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

SCHEDULE 14A INFORMATION

Proxy Statement Pursuant to Section 14(a) of the
Securities Exchange Act of 1934
(Amendment No.)

Filed by the Registrant

Filed by a Party other than the Registrant

Check the appropriate box:

- Preliminary Proxy Statement
- Confidential, For Use of the Commission Only (as permitted by Rule 14a-6(e)(2))
- Definitive Proxy Statement
- Definitive Additional Materials
- Soliciting Materials Pursuant to Rule 14a-12

CINGULATE INC.

(Name of Registrant as Specified in Its Charter)

(Name of Person(s) Filing Proxy Statement, if Other Than the Registrant)

Payment of Filing Fee (Check the appropriate box):

- No fee required.
 - Fee paid previously with preliminary materials
 - Fee computed on table in exhibit required by Item 25(b) per Exchange Act Rules 14a-6(i)(1) and 0-11
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Online

Go to www.envisionreports.com/CING or scan the QR code – login details are located in the shaded bar below.

Stockholder Meeting Notice**Important Notice Regarding the Availability of Proxy Materials for the Cingulate Inc. 2024 Annual Meeting of Stockholders to be Held on June 11, 2024**

Under Securities and Exchange Commission rules, you are receiving this notice that the proxy materials for the 2024 Annual Meeting of Stockholders are available on the Internet. Follow the instructions below to view the materials and vote online or request a copy. The items to be voted on and location of the annual meeting are on the reverse side. Your vote is important!

This communication presents only an overview of the more complete proxy materials that are available to you on the Internet. We encourage you to access and review all of the important information contained in the proxy materials before voting. The Proxy Statement and Annual Report are available at:

www.envisionreports.com/CING

**Easy Online Access – View your proxy materials and vote.**

- Step 1:** Go to www.envisionreports.com/CING.
- Step 2:** Click on **Cast Your Vote** or **Request Materials**.
- Step 3:** Follow the instructions on the screen to log in.
- Step 4:** Make your selections as instructed on each screen for your delivery preferences.
- Step 5:** Vote your shares.

When you go online, you can also help the environment by consenting to receive electronic delivery of future materials.



Obtaining a Copy of the Proxy Materials - If you want to receive a copy of the proxy materials, you must request one. There is no charge to you for requesting a copy. Please make your request as instructed on the reverse side on or before June 1, 2024 to facilitate timely delivery.



Stockholder Meeting Notice

Cingulate Inc. 2024 Annual Meeting of Stockholders will be held on June 11, 2024 at 10:00 a.m. Central Time, virtually via the internet at meetnow.global/MASFK4T.

Proposals to be voted on at the meeting are listed below along with the Board of Directors' recommendations.

The Board of Directors recommend a vote **FOR** all the nominees listed in Proposal 1 and **FOR** Proposals 2 and 3:

1. Election of Shane J. Schaffer and Bryan Lawrence as Class III directors to hold office until our annual meeting of stockholders to be held in 2027 and until their successors have been duly elected:
01 - Shane J. Schaffer
02 - Bryan Lawrence
2. Ratify the appointment of KPMG LLP as the Company's independent registered public accounting firm for the year ending December 31, 2024.
3. To approve an amendment to the Cingulate Inc. 2021 Omnibus Equity Incentive Plan to increase the number of the shares of common stock authorized for issuance thereunder by 1,250,000 shares to 1,506,926 shares.

To consider any other matters that may properly come before the Annual Meeting or any adjournment or postponement.

YOU CANNOT VOTE BY RETURNING THIS NOTICE. To vote your shares you must go online or request a paper copy of the proxy materials to receive a proxy card.



Here's how to order a copy of the proxy materials and select delivery preferences:

Current and future delivery requests can be submitted using the options below.

If you request an email copy, you will receive an email with a link to the current meeting materials.

PLEASE NOTE: You must use the 15-digit control number in the shaded bar on the reverse side when requesting a copy of the proxy materials.

- **Internet** - Go to www.envisionreports.com/CING. Click Cast Your Vote or Request Materials.
- **Phone** - Call us free of charge at 1-866-641-4276.
- **Email** - Send an email to investorvote@computershare.com with "Proxy Materials Cingulate Inc." in the subject line. Include your full name and address, plus the number located in the shaded bar on the reverse side, and state that you want a paper copy of the meeting materials.

To facilitate timely delivery, all requests for a paper copy of proxy materials must be received by June 1, 2024.
