
UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

Form 6-K

**Report of Foreign Private Issuer
Pursuant to Rule 13a-16 or 15d-16
under the Securities Exchange Act of 1934**

For the month of November, 2023

Commission File Number: 001-41106

Incannex Healthcare Limited
(Exact name of Registrant as specified in its charter)

not applicable
(Translation of Registrant's name into English)

Australia
(Jurisdiction of incorporation or organization)

Joel Latham
Chief Executive Officer and Managing Director
Level 39, Rialto South Tower
525 Collins Street
Melbourne 3000
Australia
(Address of principal executive offices)

Indicate by check mark whether the registrant files or will file annual reports under cover Form 20-F or Form 40-F:

Form 20-F Form 40-F

INFORMATION CONTAINED IN THIS REPORT ON FORM 6-K

On November 07, 2023, Incannex Healthcare Limited filed with the Australian Securities Exchange announcements captioned: "Change of Director's Interest x2", a copy of which announcement is attached to this Form 6-K as Exhibit 99.1.

Signatures

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

Incannex Healthcare Limited

Date: November 07, 2023

By: /s/ Joel Latham

Name: Joel Latham

Title: Chief Executive Officer and Managing Director

INDEX TO EXHIBITS

Exhibit No.

99.1 [ASX Announcement, dated November 07, 2023 - Change of Director's Interest x2](#)

Appendix 3Y

Change of Director's Interest Notice

Information or documents not available now must be given to ASX as soon as available. Information and documents given to ASX become ASX's property and may be made public.

Introduced 30/09/01 Amended 01/01/11

Name of entity	INCANNEX HEALTHCARE LIMITED
ABN	93 096 635 246

We (the entity) give ASX the following information under listing rule 3.19A.2 and as agent for the director for the purposes of section 205G of the Corporations Act.

Name of Director	Peter Widdows
Date of last notice	6 June 2023

Part 1 - Change of director's relevant interests in securities

In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust

Note: In the case of a company, interests which come within paragraph (i) of the definition of "notifiable interest of a director" should be disclosed in this part.

Direct or indirect interest	Direct and indirect
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	<ul style="list-style-type: none"> • The Peter Widdows Superannuation Fund (Beneficiary) • Wealthhub Securities Noms P/L <JBWERE ACCUMULATION> (Beneficiary)
Date of change	31 October 2023
No. and class of securities held prior to change	<p>DIRECT</p> <ul style="list-style-type: none"> • 15,973,694 IHL ordinary shares • 1,064,913 unlisted \$0.025 options expiring on 30 April 2026 <p>INDIRECT</p> <ul style="list-style-type: none"> • 600,000 IHL ordinary shares • 40,000 unlisted \$0.025 options expiring on 30 April 2026
Number acquired	<p>DIRECT</p> <ul style="list-style-type: none"> • 230,954 IHL ordinary shares <p>INDIRECT</p> <ul style="list-style-type: none"> • 280,000 IHL ordinary shares
Number disposed	Nil
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	\$33,842.10

+ See chapter 19 for defined terms.

Appendix 3Y

Change of Director's Interest Notice

No. of securities held after change	<p>DIRECT</p> <ul style="list-style-type: none"> ● 16,204,648 IHL ordinary shares ● 1,064,913 unlisted \$0.025 options expiring on 30 April 2026 <p>INDIRECT</p> <ul style="list-style-type: none"> ● 880,000 IHL ordinary shares ● 40,000 unlisted \$0.025 options expiring on 30 April 2026
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	On Market Purchase

Part 2 – Change of director's interests in contracts

Note: In the case of a company, interests which come within paragraph (ii) of the definition of “notifiable interest of a director” should be disclosed in this part.

Detail of contract	N/A
Nature of interest	
Name of registered holder (if issued securities)	
Date of change	
No. and class of securities to which interest related prior to change Note: Details are only required for a contract in relation to which the interest has changed	
Interest acquired	
Interest disposed	
Value/Consideration Note: If consideration is non-cash, provide details and an estimated valuation	
Interest after change	

Part 3 – +Closed period

Were the interests in the securities or contracts detailed above traded during a +closed period where prior written clearance was required?	No.
If so, was prior written clearance provided to allow the trade to proceed during this period?	
If prior written clearance was provided, on what date was this provided?	

+ See chapter 19 for defined terms.

Appendix 3Y

Change of Director's Interest Notice

Information or documents not available now must be given to ASX as soon as available. Information and documents given to ASX become ASX's property and may be made public.

Introduced 30/09/01 Amended 01/01/11

Name of entity	INCANNEX HEALTHCARE LMITIED
ABN	93 096 635 246

We (the entity) give ASX the following information under listing rule 3.19A.2 and as agent for the director for the purposes of section 205G of the Corporations Act.

