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

SCHEDULE 13D/A Under the Securities Exchange Act of 1934

(Amendment No. 3)

# **Cognition Therapeutics, Inc.**

(Name of Issuer)

#### Common Stock, par value \$0.001 per share

(Title of Class of Securities)

19243B 102 (CUSIP Number)

Bios Equity Partners, LP 1751 River Run, Suite 400 Fort Worth, Texas 76107 Tel: (817) 984-9197

With a Copy to:

Rick Jordan Polsinelli PC 2950 N. Harwood St., Suite 2100 Dallas, Texas 75201 Tel: (214) 397-0030

(Name, Address and Telephone Number of Person Authorized to Receive Notices and Communications)

#### November 8, 2023

(Date of Event which Requires Filing of this Statement)

schedule because of Rule 13d-1(e), Rule 13d-1(f) or Rule 13d-1(g), check the following box. □

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this

Note: Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See Rule 13d-7 for other parties to whom copies are to be sent.

\* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

CUSIP No. 19243B 1	02			
1	NAME OF REPORTING PERSONS BIOS MEMORY SPV I, LP			
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP  (a) □  (b) ⊠			
3	SEC USE O	SEC USE ONLY		
4	SOURCE OF	FFUNDS		
5	CHECK BO 2(e)	X IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR		
6	CITIZENSHIP OR PLACE OF ORGANIZATION DELAWARE, UNITED STATES			
NUMBER OF UNITS	7	SOLE VOTING POWER -0-		
BENEFICIALLY OWNED BY	8	SHARED VOTING POWER 1,424,014 (1)		
EACH REPORTING	9	SOLE DISPOSITIVE POWER -0-		
PERSON WITH	10	SHARED DISPOSITIVE POWER 1,424,014 (1)		
11		AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 1,424,014 (1)		
12	CHECK BO	X IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN UNITS		
13	PERCENT ( 4.6% (2)	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 4.6% (2)		
14	TYPE OF REPORTING PERSON PN			

<sup>(1)</sup> Consists of 1,424,014 outstanding shares of common stock of the Issuer, par value \$0.001 per share ("Shares"), directly held by Bios Memory SPV I, LP ("Bios Memory I") as of the date hereof.

<sup>(2)</sup> Based on 30,917,177 Shares, which consists of (i) 30,417,082 Shares outstanding as of October 31, 2023, as reported in the Issuer's Quarterly Report on Form 10-Q filed with the Securities and Exchange Commission on November 2, 2023, and (ii) 500,095 Shares issued to Bios Clinical Opportunity Fund, LP ("Bios COF Fund") on November 8, 2023.

CUSIP No. 19243B 10	)2					
1		NAME OF REPORTING PERSONS BIOS MEMORY SPV II, LP				
2	CHECK THE	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP  (a) □ (b) ⊠				
3	SEC USE ON	SEC USE ONLY				
4	SOURCE OF WC	FUNDS				
5	CHECK BOX 2(e)	X IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR				
6	CITIZENSHIP OR PLACE OF ORGANIZATION DELAWARE, UNITED STATES					
NUMBER OF UNITS	7	SOLE VOTING POWER -0-				
BENEFICIALLY OWNED BY	8	SHARED VOTING POWER 385,248 (1)				
EACH REPORTING	9	SOLE DISPOSITIVE POWER -0-				
PERSON WITH	10	SHARED DISPOSITIVE POWER 385,248 (1)				
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 385,248 (1)					
12	CHECK BOX	X IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN UNITS				
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 1.2% (2)					
14	TYPE OF REPORTING PERSON PN					

<sup>(1)</sup> Consists of 385,248 outstanding shares of common stock of the Issuer, par value \$0.001 per share ("Shares"), directly held by Bios Memory SPV II, LP ("Bios Memory II") as of the date hereof.

<sup>(2)</sup> Based on 30,917,177 Shares, which consists of (i) 30,417,082 Shares outstanding as of October 31, 2023, as reported in the Issuer's Quarterly Report on Form 10-Q filed with the Securities and Exchange Commission on November 2, 2023, and (ii) 500,095 Shares issued to Bios Clinical Opportunity Fund, LP ("Bios COF Fund") on November 8, 2023.

CUSIP No. 19243B 10	)2					
1		NAME OF REPORTING PERSONS BIOS FUND I, LP				
2	CHECK THE	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP  (a) □ (b) ⊠				
3	SEC USE ON	SEC USE ONLY				
4	SOURCE OF WC	FUNDS				
5	CHECK BOX 2(e)	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR 2(e)				
6	CITIZENSHIP OR PLACE OF ORGANIZATION DELAWARE, UNITED STATES					
NUMBER OF UNITS	7	SOLE VOTING POWER -0-				
BENEFICIALLY OWNED BY	8	SHARED VOTING POWER 418,926 (1)				
EACH REPORTING	9	SOLE DISPOSITIVE POWER -0-				
PERSON WITH	10	SHARED DISPOSITIVE POWER 418,926 (1)				
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 418,926 (1)					
12	CHECK BOX	X IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN UNITS				
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 1.4% (2)					
14	TYPE OF REPORTING PERSON PN					

<sup>(1)</sup> Consists of 418,926 outstanding shares of common stock of the Issuer, par value \$0.001 per share ("Shares"), directly held by Bios Fund I, LP ("Bios Fund I") as of the date hereof.

<sup>(2)</sup> Based on 30,917,177 Shares, which consists of (i) 30,417,082 Shares outstanding as of October 31, 2023, as reported in the Issuer's Quarterly Report on Form 10-Q filed with the Securities and Exchange Commission on November 2, 2023, and (ii) 500,095 Shares issued to Bios Clinical Opportunity Fund, LP ("Bios COF Fund") on November 8, 2023.

CUSIP No. 19243B 10	)2					
1		NAME OF REPORTING PERSONS BIOS FUND I QP, LP				
2	CHECK THE	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) $\square$ (b) $\boxtimes$				
3	SEC USE ON	SEC USE ONLY				
4	SOURCE OF WC	FUNDS				
5	CHECK BOX 2(e)	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR 2(e)				
6	CITIZENSHIP OR PLACE OF ORGANIZATION DELAWARE, UNITED STATES					
NUMBER OF UNITS	7	SOLE VOTING POWER -0-				
BENEFICIALLY OWNED BY	8	SHARED VOTING POWER 245,029 (1)				
EACH REPORTING	9	SOLE DISPOSITIVE POWER -0-				
PERSON WITH	10	SHARED DISPOSITIVE POWER 245,029 (1)				
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 245,029 (1)					
12	CHECK BOX	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN UNITS				
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 0.8% (2)					
14	TYPE OF REPORTING PERSON PN					

<sup>(1)</sup> Consists of 245,029 outstanding shares of common stock of the Issuer, par value \$0.001 per share ("Shares"), directly held by Bios Fund I QP, LP ("Bios Fund I QP") as of the date hereof.

<sup>(2)</sup> Based on 30,917,177 Shares, which consists of (i) 30,417,082 Shares outstanding as of October 31, 2023, as reported in the Issuer's Quarterly Report on Form 10-Q filed with the Securities and Exchange Commission on November 2, 2023, and (ii) 500,095 Shares issued to Bios Clinical Opportunity Fund, LP ("Bios COF Fund") on November 8, 2023.

