SEC Form 4

Instruction 1(b).

FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

OMB APPROVAL

OMB Number:	3235-0287								
Estimated average burden									
hours per response:	0.5								

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

			or Section So(n) of the investment Company Act of 1940						
1. Name and Address of Reporting Person [*] Malievskaia Ekaterina			2. Issuer Name and Ticker or Trading Symbol <u>COMPASS Pathways plc</u> [CMPS]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director X 10% Owner					
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 01/19/2024		Officer (give title below)		Other (specify below)		
COMPASS PATHWAYS PLC			4. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Check						
33 BROADWICK STREET				Line)					
				X Form filed by One Reporting Perso			ting Person		
(Street)	X0	W1F 0DO			Form filed by More Person	than (One Reporting		
			Rule 10b5-1(c) Transaction Indication						
(City)	(State)	(Zip)	X 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). See Instruction 10.						

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. Transa Code (8)		Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership
			Code	v	Amount	(A) or (D)	Price	· Reported Transaction(s) (Instr. 3 and 4)		(Instr. 4)
Ordinary Shares ⁽¹⁾	01/19/2024		S		20,206 ⁽²⁾	D	\$7.9901 ⁽³⁾	4,195,495	D	
Ordinary Shares ⁽¹⁾	01/19/2024		s		20,205 ⁽⁴⁾	D	\$ 7.9901 ⁽³⁾	4,198,154	Ι	By: Spouse ⁽⁵⁾
Ordinary Shares ⁽¹⁾	01/22/2024		S		25,750 ⁽²⁾	D	\$8.3508(6)	4,169,745	D	
Ordinary Shares ⁽¹⁾	01/22/2024		s		25,750 ⁽⁴⁾	D	\$ 8.3508 ⁽⁶⁾	4,172,404	Ι	By: Spouse ⁽⁵⁾

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. Transa Code (8)		of Deriv Secu Acqu (A) o Dispo of (D (Insti	5. Number 6. Date Exercisable and f Expiration Date Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		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				

Explanation of Responses:

1. The Ordinary Shares may be represented by American Depositary Shares, each of which currently represents one Ordinary Share.

2. The reported sales occurred automatically pursuant to a Rule 10b5-1 trading plan adopted by Dr. Malievskaia on August 23, 2023.

3. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$7.78 to \$8.18, inclusive. The reporting person undertakes to provide to the issuer, any security holder of the issuer or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within this range.

4. The reported sales occurred automatically pursuant to a Rule 10b5-1 trading plan adopted by Mr. Goldsmith on August 23, 2023.

5. Securities held by George Jay Goldsmith, the Reporting Person's spouse. Dr. Malievskaia and Mr. Goldsmith are married but they expressly disclaim beneficial ownership of each other's shares in the Issuer.

6. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$7.92 to \$8.55, inclusive. The reporting person undertakes to provide to the issuer, any security holder of the issuer or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within this range.

Remarks:

/s/ Meredith Prithviraj by Power of Attorney for Ekaterina Malievskaia

01/23/2024

** 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.