SEC Form 3 FORM 3

## UNITED STATES SECURITIES AND EXCHANGE

COMMISSION Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0104

0.5

POF Estimated average burden

hours per response:

## 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

1. Name and Address of Reporting Person'   2. Bate of Event: Requiring Statement, Montr/Day/Year)   3. Issuer Name and Ticker or Trading Symbol Incannex Healthcare Inc. [IXHL]     4. Relationship of Reporting Person(Site)   4. Relationship of Reporting Person(Site)   5. If Amendment. Date of Origin Filed (Month/Day/Year)     105 / 8 CENTURY CIRCUIT   4. Relationship of Reporting Person(Site)   5. If Amendment. Date of Origin Filed (Month/Day/Year)     NEW   Correct of the below)   Officer (give of the below)   Other (specify below)     NEW   SOUTH   C3   2153     WALES   (City)   (State)   (Zip)     Table 1 - Non-Derivative Securities Beneficially Owned (Instr. 9. (1) (Instr. 5)     Ceromership (Instr. 4)     Common Stock     Source to the Securities Beneficially Owned (Instr. 9. (1) (Instr. 5)     1. Title of Derivative Security (Instr. 4)     2. Date Exercisable and Exercisable and Date   3. Title and Amount of Securities (Instr. 4)   5. Ownership Ownership (Indirect Beneficial Ownership (Indirect Beneficial Or Indirect Beneficial Ownership Or Indirect Beneficial Or Indirec
105 / 8 CENTURY CIRCUIT   Issuer   Issuer   Issuer   105 / 8 CENTURY CIRCUIT     (Street) NORWEST, NEW SOUTH   C3   2153   CEO and President   Officer (give below)   Officer (give below)   Officer (give below)   Officer (give below)   Filed (Month/Day/Year)     City)   (State)   (Zip)   CEO and President   Filed (Month/Day/Year)     Table 1 - Non-Derivative Securities Beneficially Owned     1. Title of Security (Instr. 4)   2. Amount of Securities Beneficially Owned (Instr. 4)   3. Ownership (Instr. 5)   4. Nature of Indirect Beneficial Ownership (Instr. 5)     Common Stock   237,485   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 2. Date Exercisable and
(Street) NORWEST, NEW SOUTH VALES   C3   2153     (City)   (State)   (Zip)     Table 1 - Non-Derivative Securities Beneficially Owned     Table 1 - Non-Derivative Securities Beneficially Owned     1. Title of Security (Instr. 4)     2. Amount of Securities Beneficially Owned (Instr. 4)     1. Title of Security (Instr. 4)     2. Amount of Securities Beneficially Owned (Instr. 4)     1. Title of Security (Instr. 4)     2. Amount of Securities Beneficially Owned (Instr. 4)     Common Stock     2. Date Exercisable and Exercisable 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)   5. Ownership Form: Direct (0) (I) (Instr. 5)   5. Ownership Form: Direct (0) (I) (Instr. 5)     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)   5. Ownership Form: Direct (0) (I) (Instr. 5)   5. Ownership Security   5. Ownership Shares   5. Ownership Shares   5. Direct (D) (I) (Instr. 5)   6. Nature of Security   6. Nature
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 (D) or indir
1. Title of Security (Instr. 4)   2. Amount of Securities Beneficially Owned (Instr. 4)   3. Ownership Form: Direct (D) or Indirect (D) or Indirect (Expiration Date (Month/Day/Year)   4. Nature of Indirect Beneficial Ownership (Instr. 5)     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 Security (I) (Instr. 5)   6. Nature of Indirect Beneficial Ownership Form: Direct (D) or Indirect (I) (Instr. 5)     5.   Ownership Form: Date Expiration Date   Expiration Date   3. Title and Amount of Securities Underlying Derivative Security or Indirect Security   5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)   6. Nature of Indirect Beneficial Ownership Sinteres     5.   Date Expiration Date   Expiration Date   Title   Amount or Shares   5. Ownership Sinteres   0. Date     5.   Date   Expiration Date   Common Stock, par value \$0.0001   7,500   3.29   D
