SEC Form 3 FORM 3

UNITED STATES SECURITIES AND EXCHANGE

COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

(Last) (First) (Middle) 1901 W. 47TH PLACE	1. Name and A Gilgallon	rting Person [*]	2. Date of Event Requiring Statement (Month/Day/Year) 12/07/2021 3. Issuer Name and Ticker or Trading Symbol Cingulate Inc. [CING]									
(Street) KANSAS KS 66205 X Officer (give title below) Other (specify below) S. Midivala or Joint/Croup Filing (City) (State) (Zip) EVP & General Counsel S. Midivala or Joint/Croup Filing (City) (State) (Zip) EVP & General Counsel S. Midivala or Joint/Croup Filing 1. Title of Security (Instr. 4) Iste and Mound of Securities S. Mount of Securities S. Mount of Securities S. Mount of Securities 1. Title of Derivative Security (Instr. 4) Iste and Amount of Securities S. Mount of Securities S. Mount of Securities Mount of Securities 1. Title of Derivative Security (Instr. 4) Iste and Amount of Securities S. Ownership S. Mountership (Instr. 5) S. Mountership (Instr. 5) 1. Title of Derivative Security (Instr. 4) Iste Exercisable and Expiration Date (Instr. 4) S. Title and Amount of Securities S. Mountership (Instr. 5) S. Mountership (Instr. 5) 1. Title of Derivative Security (Instr. 4) Iste Exercisable and Expiration Date (Instr. 4) S. Title and Amount of Security (Instr. 4) S. Mountership (Instr. 5) S. Mountership (Instr. 5) <t< td=""><td>. ,</td><td colspan="2"></td><td></td><td></td><td rowspan="2">Issuer (Check all applicable) Director X Officer (give title below)</td><td></td><td></td><td colspan="3"></td></t<>	. ,					Issuer (Check all applicable) Director X Officer (give title below)						
Table 1 - 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 (D) or Indir	KANSAS	KS	66205				Other below)	(specify	(Ch	Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One		
1. Title of Security (Instr. 4) 2. Amount of Securities Beneficially Owned (Instr. 4) 3. Ownership Form: Direct (D) or Indirect (D) or Indirect ((City)	(State)	(Zip)									
Beneficially Owned (Instr. 4) Form: Direct (D) or Indirect (D) o	Table I - Non-Derivative Securities Beneficially Owned											
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 Direct (D) or Indirect (I) (Instr. 5) 6. Nature of Indirect Beneficial Ownership (Instr. 5)	1. Title of Security (Instr. 4)				1	Beneficially Owned (Instr.	Form: Direct O (D) or Indirect					
(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 (Instr. 4) 5. Ownership (Instr. 4) 6. Nature of Indirect Beneficial Ownership (Instr. 4) Date Expiration Date (Month/Day/Year) Expiration Date (Instr. 4) Amount or Number of Security (Instr. 5) 5. Ownership (Instr. 5) 6. Nature of Indirect Beneficial Ownership (Instr. 5)	Common Stock					185,296 ⁽¹⁾	I By		Ву Т	y The Limerick Group, LLC ⁽²⁾		
Expiration Date (Month/Day/Year)Underlying Derivative Security (Instr. 4)Conversion or Exercise Price of DerivativeOwnership Form: Direct (D) or Indirect (I) (Instr. 5)Indirect Beneficial Ownership (Instr. 5)Date ExercisableExpiration DateTitleAmount of SharesConversion or Exercise Price of Derivative SecurityOwnership Ownership (Instr. 5)Indirect Beneficial Ownership (Instr. 5)												
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						1 1	or Number of	Derivative		or Indirect		

1. Shares reported reflect the (i) 0.699 for 1 reverse stock split effective October 12, 2021 and (ii) 0.64259 for 1 reverse stock split effective November 29, 2021.

2. Reporting person disclaims beneficial ownership of these securities except to the extent of their pecuniary interest therein, and the inclusion of these shares in this report shall not be deemed an admission of beneficial ownership of all of the reported shares for purposes of Section 16 or for any other purpose.

Remarks:

Exhibit 24-Power of Attorney

/s/ Shane J. Schaffer, Attorney-in Fact

12/07/2021

** Signature of Reporting Person

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.

Date

POWER OF ATTORNEY

Know all by these present that the undersigned hereby constitutes and appoints each of Shane J. Schaffer, Louis G. Van Horn, Tracy Buffer and Steven Skolnick as their true and lawful attorney-in-fact to:

- execute for and on behalf of the undersigned Schedules 13D and 13G and Forms 3, 4 and 5 in accordance with Sections 13 and 16(a) of the Securities Exchange Act of 1934 (the "Exchange Act") and the rules thereunder;
- 2. do and perform any and all acts for and on behalf of the undersigned which may be necessary or desirable to complete the execution of any such Schedules 13D or 13G, Form ID application for EDGAR codes, and Forms 3, 4 or 5, and the timely filing of such Forms with the United States Securities and Exchange Commission and any other authority; and
- 3. take any other action of any type whatsoever in connection with the foregoing which, in the opinion of such attorney-in-fact, may be of benefit to, in the best interest of, or legally required by, the undersigned, including, without limitation, the execution and filing of a Form 4 with respect to a transaction which may be reported on a Form 5, it being understood that the documents executed by such attorney-in-fact on behalf of the undersigned pursuant to this Power of Attorney shall be in such form and shall contain such terms and conditions as such attorney-in-fact may approve in his discretion.

The undersigned hereby grants to each such attorney-in-fact full power and authority to do and perform all and every act and thing whatsoever requisite, necessary and proper to be done in the exercise of any of the rights and powers herein granted, as fully and to all intents and purposes as he might or could do in person, with full power of substitution and resubstitution, hereby ratifying and confirming all that such attorney-in-fact, or his substitute or substitutes, shall lawfully do or cause to be done by virtue of this Power of Attorney and the rights and powers herein granted. The undersigned acknowledges that the foregoing attorneys-in-fact, in serving in such capacity at the request of the undersigned, are not assuming any of the undersigned's responsibilities to comply with Sections 13 and 16 of the Exchange Act.

This Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file any Schedules 13D and 13G and Forms 3, 4 and 5 in accordance with Sections 13 and 16(a) of the Exchange Act and the rules thereunder with respect to the undersigned's holdings of and transactions in securities issued by Cingulate Inc. unless earlier revoked by the undersigned in a signed writing delivered to the foregoing attorneys-in-fact.

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of $^{28-Jul-2021}$ | 1:34 PM EDT

(raig S. Glgallon Craig²¹5.12699 gallon