CUSIP No. 19243B 102						
1	NAME OF REPORTING PERSONS BIOS FUND II, LP					
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP  (a) □ (b) ⊠					
3	SEC USE ON	SEC USE ONLY				
4	SOURCE OF WC	SOURCE OF FUNDS WC				
5	CHECK BOX 2(e)	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR 2(e)				
6	CITIZENSHIP OR PLACE OF ORGANIZATION DELAWARE, UNITED STATES					
NUMBER OF UNITS	7	SOLE VOTING POWER -0-				
BENEFICIALLY OWNED BY	8	SHARED VOTING POWER 78,298 (1)				
EACH REPORTING	9	SOLE DISPOSITIVE POWER -0-				
PERSON WITH	10	SHARED DISPOSITIVE POWER 78,298 (1)				
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 78,298 (1)					
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN UNITS					
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 0.3% (2)					
14	TYPE OF REPORTING PERSON PN					

<sup>(1)</sup> Consists of 78,298 outstanding shares of common stock of the Issuer, par value \$0.001 per share ("Shares"), directly held by Bios Fund II, LP ("Bios Fund II") as of the date hereof.

<sup>(2)</sup> Based on 30,917,177 Shares, which consists of (i) 30,417,082 Shares outstanding as of October 31, 2023, as reported in the Issuer's Quarterly Report on Form 10-Q filed with the Securities and Exchange Commission on November 2, 2023, and (ii) 500,095 Shares issued to Bios Clinical Opportunity Fund, LP ("Bios COF Fund") on November 8, 2023.

CUSIP No. 19243B 102						
1	NAME OF REPORTING PERSONS BIOS FUND II QP, LP					
2	CHECK THE	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP  (a) □ (b) ⊠				
3	SEC USE ON	SEC USE ONLY				
4	SOURCE OF WC	SOURCE OF FUNDS WC				
5	CHECK BOX 2(e)	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR 2(e)				
6	CITIZENSHIP OR PLACE OF ORGANIZATION DELAWARE, UNITED STATES					
NUMBER OF UNITS	7	SOLE VOTING POWER -0-				
BENEFICIALLY OWNED BY	8	SHARED VOTING POWER 255,765 (1)				
EACH REPORTING	9	SOLE DISPOSITIVE POWER -0-				
PERSON WITH	10 SHARED DISPOSITIVE POWER 255,765 (1)					
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 255,765 (1)					
12	CHECK BOX	K IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN UNITS				
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 0.8% (2)					
14	TYPE OF REPORTING PERSON PN					

<sup>(1)</sup> Consists of 255,765 outstanding shares of common stock of the Issuer, par value \$0.001 per share ("Shares"), directly held by Bios Fund II QP, LP ("Bios Fund II QP") as of the date hereof.

<sup>(2)</sup> Based on 30,917,177 Shares, which consists of (i) 30,417,082 Shares outstanding as of October 31, 2023, as reported in the Issuer's Quarterly Report on Form 10-Q filed with the Securities and Exchange Commission on November 2, 2023, and (ii) 500,095 Shares issued to Bios Clinical Opportunity Fund, LP ("Bios COF Fund") on November 8, 2023.

CUSIP No. 19243B 10	02					
1		NAME OF REPORTING PERSONS BIOS FUND II NT, LP				
2	CHECK THE	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) $\square$ (b) $\boxtimes$				
3	SEC USE ON	SEC USE ONLY				
4	SOURCE OF WC	FUNDS				
5	CHECK BOX 2(e)	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR 2(e)				
6	CITIZENSHIP OR PLACE OF ORGANIZATION DELAWARE, UNITED STATES					
NUMBER OF UNITS	7	SOLE VOTING POWER -0-				
BENEFICIALLY OWNED BY	8	SHARED VOTING POWER 34,238 (1)				
EACH REPORTING	9	SOLE DISPOSITIVE POWER -0-				
PERSON WITH	10	SHARED DISPOSITIVE POWER 34,238 (1)				
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 34,238 (1)					
12	CHECK BOX	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN UNITS				
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 0.1% (2)					
14	TYPE OF REPORTING PERSON PN					

<sup>(1)</sup> Consists of 34,238 outstanding shares of common stock of the Issuer, par value \$0.001 per share ("Shares"), directly held by Bios Fund II NT, LP ("Bios Fund II NT") as of the date hereof.

<sup>(2)</sup> Based on 30,917,177 Shares, which consists of (i) 30,417,082 Shares outstanding as of October 31, 2023, as reported in the Issuer's Quarterly Report on Form 10-Q filed with the Securities and Exchange Commission on November 2, 2023, and (ii) 500,095 Shares issued to Bios Clinical Opportunity Fund, LP ("Bios COF Fund") on November 8, 2023.

CCDII 110. 152-15B 10	_					
1	NAME OF REPORTING PERSONS BIOS FUND III, LP					
2	CHECK THE APP	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP  (a) □ (b) ⊠				
3	SEC USE ONLY					
4	SOURCE OF FUN WC	SOURCE OF FUNDS WC				
5	CHECK BOX IF I 2(e)	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR 2(e)				
6		CITIZENSHIP OR PLACE OF ORGANIZATION DELAWARE, UNITED STATES				
NUMBER OF UNITS	7	7 SOLE VOTING POWER -0-				
BENEFICIALLY OWNED BY	8 SHARED VOTING POWER 309,748 (1)					
EACH REPORTING	9 SOLE DISPOSITIVE POWER -0-					
PERSON WITH	10 SHARED DISPOSITIVE POWER 309,748 (1)					
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 309,748 (1)					
12	CHECK BOX IF T	THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN UNITS				
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 1.0% (2)					
14	TYPE OF REPORTING PERSON PN					

<sup>(1)</sup> Consists of 309,748 outstanding shares of common stock of the Issuer, par value \$0.001 per share ("Shares"), directly held by Bios Fund III, LP ("Bios Fund III") as of the date hereof.

<sup>(2)</sup> Based on 30,917,177 Shares, which consists of (i) 30,417,082 Shares outstanding as of October 31, 2023, as reported in the Issuer's Quarterly Report on Form 10-Q filed with the Securities and Exchange Commission on November 2, 2023, and (ii) 500,095 Shares issued to Bios Clinical Opportunity Fund, LP ("Bios COF Fund") on November 8, 2023.

CUSIF No. 19243B 102	-				
1	NAME OF REPORTING PERSONS BIOS FUND III QP, LP				
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP  (a) □ (b) ⊠				
3	SEC USE ONLY				
4	SOURCE OF FUNI WC	SOURCE OF FUNDS WC			
5	CHECK BOX IF DI 2(e)	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR 2(e)			
6	CITIZENSHIP OR PLACE OF ORGANIZATION DELAWARE, UNITED STATES				
NUMBER OF UNITS	7 SOLE VOTING POWER -0-				
BENEFICIALLY OWNED BY	8	SHARED VOTING POWER 2,021,906 (1)			
EACH REPORTING	9 SOLE DISPOSITIVE POWER -0-				
PERSON WITH	10	SHARED DISPOSITIVE POWER 2,021,906 (1)			
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 2,021,906 (1)				
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN UNITS				
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 6.5% (2)				
14	TYPE OF REPORTING PERSON PN				

<sup>(1)</sup> Consists of 2,021,906 outstanding shares of common stock of the Issuer, par value \$0.001 per share ("Shares"), directly held by Bios Fund III QP, LP ("Bios Fund III QP") as of the date hereof.

<sup>(2)</sup> Based on 30,917,177 Shares, which consists of (i) 30,417,082 Shares outstanding as of October 31, 2023, as reported in the Issuer's Quarterly Report on Form 10-Q filed with the Securities and Exchange Commission on November 2, 2023, and (ii) 500,095 Shares issued to Bios Clinical Opportunity Fund, LP ("Bios COF Fund") on November 8, 2023.