Name of Director	Troy Valentine
Date of last notice	6 June 2023

Part 1 - Change of director's relevant interests in securities

In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust

Note: In the case of a company, interests which come within paragraph (i) of the definition of "notifiable interest of a director" should be disclosed in this part.

Direct or indirect interest	Direct and indirect
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	See notes below
Date of change	3 November 2023
No. and class of securities held prior to change	<ul style="list-style-type: none"> ● 36, 651 198 IHL Ordinary Shares ● 2,800,000 Options with various exercise prices, vesting dates and expiry dates. ● 2,443,413 unlisted \$0.025 options expiring on 30 April 2026
Number acquired	<ul style="list-style-type: none"> ● 11,091,950 IHL Ordinary Shares
Number disposed	<ul style="list-style-type: none"> ● 11,091,950 IHL Ordinary Shares
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	\$887,356
No. of securities held after change	<ul style="list-style-type: none"> ● 36, 651 198 IHL Ordinary Shares ● 2,800,000 Options with various exercise prices, vesting dates and expiry dates. ● 2,443,413 unlisted \$0.025 options expiring on 30 April 2026

+ See chapter 19 for defined terms.

Appendix 3Y

Change of Director's Interest Notice

<p>Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back</p>	<p>Off Market Transfer</p>
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Part 2 – Change of director's interests in contracts

Note: In the case of a company, interests which come within paragraph (ii) of the definition of “notifiable interest of a director” should be disclosed in this part.

<p>Detail of contract</p>	<p>N/A</p>
<p>Nature of interest</p>	
<p>Name of registered holder (if issued securities)</p>	
<p>Date of change</p>	
<p>No. and class of securities to which interest related prior to change Note: Details are only required for a contract in relation to which the interest has changed</p>	
<p>Interest acquired</p>	
<p>Interest disposed</p>	
<p>Value/Consideration Note: If consideration is non-cash, provide details and an estimated valuation</p>	
<p>Interest after change</p>	

Part 3 – +Closed period

<p>Were the interests in the securities or contracts detailed above traded during a +closed period where prior written clearance was required?</p>	<p>No.</p>
<p>If so, was prior written clearance provided to allow the trade to proceed during this period?</p>	
<p>If prior written clearance was provided, on what date was this provided?</p>	

+ See chapter 19 for defined terms.

Notes – Direct & Indirect Interests

(a) Description of entities/relationships:

1. Troy Valentine is:
 - a. A beneficiary of the GFCR Investments Trust, the FT Family Trust, and the Troy R Valentine Superfund;
 - b. A director of Tranaj Nominees Pty Ltd, Valplan Pty Ltd, Alignment Capital Pty Ltd and Cityside Pty Ltd
 - c. 100% shareholder in Cityside Pty Ltd (ACN 112 375 354)(“**Cityside**”)
 - d. 50% shareholder in Alignment Capital Pty Ltd (ACN 167 124 754)(“**Alignment**”)
2. Ekirtson Nominees Pty Ltd (ACN 137 521 825) is trustee for the GFCR Investments Trust (“**Ekirtson**”)
3. Tranaj Nominees Pty Ltd (ACN 137 521 843) is trustee of the FT Family Trust (“**Tranaj**”)
4. Valplan Pty Ltd (ACCN 135 269 169) is trustee of the Troy R Valentine Family Superfund (“**Valplan**”)

(b) Table 1 – holdings before changes

	IHL Ordinary Shares	IHL Options
Troy Valentine	2,925,000 [^]	2,800,000 ^{^^}
Ekirtson *	2,875,000	
Tranaj *	10,216,950	
Valplan	3,000,000	
Alignment *	13,194,248	
Cityside	4,440,000	
TOTAL	36,651,198	

(c) Table 2 – holdings after changes

	IHL Ordinary Shares	IHL Options
Troy Valentine	2,925,000 [^]	2,994,999 ^{^^}
Ekirtson *	1,000,000	191,667
Tranaj *	1,000,000	681,130
Valplan	3,000,000	200,000
Alignment *	24,286,198	879,617
Cityside	4,440,000	296,000
TOTAL	36,651,198	

* Mr Valentine is not the sole beneficiary of these entities.

[^] Of these 2,333,334 Securities issued to KMP as part of remuneration package for FY 21 and 22, subsequent to Shareholder Approval obtained at the General Meeting of the Company on 09 June 2022; with vesting dates as per details in the Notice of Meeting dated 12 May 2022. 466,666 Shares have already vested.

^{^^} Securities issued to KMP as part of remuneration package for FY 21 and 22, subsequent to Shareholder Approval obtained at the General Meeting of the Company on 09 June 2022; with vesting dates as per details in the Notice of Meeting dated 12 May 2022.

+ See chapter 19 for defined terms.