
**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549
SCHEDULE 14A**

Proxy Statement Pursuant to Section 14(a) of the Securities Exchange Act of 1934

- 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 Material under §240.14a-12



COGNITION THERAPEUTICS, INC.

(Name of Registrant as Specified in its Charter)

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.
-
-



Your **Vote** Counts!

COGNITION THERAPEUTICS, INC.

2023 Annual Meeting

Vote by June 08, 2023

11:59 PM ET

COGNITION THERAPEUTICS, INC.
2500 WESTCHESTER AVENUE
PURCHASE, NY 10577

Ricky Campana
P.O. Box 123456
Suite 500
51 Mercedes Way
Edgewood, NY 11717

1 OF 2
322,224
148,294

30#



FLASHID-JOB#

You invested in **COGNITION THERAPEUTICS, INC.** and it's time to vote!

You have the right to vote on proposals being presented at the Annual Meeting. **This is an important notice regarding the availability of proxy material for the stockholder meeting to be held on June 09, 2023.**

Get informed before you vote

View the Proxy Statement, Form 10-K online OR you can receive a free paper or email copy of the material(s) by requesting prior to May 26, 2023. If you would like to request a copy of the material(s) for this and/or future stockholder meetings, you may (1) visit www.ProxyVote.com, (2) call 1-800-579-1639 or (3) send an email to sendmaterial@proxyvote.com. If sending an email, please include your control number (indicated below) in the subject line. Unless requested, you will not otherwise receive a paper or email copy.



For complete information and to vote, visit www.ProxyVote.com

Control #

XXXX XXXX XXXX XXXX



Smartphone users

Point your camera here and vote without entering a control number



Vote Virtually at the Meeting*

June 09, 2023

9:00 AM EDT

Virtually at:
www.virtualshareholdermeeting.com/CGTX2023

*Please check the meeting materials for any special requirements for meeting attendance.

THIS IS NOT A VOTABLE BALLOT

This is an overview of the proposals being presented at the upcoming stockholder meeting. Please follow the instructions on the reverse side to vote these important matters.

SHARE CLASSES REPRESENTED FOR VOTING

| | |
|--|----------------|
| THE COMPANY NAME INC. - COMMON ASDFGHJKL | 123456789.1234 |
| THE COMPANY NAME INC. - CLASS A | 123456789.1234 |
| THE COMPANY NAME INC. - CLASS B | 123456789.1234 |
| THE COMPANY NAME INC. - CLASS C | 123456789.1234 |
| THE COMPANY NAME INC. - CLASS D | 123456789.1234 |
| THE COMPANY NAME INC. - CLASS E | 123456789.1234 |
| THE COMPANY NAME INC. - CLASS F | 123456789.1234 |
| THE COMPANY NAME INC. - 401 K | 123456789.1234 |

| Voting Items | Board Recommends |
|---|---|
| 1. Election of Class II Directors for a Three-Year Term Expiring in 2026 Nominees: 01) Aaron Fletcher, Ph.D. 02) Lisa Ricciardi | <input checked="" type="checkbox"/> For |
| 2. Ratification of Appointment of Ernst & Young LLP as the company's Independent Registered Public Accounting Firm for 2023. | <input checked="" type="checkbox"/> For |

NOTE: Such other business as may properly come before the meeting or any adjournment thereof.

Prefer to receive an email instead? While voting on www.ProxyVote.com, be sure to click "Sign up for E-delivery".