COSIF No. 19243B 10	2				
1	_	NAME OF REPORTING PERSONS BIOS FUND III NT, LP			
2	CHECK THE APP	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP  (a) □ (b) ⊠			
3	SEC USE ONLY		•		
4	SOURCE OF FUN WC	SOURCE OF FUNDS WC			
5	CHECK BOX IF D 2(e)	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR 2(e)			
6		CITIZENSHIP OR PLACE OF ORGANIZATION DELAWARE, UNITED STATES			
NUMBER OF UNITS	7	SOLE VOTING POWER -0-			
BENEFICIALLY OWNED BY	8	SHARED VOTING POWER 326,733 (1)			
EACH REPORTING	9	SOLE DISPOSITIVE POWER -0-			
PERSON WITH	10	SHARED DISPOSITIVE POWER 326,733 (1)			
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 326,733 (1)				
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN UNITS				
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 1.1% (2)				
14	TYPE OF REPORT PN	TYPE OF REPORTING PERSON			

<sup>(1)</sup> Consists of 326,733 outstanding shares of common stock of the Issuer, par value \$0.001 per share ("Shares"), directly held by Bios Fund III NT, LP ("Bios Fund III NT") as of the date hereof.

<sup>(2)</sup> Based on 30,917,177 Shares, which consists of (i) 30,417,082 Shares outstanding as of October 31, 2023, as reported in the Issuer's Quarterly Report on Form 10-Q filed with the Securities and Exchange Commission on November 2, 2023, and (ii) 500,095 Shares issued to Bios Clinical Opportunity Fund, LP ("Bios COF Fund") on November 8, 2023.

1	NAME OF REPORTING PERSONS BIOS CLINICAL OPPORTUNITY FUND, LP				
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP  (a) □ (b) ⊠				
3	SEC USE ONLY		1		
4	SOURCE OF FU WC	NDS			
5	CHECK BOX IF 2(e)	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR 2(e)			
6	CITIZENSHIP OR PLACE OF ORGANIZATION DELAWARE, UNITED STATES				
NUMBER OF UNITS	7 SOLE VOTING POWER -0-				
BENEFICIALLY OWNED BY	8	SHARED VOTING POWER 500,095 (1)			
EACH REPORTING	9 SOLE DISPOSITIVE POWER -0-				
PERSON WITH	10	SHARED DISPOSITIVE POWER 500,095 (1)			
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 500,095 (1)				
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN UNITS				
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 1.6% (2)				
14	TYPE OF REPORTING PERSON PN				

<sup>(1)</sup> Consists of 500,095 outstanding shares of common stock of the Issuer, par value \$0.001 per share ("Shares"), directly held by Bios Clinical Opportunity Fund, LP ("Bios COF Fund") as of the date hereof.

<sup>(2)</sup> Based on 30,917,177 Shares, which consists of (i) 30,417,082 Shares outstanding as of October 31, 2023, as reported in the Issuer's Quarterly Report on Form 10-Q filed with the Securities and Exchange Commission on November 2, 2023, and (ii) 500,095 Shares issued to Bios COF Fund on November 8, 2023.

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CCSII 110: 152-15B 102					
1	NAME OF REP BP DIRECTORS	ORTING PERSONS S, LP			
2	CHECK THE A	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) $\square$ (b) $\boxtimes$			
3	SEC USE ONLY	<i>I</i>			
4	SOURCE OF FU OO	UNDS			
5	CHECK BOX II 2(e)	F DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR			
6		CITIZENSHIP OR PLACE OF ORGANIZATION DELAWARE, UNITED STATES			
NUMBER OF UNITS	7	SOLE VOTING POWER -0-			
BENEFICIALLY OWNED BY	8	SHARED VOTING POWER 6,000 (1)			
EACH REPORTING	9	SOLE DISPOSITIVE POWER -0-			
PERSON WITH	10	SHARED DISPOSITIVE POWER 6,000 (1)			
11	AGGREGATE A 6,000 (1)	AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON			
12	CHECK BOX II	F THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN UNITS			
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 0.02% (2)				
14	TYPE OF REPO	DRTING PERSON			

<sup>(1)</sup> Consists of options to purchase 6,000 Shares of common stock of the Issuer, par value \$0.001 per share ("Shares"), granted in consideration for Dr. Aaron Fletcher's services as a director of the Issuer, which are exercisable or will be immediately exercisable within 60 days of the date hereof (the "Bios Directors Options"). Pursuant to an agreement with BP Directors, LP ("Bios Directors"), Dr. Fletcher has agreed that he will hold certain equity-based awards granted to him in connection with his services as a director of the Issuer (including the Bios Directors Options) merely as a nominee for Bios Directors.

<sup>(2)</sup> Based on 30,923,177 Shares, which consists of (i) 30,417,082 Shares outstanding as of October 31, 2023, as reported in the Issuer's Quarterly Report on Form 10-Q filed with the Securities and Exchange Commission on November 2, 2023, (ii) 500,095 Shares issued to Bios Clinical Opportunity Fund, LP ("Bios COF Fund") on November 8, 2023 and (iii) 6,000 Shares issuable upon the exercise of the Bios Directors Options.

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CUSIP	INU.	19243D	102

CUSIF NO. 19243B 102	•				
1		NAME OF REPORTING PERSONS BIOS EQUITY PARTNERS, LP			
2	CHECK THE APP	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP  (a) □ (b) ⊠			
3	SEC USE ONLY		•		
4	SOURCE OF FUN AF	DS			
5	CHECK BOX IF D	DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR			
6	CITIZENSHIP OR PLACE OF ORGANIZATION TEXAS, UNITED STATES				
NUMBER OF UNITS	7	SOLE VOTING POWER -0-			
BENEFICIALLY OWNED BY	8	SHARED VOTING POWER 1,055,203 (1)			
EACH REPORTING	9	SOLE DISPOSITIVE POWER -0-			
PERSON WITH	10	SHARED DISPOSITIVE POWER 1,055,203 (1)			
11	AGGREGATE AM 1,055,203 (1)	OUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON			
12	CHECK BOX IF T	HE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN UNITS			
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 3.4% (2)				
14	TYPE OF REPORT	TING PERSON			

(1) Consists of (i) 418,926 outstanding shares of common stock of the Issuer, par value \$0.001 per share ("Shares"), directly held by Bios Fund I, LP ("Bios Fund I"), (ii) 245,029 Shares directly held by Bios Fund I QP, LP ("Bios Fund I QP"), (iii) 385,248 Shares directly held by Bios Memory SPV II, LP ("Bios Memory II"), in each case, as of the date hereof, and (iv) options to purchase 6,000 Shares granted in consideration for Dr. Fletcher's services as a director of the Issuer, which are exercisable or will be immediately exercisable within 60 days of the date hereof (the "Bios Directors Options") and indirectly held by BP Directors, LP ("Bios Directors"). Bios Equity Partners, LP ("Bios Equity I") is the general partner of Bios Fund I, Bios Fund I QP, Bios Memory II and Bios Directors. In its capacity as the general partner of these entities, Bios Equity I may be deemed to have shared voting and/or dispositive power with respect to Shares directly or indirectly held by these entities.