Beneficially Owned (Instr. 4) Form: Direct (D) or indirect (I) (Instr. 5) Ownership (Instr. 5)   Common Stock 237,485 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 (Instr. 4) 5. Ownership Form: Direct (D) (Instr. 5) 6. Nature of Indirect Ber Ownership Somership (Instr. 4)   Stock Option (right to buy) 11/28/2023 06/30/2025 Common Stock, par value \$0.0001 7,500 3.29 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 Ber Ownership Sintex     Date Expiration Date   Expiration Date   Title   Amount of Shares   5. Outprivative Security   6. Nature of Indirect Ber Ownership Si     Stock Option (right to buy)   11/28/2023   06/30/2025   Common Stock, par value \$0.0001   7,500   3.29   D
(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 of Derivative Security (Instr. 4)   5. Ownership Form: Direct (D) or Indirect Derivative Security (Instr. 5)   6. Nature of Indirect Ber Ownership form: Direct (D) or Indirect Derivative Security (Instr. 5)   5. Ownership form: Direct (D) or Indirect Derivative Security (Instr. 5)   5. Ownership form: Direct (D) or Indirect Derivative Security (Instr. 5)   6. Nature of Indirect Ber Ownership form: Direct (D) or Indirect Derivative Security     Stock Option (right to buy)   11/28/2023   06/30/2025   Common Stock, par value \$0.0001   7,500   3.29   D
Expiration Date (Month/Day/Year) Underlying Derivative Security (Instr. 4) Conversion or Exercise Price of Derivative Security Ownership Form: Direct (D) or Indirect (I) (Instr. 5) Indirect Ber Ownership 5)   Date Exercisable Expiration Date Title Amount or Number of Shares Conversion or Exercise Price of Shares Ownership Form: Direct (D) or Indirect (I) (Instr. 5) Indirect Ber Ownership 5)   Stock Option (right to buy) 11/28/2023 06/30/2025 Common Stock, par value \$0.0001 7,500 3.29 D
Date ExercisableExpiration DateTitleAmount or Number of SharesDerivative scurityor indirect (I) (Instr. 5)Stock Option (right to buy)11/28/202306/30/2025Common Stock, par value \$0.00017,5003.29D
Stock Option (right to buy)     11/28/2023     06/30/2025     value \$0.0001     7,500     3.29     D
Common Stock par
Stock Option (right to buy)     11/28/2023     06/30/2026     Common Stock, par value \$0.0001     7,500     3.29     D
Stock Option (right to buy)11/28/202306/30/2027Common Stock, par value \$0.00017,5003.29D
Stock Option (right to buy)11/28/202306/30/2025Common Stock, par value \$0.00017,5003.29D
Stock Option (right to buy)11/28/202306/30/2026Common Stock, par value \$0.00017,5003.29D
Stock Option (right to buy)     11/28/2023     06/30/2027     Common Stock, par value \$0.0001     7,500     3.29     D
Stock Option (right to buy)11/28/202307/01/2025Common Stock, par value \$0.00019,33417.1D
Stock Option (right to buy)     11/28/2023     07/01/2026     Common Stock, par value \$0.0001     9,334     20.39     D
Stock Option (right to buy) <sup>(1)</sup> (1) $07/01/2027$ Common Stock, par value $$0.0001$ $9,334$ $23.02$ D
Stock Option (right to buy) 11/28/2023 07/01/2026 Common Stock, par 9,334 17.1 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	5. Ownership Form:	6. Nature of Indirect Beneficial Ownership (Instr.	
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Price of Derivative Security	Direct (D) or Indirect (I) (Instr. 5)	5)	
Stock Option (right to buy) <sup>(2)</sup>	(2)	07/01/2027	Common Stock, par value \$0.0001	9,334	20.39	D		
Stock Option (right to buy) <sup>(3)</sup>	(3)	07/01/2028	Common Stock, par value \$0.0001	9,334	23.02	D		
Stock Option (right to buy)	11/28/2023	04/30/2026	Common Stock, par value \$0.0001	15,833	16.44	D		

## Explanation of Responses:

1. Granted on November 28, 2023. Vesting to occur on June 30, 2024, provided Mr. Latham is still employed on such date.

2. Granted on November 28, 2023. Vesting to occur on June 30, 2024, provided Mr. Latham is still employed on such date.

3. Granted on November 28, 2023. Vesting to occur on June 30, 2025, provided Mr. Latham is still employed on such date.

/s/ Joel Latham

<u>12/06/2023</u>

\*\* Signature of Reporting Person

Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

 $^{\ast}$  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.