
<td>403,856</td>
<td>I</td>
<td></td>
</tr>
</tbody>
</table>

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

<table>
<thead>
<tr>
<th>Security</th>
<th>Transaction Code (Instr. 3)</th>
<th>Deemed Execution Date, if any (Month/Day/Year)</th>
<th>Deemed Execution Date, if any (Month/Day/Year)</th>
<th>Number of Derivative Securities Acquired (A) or Disposed Of (D) (Instr. 3 and 4)</th>
<th>Expiration Date</th>
<th>Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)</th>
<th>Price of Derivative Security (Instr. 5)</th>
<th>Ownership Form: Direct (D) or Indirect (I) (Instr. 4)</th>
<th>Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Stock Option (Right to Buy)</td>
<td>$3.67</td>
<td>09/15/2023</td>
<td></td>
<td>M(1)(2)</td>
<td>11,016</td>
<td>09/16/2015</td>
<td>Common Stock</td>
<td>$0.00</td>
<td>0</td>
</tr>
</tbody>
</table>

Remarks:

- Represents an exercise of stock options.
- Such transaction was pursuant to a pre-approved 10b5-1 plan.
- Represents the subsequent sale of the underlying shares of the aforementioned exercise of stock options.
- 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.

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