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CUSIP No. 19243B 102					
1		NAME OF REPORTING PERSONS BIOS EQUITY PARTNERS II, LP			
2		CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) $\square$ (b) $\boxtimes$			
3	SEC USE ONLY	,			
4	SOURCE OF FU AF	JNDS			
5	CHECK BOX IF 2(e)	F DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR			
6		CITIZENSHIP OR PLACE OF ORGANIZATION TEXAS, UNITED STATES			
NUMBER OF UNITS	7	SOLE VOTING POWER -0-			
BENEFICIALLY OWNED BY	8	SHARED VOTING POWER 368,301 (1)			
EACH REPORTING	9	SOLE DISPOSITIVE POWER -0-			
PERSON WITH	10	SHARED DISPOSITIVE POWER 368,301 (1)			
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 368,301 (1)				
12	CHECK BOX IF	THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN UNITS			
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 1.2% (2)				
14	TYPE OF REPO PN	RTING PERSON			

(1) Consists of (i) 78,298 outstanding shares of common stock of the Issuer, par value \$0.001 per share ("Shares"), directly held by Bios Fund II, LP ("Bios Fund II"), (ii) 255,765 outstanding Shares directly held by Bios Fund II QP, LP ("Bios Fund II QP") and (iii) 34,238 outstanding Shares directly held by Bios Fund II NT, LP ("Bios Fund II NT"), in each case, as of the date hereof. Bios Equity Partners II, LP ("Bios Equity II") is the general partner of Bios Fund II, Bios Fund II QP and Bios Fund II NT. In its capacity as the general partner of these entities, Bios Equity II may be deemed to have shared voting and/or dispositive power with respect to Shares directly or indirectly held by these entities.

(2) Based on 30,917,177 Shares, which consists of (i) 30,417,082 Shares outstanding as of October 31, 2023, as reported in the Issuer's Quarterly Report on Form 10-Q filed with the Securities and Exchange Commission on November 2, 2023, and (ii) 500,095 Shares issued to Bios Clinical Opportunity Fund, LP ("Bios COF Fund") on November 8, 2023.

CHISID	Nο	19243B	102
CUSIF	TAO.	132430	104

CUSIF NO. 19243B 102					
1		NAME OF REPORTING PERSONS BIOS EQUITY PARTNERS III, LP			
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP  (a) □ (b) ⊠				
3	SEC USE ONLY				
4	SOURCE OF FUNI AF	DS			
5	CHECK BOX IF D 2(e)	ISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR			
6	CITIZENSHIP OR PLACE OF ORGANIZATION TEXAS, UNITED STATES				
NUMBER OF UNITS	7	SOLE VOTING POWER -0-			
BENEFICIALLY OWNED BY	8	SHARED VOTING POWER 2,658,387 (1)			
EACH REPORTING	9	SOLE DISPOSITIVE POWER -0-			
PERSON WITH	10	SHARED DISPOSITIVE POWER 2,658,387 (1)			
11	AGGREGATE AM 2,658,387 (1)	OUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON			
12	CHECK BOX IF T	HE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN UNITS			
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 8.6% (2)				
14	TYPE OF REPORT PN	TING PERSON			

(1) Consists of (i) 309,748 outstanding shares of common stock of the Issuer, par value \$0.001 per share ("Shares"), directly held by Bios Fund III, LP ("Bios Fund III"), (ii) 2,021,906 outstanding Shares directly held by Bios Fund III QP, LP ("Bios Fund III QP") and (iii) 326,733 Shares directly held by Bios Fund III NT, LP ("Bios Fund III NT"), in each case, as of the date hereof. Bios Equity Partners III, LP ("Bios Equity III") is the general partner of Bios Fund III QP and Bios Fund III NT. In its capacity as the general partner of these entities, Bios Equity III may be deemed to have shared voting and/or dispositive power with respect to Shares directly or indirectly held by these entities.

(2) Based on 30,917,177 Shares, which consists of (i) 30,417,082 Shares outstanding as of October 31, 2023, as reported in the Issuer's Quarterly Report on Form 10-Q filed with the Securities and Exchange Commission on November 2, 2023, and (ii) 500,095 Shares issued to Bios Clinical Opportunity Fund, LP ("Bios COF Fund") on November 8, 2023.

	_				
1	NAME OF REP BIOS EQUITY	ORTING PERSONS COF. LP			
2	_	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP  (a)  (b)  (b)			
3	SEC USE ONLY	Y	1		
4	SOURCE OF FU AF	UNDS			
5	CHECK BOX II 2(e)	F DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR			
6		OR PLACE OF ORGANIZATION INITED STATES			
NUMBER OF UNITS	7	SOLE VOTING POWER -0-			
BENEFICIALLY OWNED BY	8	SHARED VOTING POWER 500,095 (1)			
EACH REPORTING	9	SOLE DISPOSITIVE POWER -0-			
PERSON WITH	10	SHARED DISPOSITIVE POWER 500,095 (1)			
11	AGGREGATE A 500,095 (1)	AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON			
12	CHECK BOX II	F THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN UNITS			
13	1.6% (2)	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 1.6% (2)			
14	TYPE OF REPO	DRTING PERSON			

(1) Consists of 500,095 outstanding shares of common stock of the Issuer, par value \$0.001 per share ("Shares"), directly held by Bios Clinical Opportunity Fund, LP ("Bios COF Fund") as of the date hereof. Bios Equity COF, LP ("Bios Equity COF") is the general partner of Bios COF Fund. In its capacity as the general partner of this entity, Bios Equity COF may be deemed to have shared voting and/or dispositive power with respect to Shares directly or indirectly held by these entities.

(2) Based on 30,917,177 Shares, which consists of (i) 30,417,082 Shares outstanding as of October 31, 2023, as reported in the Issuer's Quarterly Report on Form 10-Q filed with the Securities and Exchange Commission on November 2, 2023, and (ii) 500,095 Shares issued to Bios Clinical Opportunity Fund, LP ("Bios COF Fund") on November 8, 2023.

1		NAME OF REPORTING PERSONS CAVU MANAGEMENT, LP			
2	CHECK THE AF	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP  (a) □ (b) ⊠			
3	SEC USE ONLY		1		
4	SOURCE OF FU AF	INDS			
5	CHECK BOX IF 2(e)	DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR			
6	CITIZENSHIP O TEXAS, UNITE	R PLACE OF ORGANIZATION D STATES	·		
NUMBER OF UNITS	7	SOLE VOTING POWER -0-			
BENEFICIALLY OWNED BY	8	SHARED VOTING POWER 5,505,905 (1)			
EACH REPORTING	9	SOLE DISPOSITIVE POWER -0-			
PERSON WITH	10	SHARED DISPOSITIVE POWER 5,505,905 (1)			
11	AGGREGATE A 5,505,905 (1)	MOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON			
12	CHECK BOX IF	THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN UNITS			
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 17.8% (2)				
14	TYPE OF REPO	RTING PERSON			

(1) Consists of (i) 1,424,014 outstanding shares of common stock of the Issuer, par value \$0.001 per share ("Shares"), directly held by Bios Memory SPV I, LP ("Bios Memory I"), (ii) 385,248 outstanding Shares directly held by Bios Memory SPV II, LP ("Bios Memory II"), (iii) 418,926 Shares directly held by Bios Fund I, LP ("Bios Fund I"), (iv) 245,029 Shares directly held by Bios Fund I QP, LP ("Bios Fund I QP"), (v) 78,298 outstanding Shares directly held by Bios Fund II, LP ("Bios Fund II QP"), (vii) 34,238 outstanding Shares directly held by Bios Fund II QP"), (viii) 309,748 outstanding Shares, directly held by Bios Fund III, LP ("Bios Fund III, LP ("Bios Fund III QP"), (viii) 309,748 outstanding Shares, directly held by Bios Fund III, LP ("Bios Fund III QP"), (ix) 2,021,906 outstanding Shares directly held by Bios Fund III QP, LP ("Bios Fund III QP"), (x) 326,733 Shares directly held by Bios Fund III NT", in each case, as of the date hereof, and (xi) options to purchase 6,000 Shares granted in consideration for Dr. Fletcher's services as a director of the Issuer, which are exercisable or will be immediately exercisable within 60 days of the date hereof (the "Bios Directors Options") and indirectly held by BP Directors, LP ("Bios Directors"). Bios Equity Partners, LP ("Bios Equity I") is the general partner of Bios Fund I QP, Bios Memory II and Bios Directors (collectively the "Bios Equity I Entities"). Bios Equity Partners III, LP ("Bios Equity II") is the general partner of Bios Fund II QP and Bios Fund III NT (collectively the "Bios Equity II Entities"). Bios Equity III Entities"). Cavu Management, LP ("Cavu Management") is a general partner of Bios Equity I, Bios Equity II, Bios Equity III and Bios Memory I. In its capacity as a general partner of Bios Equity I, Bios Equity II Bios Equity III and Bios Memory I. Entities and Bios Memory I.

