

OMB APPROVAL	
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☐ 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.

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

1. Name and Address of Reporting Person* <u>Rodriguez Javier</u> (Last) (First) (Middle) <u>C/O BIOXCEL THERAPEUTICS, INC.</u> <u>555 LONG WHARF DRIVE, 12TH FLOOR</u> (Street) <u>NEW HAVEN</u> <u>CT</u> <u>06511</u> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>BioXcel Therapeutics, Inc. [BTAI]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner ☒ Officer (give title below) Other (specify below) <u>See Remarks</u>
	3. Date of Earliest Transaction (Month/Day/Year) <u>07/22/2025</u>	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	

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			
<u>Common Stock</u>	<u>07/22/2025</u>		<u>A</u>		<u>4,375</u>	<u>A</u>	<u>(1)</u>	<u>6,034</u>	<u>D</u>	
<u>Common Stock</u>	<u>07/22/2025</u>		<u>M</u>		<u>625</u>	<u>A</u>	<u>(2)</u>	<u>6,659</u>	<u>D</u>	

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		Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
<u>Restricted Stock Units</u>	<u>(2)</u>	<u>07/22/2025</u>		<u>M</u>		<u>625</u>	<u>(3)</u>	<u>(3)</u>	<u>Common Stock</u>	<u>625</u>	<u>\$0</u>	<u>0</u>	<u>D</u>	

Explanation of Responses:

1. The Issuer previously granted the Reporting Person an award of restricted stock units that would vest based on the Issuer's satisfaction of certain performance objectives and subject to the Reporting Person's continued service with the Issuer through July 22, 2025 (the "PSUs"). On July 22, 2025, the Compensation Committee of the Issuer's Board of Directors determined that performance conditions with respect to 4,375 PSUs had been satisfied and 4,375 shares of common stock became issuable to the Reporting Person on July 22, 2025.
2. Each Restricted Stock Unit ("RSU") represents a contingent right to receive one share of the Issuer's Common Stock.
3. On July 22, 2024, the Reporting Person was granted 625 RSUs, which vested as to 100% of the total number of RSUs on the first anniversary of the grant date.

Remarks:

Chief Legal Officer, Senior Vice President and Corporate Secretary

/s/ Richard Steinhart, Attorney-in-Fact for Javier Rodriguez 07/22/2025

** 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.