FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

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

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* Steinhart Richard I (Last) (First) (Middle)						oXc	el Th	<u>nerap</u>		Inc	Symbol . [BTAI n/Day/Year)	(CI	5. Relationship of Reportin (Check all applicable) Director Officer (give title below)		ng Person(s) to Iss 10% Ow Other (s below)		vner			
C/O BIOXCEL THERAPEUTICS, INC. 555 LONG WHARF DRIVE, 12TH FLOOR						06/14/2024 4. If Amendment, Date of Original Filed (Month/Day/Year)								Chief Financial Officer 6. Individual or Joint/Group Filing (Check Applicable Line)						
(Street) NEW HAVEN CT 06511													Form filed by One Reporting Person Form filed by More than One Reporting Person							
(City) (State) (Zip)					Ru	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). See Instruction 10.														
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned																				
1. Title of Security (Instr. 3) 2. Transact Date (Month/Day)						Ex) if a	. Deemed ecution Date, any onth/Day/Year)		3. Transaction Code (Instr. 8)		4. Securities Acquired (A) of Disposed Of (D) (Instr. 3, 4			Benefic Owned	es ally Following	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)			
Common Stock 06/14/2					/2024	024			М		521	A	(1)	(1) 5,286		D				
Common Stock 06/15/2					/2024	2024			M		562	A	(1)	5,	848	I)			
Common Stock 06/17/2					/2024	024			S ⁽²⁾		372	372 D		22 5,	5,476)			
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. Deen Executio if any (Month/D	n Date,	4. Transaction Code (Instr. 8)		n of E		6. Date E Expiratio (Month/D	n Dat		Amount of Securities Underlying Derivative	7. Title and Amount of Securities Inderlying Derivative Security Instr. 3 and 4)		9. Number derivative Securities Beneficiall Owned Following Reported Transactio (Instr. 4)	Ownershi Form: y Direct (D) or Indirec (I) (Instr. 4		Beneficial Ownership tt (Instr. 4)		
					Code	v	(A)		Date Exercisa		Expiration Date	Title	Amount or Number of Shares							
Restricted Stock Units	(1)	06/14/2024			М			521	(3)		(3)	Common Stock	521	\$0.00	3,648		D			
Restricted Stock	(1)	06/15/2024		T	M			562	(4)		(4)	Common Stock	562	\$0.00	6,188		D			

Explanation of Responses:

- 1. Each Restricted Stock Unit ("RSU") represents a contingent right to receive one share of the Issuer's Common Stock.
- 2. The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the Reporting Person on December 14, 2023.
- 3. On March 14, 2022, the Reporting Person was granted 8,337 RSUs, vesting as to 25% of the total number of RSUs on the first anniversary of March 14, 2022 and as to 6.25% of the total number of RSUs at the end of each successive three-month period thereafter, subject to the Reporting Person's continuous employment with the Issuer through the relevant vesting dates.
- 4. On March 15, 2023, the Reporting Person was granted 9,000 RSUs, vesting as to 25% of the total number of RSUs on the first anniversary of March 15, 2023 and as to 6.25% of the total number of RSUs at the end of each successive three-month period thereafter, subject to the Reporting Person's continuous employment with the Issuer through the relevant vesting dates.

/s/ Richard Steinhart

06/18/2024

** 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.