00011 1100 101 102 101	-			
1	NAME OF REPOR BIOS CAPITAL M			
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) $\square$ (b) $\boxtimes$			
3	SEC USE ONLY			
4	SOURCE OF FUNDAF	DS		
5	CHECK BOX IF D 2(e)	ISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR		
6	CITIZENSHIP OR TEXAS, UNITED S	PLACE OF ORGANIZATION STATES	-	
NUMBER OF UNITS	7	SOLE VOTING POWER -0-		
BENEFICIALLY OWNED BY	8	SHARED VOTING POWER 6,006,000 (1)		
EACH REPORTING	9	SOLE DISPOSITIVE POWER -0-		
PERSON WITH	10	SHARED DISPOSITIVE POWER 6,006,000 (1)		
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 6,006,000 (1)			
12	CHECK BOX IF T	HE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN UNITS		
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 19.4% (2)			
14	TYPE OF REPORT PN	TING PERSON		

(1) Consists of (i) 1,424,014 outstanding shares of common stock of the Issuer, par value \$0.001 per share ("Shares"), directly held by Bios Memory SPV I, LP ("Bios Memory I"), (ii) 385,248 outstanding Shares directly held by Bios Memory SPV II, LP ("Bios Memory II"), (iii) 418,926 Shares directly held by Bios Fund I, LP ("Bios Fund I"), (iv) 245,029 Shares directly held by Bios Fund I QP, LP ("Bios Fund I QP"), (v) 78,298 outstanding Shares directly held by Bios Fund II, LP ("Bios Fund II"), (vi) 255,765 outstanding Shares directly held by Bios Fund II QP, LP ("Bios Fund II QP"), (vii) 34,238 outstanding Shares directly held by Bios Fund II NT, LP ("Bios Fund II NT"), (viii) 309,748 outstanding Shares, directly held by Bios Fund III, LP ("Bios Fund III"), (ix) 2,021,906 outstanding Shares directly held by Bios Fund III QP, LP ("Bios Fund III QP"), (x) 326,733 Shares directly held by Bios Fund III NT, LP ("Bios Fund III NT"), (xi) 500,095 Shares directly held by Bios Clinical Opportunity Fund, LP ("Bios COF Fund") in each case, as of the date hereof, and (xii) options to purchase 6,000 Shares granted in consideration for Dr. Fletcher's services as a director of the Issuer, which are exercisable or will be immediately exercisable within 60 days of the date hereof (the "Bios Directors Options") and indirectly held by BP Directors, LP ("Bios Directors"). Bios Equity Partners, LP ("Bios Equity I") is the general partner of Bios Fund I, Bios Fund I QP, Bios Memory II and Bios Directors (collectively the "Bios Equity I Entities"). Bios Equity Partners II, LP ("Bios Equity II") is the general partner of Bios Fund II, Bios Fund II QP and Bios Fund II NT (collectively the "Bios Equity II Entities"). Bios Equity Partners III, LP ("Bios Equity III") is the general partner of Bios Fund III, Bios Fund III QP and Bios Fund III NT (collectively the "Bios Equity III Entities"). Bios Equity COF, LP ("Bios Equity COF") is the general partner of Bios COF Fund. Bios Capital Management, LP ("Bios Management") is a general partner of Bios Equity I, Bios Equity II, Bios Equity III and Bios Memory I, and is the general partner of Bios Equity COF. In its capacity as a general partner of Bios Equity I, Bios Equity II, Bios Equity III and Bios Memory I and the general partner of Bios Equity COF, Bios Management may be deemed to have shared voting and/or dispositive power with respect to Shares directly or indirectly held by the Bios Equity I Entities, the Bios Equity II Entities, the Bios Equity III Entities, Bios Memory I and Bios COF Fund.

1	NAME OF REPO	ORTING PERSONS RS, LLC		
2		PPROPRIATE BOX IF A MEMBER OF A GROUP	(a) □ (b) ⊠	
3	SEC USE ONLY			
4	SOURCE OF FU AF	INDS		
5	CHECK BOX IF 2(e)	DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR		
6	CITIZENSHIP O TEXAS, UNITE	OR PLACE OF ORGANIZATION D STATES	·	
NUMBER OF UNITS	7	SOLE VOTING POWER -0-		
BENEFICIALLY OWNED BY	8	SHARED VOTING POWER 5,505,905 (1)		
EACH REPORTING	9	SOLE DISPOSITIVE POWER -0-		
PERSON WITH	10	SHARED DISPOSITIVE POWER 5,505,905 (1)		
11	AGGREGATE A 5,505,905 (1)	MOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
12	CHECK BOX IF	THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN UNITS		
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 17.8% (2)			
14	TYPE OF REPO	RTING PERSON		

(1) Consists of (i) 1,424,014 outstanding shares of common stock of the Issuer, par value \$0.001 per share ("Shares"), directly held by Bios Memory SPV I, LP ("Bios Memory I"), (ii) 385,248 outstanding Shares directly held by Bios Memory SPV II, LP ("Bios Memory II"), (iii) 418,926 Shares directly held by Bios Fund I, LP ("Bios Fund I"), (iv) 245,029 Shares directly held by Bios Fund I QP, LP ("Bios Fund I QP"), (v) 78,298 outstanding Shares directly held by Bios Fund II, LP ("Bios Fund II"), (vii) 255,765 outstanding Shares directly held by Bios Fund II QP, LP ("Bios Fund II QP"), (vii) 34,238 outstanding Shares directly held by Bios Fund II NT", LP ("Bios Fund II NT"), (viii) 309,748 outstanding Shares, directly held by Bios Fund III, LP ("Bios Fund III"), (ix) 2,021,906 outstanding Shares directly held by Bios Fund III QP, LP ("Bios Fund III QP"), (x) 326,733 Shares directly held by Bios Fund III NT, LP ("Bios Fund III NT"), in each case, as of the date hereof, and (xi) options to purchase 6,000 Shares granted in consideration for Dr. Fletcher's services as a director of the Issuer, which are exercisable or will be immediately exercisable within 60 days of the date hereof (the "Bios Directors Options") and indirectly held by BP Directors, LP ("Bios Directors"). Bios Equity Partners, LP ("Bios Equity I") is the general partner of Bios Fund I, Bios Fund II QP, Bios Memory II and Bios Directors (collectively the "Bios Equity I Entities"). Bios Equity Partners III, LP ("Bios Equity II") is the general partner of Bios Fund III, Bios Fund III QP and Bios Fund III NT (collectively the "Bios Equity II Entities"). Cavu Management, LP ("Cavu Advisors") is the general partner of Gavu Management, and therefore may be deemed to have shared voting and/or dispositive power with respect to Shares directly or indirectly held by the Bios Equity I Entities, the Bios Equity II Entities, and Bios Memory I.

