

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

OMB APPROVAL	
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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

1. Name and Address of Reporting Person* <u>Latham Joel</u> <hr/> (Last) (First) (Middle) 105 / 8 CENTURY CIRCUIT <hr/> (Street) NORWEST, NEW C3 2153 SOUTH WALES <hr/> (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) 11/28/2023	3. Issuer Name and Ticker or Trading Symbol <u>Incannex Healthcare Inc. [IXHL]</u>	
		4. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) CEO and President	5. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person

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 (I) (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 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 Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date				
Stock Option (right to buy)	11/28/2023	06/30/2025	Common Stock, par value \$0.0001	7,500	3.29	D
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)	11/28/2023	06/30/2027	Common Stock, par value \$0.0001	7,500	3.29	D
Stock Option (right to buy)	11/28/2023	06/30/2025	Common Stock, par value \$0.0001	7,500	3.29	D
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)	11/28/2023	06/30/2027	Common Stock, par value \$0.0001	7,500	3.29	D
Stock Option (right to buy)	11/28/2023	07/01/2025	Common Stock, par value \$0.0001	9,334	17.1	D
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) ⁽¹⁾	(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 value \$0.0001	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 Price of Derivative Security	5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
Stock Option (right to buy) ⁽²⁾	(2)	07/01/2027	Common Stock, par value \$0.0001	9,334	20.39	D	
Stock Option (right to buy) ⁽³⁾	(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

12/06/2023

** 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 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.