

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

OMB APPROVAL	
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1. Name and Address of Reporting Person* <u>Norton David Y</u>			2. Date of Event Requiring Statement (Month/Day/Year) <u>01/01/2022</u>			3. Issuer Name and Ticker or Trading Symbol <u>COMPASS Pathways plc [ CMPS ]</u>			
(Last)	(First)	(Middle)	4. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director Officer (give title below)			5. If Amendment, Date of Original Filed (Month/Day/Year)			
<u>COMPASS PATHWAYS PLC</u> <u>33 BROADWICK STREET</u>			10% Owner Other (specify below)			6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person			
(Street)	(City)	(State)	(Zip)						
<u>LONDON</u>	<u>X0</u>	<u>W1F 0DQ</u>							

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)
Ordinary Shares <sup>(1)</sup>	23,740 <sup>(2)</sup>	D	

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: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date				
Share Option (Right to Buy)	(3)	07/20/2029	Ordinary Shares <sup>(1)</sup> 99,049	1.49	D	
Share Option (Right to Buy)	(4)	03/30/2030	Ordinary Shares <sup>(1)</sup> 14,771	2.54	D	
Share Option (Right to Buy)	(5)	09/18/2030	Ordinary Shares <sup>(1)</sup> 21,584	17	D	
Share Option (Right to Buy)	(6)	10/01/2031	Ordinary Shares <sup>(1)</sup> 12,000	29.87	D	

Explanation of Responses:

- The Ordinary Shares may be represented by American Depositary Shares, each of which currently represents one Ordinary Share.
- Includes 23,740 Restricted Share Units ("RSUs") granted under the Issuer's 2020 Share Option and Incentive Plan. Each RSU represents a contingent right to receive one Ordinary Share. 25% of the RSUs vested on August 12, 2021, with the remainder vesting in twelve equal quarterly installments thereafter.
- This option is fully vested and exercisable as of the date hereof. The exercise price is GBP 1.09 and has been translated to USD in the table above at an exchange rate of GBP 1.00 to \$1.3673 USD.
- This option is fully vested and exercisable as of the date hereof. The exercise price is GBP 1.86 and has been translated to USD in the table above at an exchange rate of GBP 1.00 to \$1.3673 USD.
- 25% of the shares underlying this option vested and became exercisable on September 18, 2021, with the remainder vesting in thirty-six equal monthly installments thereafter.
- 25% of the shares underlying this option will vest and become exercisable on October 1, 2022, with the remainder vesting in thirty-six equal monthly installments thereafter.

Remarks:

Exhibit 24 - Power of Attorney

/s/ Daniel Maalo by Power of Attorney 01/03/2022  
for David York Norton

\*\* 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 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).

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.

LIMITED POWER OF ATTORNEY

The undersigned hereby constitutes and appoints each of George Goldsmith, Michael Falvey and Daniel Maalo, signing singly, and with full power (1) execute for and on behalf of the undersigned, in the undersigned's capacity as an officer and/or director of COMPASS Pathways plc (the "Company") (2) do and perform any and all acts for and on behalf of the undersigned that may be necessary or desirable to complete and execute any such functions (3) take any other action of any type whatsoever in connection with the foregoing that, in the opinion of such attorney-in-fact, may be of benefit to the undersigned. The undersigned hereby grants to each such attorney-in-fact, acting singly, full power and authority to do and perform any and every act and thing that the undersigned may lawfully do or perform. This Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file such forms with respect to the Company.

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of November 24, 2021.

/s/ David York Norton

David York Norton