1	NAME OF REPOR BIOS ADVISORS			
2	i i	ROPRIATE BOX IF A MEMBER OF A GROUP	(a) □ (b) ⊠	
3	SEC USE ONLY		1	
4	SOURCE OF FUN	DS		
5	CHECK BOX IF DI 2(e)	ISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR		
6	CITIZENSHIP OR TEXAS, UNITED	PLACE OF ORGANIZATION STATES	•	
NUMBER OF UNITS	7	SOLE VOTING POWER -0-		
BENEFICIALLY OWNED BY	8	SHARED VOTING POWER 6,006,000 (1)		
EACH REPORTING	9	SOLE DISPOSITIVE POWER -0-		
PERSON WITH	10	SHARED DISPOSITIVE POWER 6,006,000 (1)		
11	AGGREGATE AM 6,006,000 (1)	OUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
12	CHECK BOX IF TH	HE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN UNITS		
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 19.4% (2)			
14	TYPE OF REPORT	TING PERSON		

(1) Consists of (i) 1,424,014 outstanding shares of common stock of the Issuer, par value \$0.001 per share ("Shares"), directly held by Bios Memory SPV I, LP ("Bios Memory I"), (ii) 385,248 outstanding Shares directly held by Bios Memory SPV II, LP ("Bios Memory II"), (iii) 418,926 Shares directly held by Bios Fund I, LP ("Bios Fund I"), (iv) 245,029 Shares directly held by Bios Fund I QP, LP ("Bios Fund I QP"), (v) 78,298 outstanding Shares directly held by Bios Fund II, LP ("Bios Fund II"), (vi) 255,765 outstanding Shares directly held by Bios Fund II QP, LP ("Bios Fund II QP"), (vii) 34,238 outstanding Shares directly held by Bios Fund II NT, LP ("Bios Fund II NT"), (viii) 309,748 outstanding Shares, directly held by Bios Fund III, LP ("Bios Fund III"), (ix) 2,021,906 outstanding Shares directly held by Bios Fund III QP, LP ("Bios Fund III QP"), (x) 326,733 Shares directly held by Bios Fund III NT, LP ("Bios Fund III NT"), (xi) 500,095 Shares directly held by Bios Clinical Opportunity Fund, LP ("Bios COF Fund") in each case, as of the date hereof, and (xii) options to purchase 6,000 Shares granted in consideration for Dr. Fletcher's services as a director of the Issuer, which are exercisable or will be immediately exercisable within 60 days of the date hereof (the "Bios Directors Options") and indirectly held by BP Directors, LP ("Bios Directors"). Bios Equity Partners, LP ("Bios Equity I") is the general partner of Bios Fund I, Bios Fund I QP, Bios Memory II and Bios Directors (collectively the "Bios Equity I Entities"). Bios Equity Partners II, LP ("Bios Equity II") is the general partner of Bios Fund II, Bios Fund II QP and Bios Fund II NT (collectively the "Bios Equity II Entities"). Bios Equity Partners III, LP ("Bios Equity III") is the general partner of Bios Fund III, Bios Fund III QP and Bios Fund III NT (collectively the "Bios Equity III Entities"). Bios Equity COF, LP ("Bios Equity COF") is the general partner of Bios COF Fund. Bios Capital Management, LP ("Bios Management") is a general partner of Bios Equity I, Bios Equity II, Bios Equity III and Bios Memory I, and is the general partner of Bios Equity COF. Bios Advisors GP, LLC ("Bios Advisors") is the general partner of Bios Management, and therefore, may be deemed to have shared voting and/or dispositive power with respect to Shares directly or indirectly held by the Bios Equity I Entities, the Bios Equity II Entities, the Bios Equity III Entities, Bios Memory I and Bios COF Fund.

1	NAME OF REPORTING PERSONS LESLIE WAYNE KREIS, JR.			
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP  (a) □ (b) ⊠			
3	SEC USE ONLY			
4	SOURCE OF FUNDS AF, OO			
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR 2(e)			
6	CITIZENSHIP OR PLACE OF ORGANIZATION UNITED STATES			
NUMBER OF UNITS BENEFICIALLY OWNED BY EACH REPORTING	7	SOLE VOTING POWER -0-		
	8	SHARED VOTING POWER 5,505,905 (1)		
	9	SOLE DISPOSITIVE POWER -0-		
PERSON WITH	10	SHARED DISPOSITIVE POWER 5,505,905 (1)		
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 5,505,905 (1)			
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN UNITS			
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 17.8% (2)			
14	TYPE OF REPORTING PERSON IN			

(1) Consists of (i) 1,424,014 outstanding shares of common stock of the Issuer, par value \$0.001 per share ("Shares"), directly held by Bios Memory SPV I, LP ("Bios Memory I"), (ii) 385,248 outstanding Shares directly held by Bios Memory SPV II, LP ("Bios Memory II"), (iii) 418,926 Shares directly held by Bios Fund I, LP ("Bios Fund I"), (iv) 245,029 Shares directly held by Bios Fund I QP, LP ("Bios Fund I QP"), (v) 78,298 outstanding Shares directly held by Bios Fund II, LP ("Bios Fund II"), (vi) 255,765 outstanding Shares directly held by Bios Fund II QP, LP ("Bios Fund II QP"), (vii) 34,238 outstanding Shares directly held by Bios Fund II NT, LP ("Bios Fund II NT"), (viii) 309,748 outstanding Shares, directly held by Bios Fund III, LP ("Bios Fund III"), (ix) 2,021,906 outstanding Shares directly held by Bios Fund III QP, LP ("Bios Fund III QP"), (x) 326,733 Shares directly held by Bios Fund III NT, LP ("Bios Fund III NT"), in each case, as of the date hereof, and (xi) options to purchase 6,000 Shares granted in consideration for Dr. Fletcher's services as a director of the Issuer, which are exercisable or will be immediately exercisable within 60 days of the date hereof (the "Bios Directors Options") and indirectly held by BP Directors, LP ("Bios Directors"). Bios Equity Partners, LP ("Bios Equity I") is the general partner of Bios Fund I, Bios Fund I QP, Bios Memory II and Bios Directors (collectively the "Bios Equity I Entities"). Bios Equity Partners II, LP ("Bios Equity II") is the general partner of Bios Fund II, Bios Fund II QP and Bios Fund II NT (collectively the "Bios Equity II Entities"). Bios Equity Partners III, LP ("Bios Equity III") is the general partner of Bios Fund III, Bios Fund III QP and Bios Fund III NT (collectively the "Bios Equity III Entities"). Cavu Management, LP ("Cavu Management") is a general partner of Bios Equity I, Bios Equity II, Bios Equity III and Bios Memory I. Cavu Advisors, LLC ("Cavu Advisors"), an entity controlled by Mr. Kreis, is the general partner of Cavu Management. As the manager of Cavu Advisors, Mr. Kreis may be deemed to have shared voting and/or dispositive power with respect to Shares directly or indirectly held by the Bios Equity I Entities, the Bios Equity II Entities, the Bios Equity III Entities and Bios Memory I.

CUSIF NO. 19243B 102	•			
1	NAME OF REPORTING PERSONS AARON GLENN LOUIS FLETCHER			
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP  (a) □ (b) ⊠			
3	SEC USE ONLY			
4	SOURCE OF FUNDS AF, OO			
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR 2(e)			
6	CITIZENSHIP OR PLACE OF ORGANIZATION UNITED STATES			
NUMBER OF UNITS	7	SOLE VOTING POWER -0-		
BENEFICIALLY OWNED BY	8	SHARED VOTING POWER 6,006,000 (1)		
EACH REPORTING	9	SOLE DISPOSITIVE POWER -0-		
PERSON WITH	10	SHARED DISPOSITIVE POWER 6,006,000 (1)		
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 6,006,000 (1)			
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN UNITS			
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 19.4%(2)			
14	TYPE OF REPORTING PERSON IN			

(1) Consists of (i) 1,424,014 outstanding shares of common stock of the Issuer, par value \$0.001 per share ("Shares"), directly held by Bios Memory SPV I, LP ("Bios Memory I"), (ii) 385,248 outstanding Shares directly held by Bios Memory SPV II, LP ("Bios Memory II"), (iii) 418,926 Shares directly held by Bios Fund I, LP ("Bios Fund I"), (iv) 245,029 Shares directly held by Bios Fund I QP, LP ("Bios Fund I QP"), (v) 78,298 outstanding Shares directly held by Bios Fund II, LP ("Bios Fund II"), (vi) 255,765 outstanding Shares directly held by Bios Fund II QP, LP ("Bios Fund II QP"), (vii) 34,238 outstanding Shares directly held by Bios Fund II NT, LP ("Bios Fund II NT"), (viii) 309,748 outstanding Shares, directly held by Bios Fund III, LP ("Bios Fund III"), (ix) 2,021,906 outstanding Shares directly held by Bios Fund III QP, LP ("Bios Fund III QP"), (x) 326,733 Shares directly held by Bios Fund III NT, LP ("Bios Fund III NT"), (xi) 500,095 Shares directly held by Bios Clinical Opportunity Fund, LP ("Bios COF Fund") in each case, as of the date hereof, and (xii) options to purchase 6,000 Shares granted in consideration for Dr. Fletcher's services as a director of the Issuer, which are exercisable or will be immediately exercisable within 60 days of the date hereof (the "Bios Directors Options") and indirectly held by BP Directors, LP ("Bios Directors"). Bios Equity Partners, LP ("Bios Equity I") is the general partner of Bios Fund I, Bios Fund I QP, Bios Memory II and Bios Directors (collectively the "Bios Equity I Entities"). Bios Equity Partners II, LP ("Bios Equity II") is the general partner of Bios Fund II, Bios Fund II QP and Bios Fund II NT (collectively the "Bios Equity II Entities"). Bios Equity Partners III, LP ("Bios Equity III") is the general partner of Bios Fund III, Bios Fund III QP and Bios Fund III NT (collectively the "Bios Equity III Entities"). Bios Equity COF, LP ("Bios Equity COF") is the general partner of Bios COF Fund. Bios Capital Management, LP ("Bios Management") is a general partner of Bios Equity I, Bios Equity II, Bios Equity III and Bios Memory I, and is the general partner of Bios Equity COF. Bios Advisors GP, LLC ("Bios Advisors"), an entity controlled by Dr. Fletcher, is the general partner of Bios Management. As the manager of Bios Advisors, Dr. Fletcher may be deemed to have shared voting and/or dispositive power with respect to Shares directly or indirectly held by the Bios Equity I Entities, the Bios Equity II Entities, the Bios Equity III Entities, Bios Memory I and Bios COF Fund.

#### **Explanatory Note**

This amendment (this "Amendment No. 3") hereby amends the Schedule 13D originally filed by certain Reporting Persons (as defined below) on October 25, 2021 (the "Original Statement"), as amended by that certain Amendment No. 1 filed with the Securities and Exchange Commission on February 1, 2022 ("Amendment No. 1") and that certain Amendment No. 2 filed with the Securities and Exchange Commission on December 5, 2022 ("Amendment No. 2" and, together with the Original Statement and Amendment No. 1, the "Prior Statements"). The securities to which the Schedule 13D relates are the shares of common stock, par value \$0.001 per share ("Shares"), of Cognition Therapeutics, Inc., a Delaware corporation (the "Issuer"). The purpose of this Amendment No. 3 is to report a greater than 1% increase in the percentage of shares beneficially owned by the Reporting Persons and the addition of Bios Clinical Opportunity Fund, LP ("Bios COF Fund") and Bios Equity COF, LP ("Bios Equity COF") as Reporting Persons hereunder. Except as otherwise provided herein, each Item of the Prior Statements remains unchanged. Capitalized terms used herein but not defined in this Amendment No. 3 shall have the meanings ascribed to such terms in the Prior Statements.

#### **Item 2. IDENTITY AND BACKGROUND**

(a) This Schedule 13D is being filed jointly by:

- (i) Bios Memory SPV I, LP, a Texas limited partnership ("Bios Memory I");
- (ii) Bios Memory SPV II, LP, a Texas limited partnership ("Bios Memory II");
- (iii) Bios Fund I, LP, a Delaware limited partnership ("Bios Fund I");
- (iv) Bios Fund I QP, LP, a Delaware limited partnership ("Bios Fund QP I");
- (v) Bios Fund II, LP, a Delaware limited partnership ("Bios Fund II");
- (vi) Bios Fund II QP, LP, a Delaware limited partnership ("Bios Fund II QP");
- (vii) Bios Fund II NT, LP, a Delaware limited partnership ("Bios Fund II NT");
- (viii) Bios Fund III, LP, a Delaware limited partnership ("Bios Fund III");
- (ix) Bios Fund III QP, LP, a Delaware limited partnership ("Bios Fund III QP");
- (x) Bios Fund III NT, LP, a Delaware limited partnership ("Bios Fund III NT");
- (xi) Bios Clinical Opportunity Fund, LP, a Delaware limited partnership ("Bios COF Fund");
- (xii) BP Directors, LP, a Delaware limited partnership ("Bios Directors");
- (xiii) Bios Equity Partners, LP, a Texas limited partnership ("Bios Equity I");
- (xiv) Bios Equity Partners II, LP, a Texas limited partnership ("Bios Equity II");
- (xv) Bios Equity Partners III, LP, a Texas limited partnership ("Bios Equity III");
- (xvi) Bios Equity COF, LP, a Texas limited partnership ("Bios Equity COF");
- (xvii) Cavu Management, LP, a Texas limited partnership ("Cavu Management");
- (xviii) Bios Capital Management, LP, a Texas limited partnership ("Bios Management");
- (xix) Cavu Advisors, LLC, a Texas limited liability company ("Cavu Advisors");
- (xx) Bios Advisors GP, LLC, a Texas limited liability company ("Bios Advisors");

- (xxi) Leslie Wayne Kreis, Jr., a United States citizen ("Mr. Kreis"); and
- (xxii) Aaron Glenn Louis Fletcher, Ph.D. a United States citizen ("Dr. Fletcher").

The foregoing are referred to herein collectively as the "Reporting Persons" and individually as a "Reporting Person." Each of the Reporting Persons is party to that certain Joint Filing Agreement, as further described and defined in Item 6 below.

The Reporting Persons may be deemed part of a group within the meaning of Section 13(d) of the Act. Bios Equity I is the general partner of Bios Fund I, Bios Fund I QP, Bios Memory II and Bios Directors (collectively, "Bios Equity I Entities"). Bios Equity II is the general partner of Bios Fund II, Bios Fund II QP and Bios Fund III NT (collectively, "Bios Equity II Entities"). Bios Equity III is the general partner of Bios Fund III, Bios Fund III QP and Bios Fund III NT (collectively, "Bios Equity II, Bios Equity III and Bios Memory I, and Bios Management is the general partner of Bios Equity COF. Cavu Advisors, an entity controlled by Mr. Kreis, is the general partner of Cavu Management. Bios Advisors, an entity controlled by Dr. Fletcher, is the general partner of Bios Management. Due to the foregoing relationships, Bios Equity I, Bios Equity II, Bios Equity COF, Cavu Management, Bios Management, Cavu Advisors, Bios Advisors, Mr. Kreis and Dr. Fletcher may be deemed to have shared voting and/or dispositive power with respect to Shares directly or indirectly held by the Bios Equity I Entities, the Bios Equity II Entities, Bios Memory I and Bios COF Fund (together, the "Bios Equity Entities"). The filing of this Amendment No. 3 shall not be construed as an admission that the Reporting Persons are part of a group within the meaning of Section 13(d) of the Act.

(b) The principal business address of each Reporting Person is 1751 River Run, Suite 400, Fort Worth, Texas 76107.

(c)

- (i) The principal business of Bios Memory I is to invest in securities;
- (ii) The principal business of Bios Memory II is to invest in securities;
- (iii) The principal business of Bios Fund I is to invest in securities;
- (iv) The principal business of Bios Fund I QP is to invest in securities;
- (v) The principal business of Bios Fund II is to invest in securities;
- (vi) The principal business of Bios Fund II QP is to invest in securities;
- (vii) The principal business of Bios Fund II NT is to invest in securities;
- (viii) The principal business of Bios Fund III is to invest in securities;
- (ix) The principal business of Bios Fund III QP is to invest in securities;
- (x) The principal business of Bios Fund III NT is to invest in securities;
- (xi) The principal business of Bios COF Fund is to invest in securities;
- (xii) The principal business of Bios Directors is to invest in securities;
- (xiii) The principal business of Bios Equity I is to serve as the sole general partner of Bios Fund I, Bios Fund I QP, Bios Memory II, Bios Directors and other related entities;
- (xiv) The principal business of Bios Equity II is to serve as the sole general partner of Bios Fund II, Bios Fund II QP, Bios Fund II NT and other related entities;
- (xv) The principal business of Bios Equity III is to serve as the sole general partner of Bios Fund III, Bios Fund III QP, Bios Fund III NT and other related entities:
- (xvi) The principal business of Bios Equity COF is to serve as the sole general partner of Bios COF Fund and other related entities.

- (xvii) The principal business of Cavu Management is to serve as a general partner of Bios Equity I, Bios Equity II, Bios Equity III, Bios Memory I and other related entities;
- (xviii) The principal business of Bios Management is to serve as a general partner of Bios Equity I, Bios Equity II, Bios Equity III, Bios Equity III, Bios Equity COF, Bios Memory I and other related entities;
- (xix) The principal business of Cavu Advisors is to serve as the sole general partner of Cavu Management and other related entities;
- (xx) The principal business of Bios Advisors is to serve as the sole general partner of Bios Management and other related entities;
- (xxi) The principal occupation of Mr. Kreis is to serve as the sole manager of Cavu Advisors and as a co-manager of each of Bios Memory I, Bios Fund I, Bios Fund I QP, Bios Fund II QP, Bios Fund III NT, Bios Fund III, Bios Fund III QP, Bios Fund III NT, Bios Directors and other related entities; and
- (xxii) The principal occupation of Dr. Fletcher is to serve as the sole manager of Bios Advisors and Bios COF Fund and as a comanager of each of Bios Memory I, Bios Fund I QP, Bios Fund I QP, Bios Fund II, Bios Fund II, Bios Fund III, Bios Fund III QP, Bios Fund III NT and other related entities. Dr. Fletcher also currently serves as a director of the Issuer.

The information set forth in Item 2(a) of this Amendment No. 3 is incorporated herein by reference.

# Item 3. SOURCE AND AMOUNT OF FUNDS OR OTHER CONSIDERATION

On November 8, 2023, Bios COF Fund purchased 500,095 Shares in an at-the-market offering through Cantor Fitzgerald & Co. and B. Riley Securities, Inc. acting as sales agents. Bios COF Fund purchased the Shares using working capital from capital contributions and funds from lines of credit entered into in the ordinary course of business.

#### Item 5. INTEREST IN SECURITIES OF THE ISSUER

(a)-(b)

(f)

The information contained on the cover pages of this Schedule 13D is incorporated herein by reference.

(c)

Except as otherwise disclosed in Item 3 above, none of the Reporting Persons, nor, to the best of the Reporting Persons' knowledge, any of their respective executive officers or directors, as applicable, has acquired or disposed of, any securities of the Issuer during the 60 days prior to the date hereof.

# Item 6. CONTRACTS, ARRANGEMENTS, UNDERSTANDINGS OR RELATIONSHIPS WITH RESPECT TO SECURITIES OF THE ISSUER.

Pursuant to Rule 13d-1(k) promulgated under the Act, the Reporting Persons entered into a Joint Filing Agreement (the "Joint Filing Agreement") with respect to the joint filing of this Amendment No. 3 and any further amendment or amendments to the Schedule 13D. The foregoing description of the Joint Filing Agreement does not purport to be complete and is qualified in its entirety by the contents of the Joint Filing Agreement, a copy of which is attached hereto as Exhibit A and is incorporated herein by reference.

#### Item 7. MATERIAL TO BE FILED AS EXHIBITS

Exhibit 99.1 : Joint Filing Agreement Exhibit 99.2: Power of Attorney

#### **SIGNATURES**

After reasonable inquiry and to the best of his or its knowledge and belief, each of the undersigned certifies that the information set forth in this statement is true, complete and correct.

Dated: November 13, 2023

## BIOS MEMORY SPV I, LP

By: Cavu Management, LP, its general partner

By: Cavu Advisors, LLC, its general partner

By: /s/ Leslie Wayne Kreis, Jr., Leslie Wayne Kreis, Jr., Manager

By: Bios Capital Management, LP, its general partner

By: Bios Advisors GP, LLC, its general partner

By: /s/ Aaron Glenn Louis Fletcher
Aaron Glenn Louis Fletcher,
Manager

# **BIOS MEMORY SPV II, LP**

By: Bios Equity Partners, LP, its general partner

By: Cavu Management, LP, its general partner

By: Cavu Advisors, LLC, its general partner

By: /s/ Leslie Wayne Kreis, Jr.
Leslie Wayne Kreis, Jr.
Manager

By: Bios Capital Management, LP, its general partner

By: Bios Advisors GP, LLC, its general partner

By: /s/ Aaron Glenn Louis Fletcher
Aaron Glenn Louis Fletcher
Manager

#### BIOS FUND I, LP

By: Bios Equity Partners, LP, its general partner

By: Cavu Management, LP, its general partner

By: Cavu Advisors, LLC, its general partner

By: /s/ Leslie Wayne Kreis, Jr. Leslie Wayne Kreis, Jr.

Manager

By: Bios Capital Management, LP, its general partner

By: Bios Advisors GP, LLC, its general partner

By: /s/ Aaron Glenn Louis Fletcher
Aaron Glenn Louis Fletcher
Manager

# BIOS FUND I QP, LP

By: Bios Equity Partners, LP, its general partner

By: Cavu Management, LP, its general partner

By: Cavu Advisors, LLC, its general partner

By: /s/ Leslie Wayne Kreis, Jr. Leslie Wayne Kreis, Jr., Manager

By: Bios Capital Management, LP, its general partner

By: Bios Advisors GP, LLC, its general partner

By: /s/ Aaron Glenn Louis Fletcher

Aaron Glenn Louis Fletcher,

Manager

#### BIOS FUND II, LP

By: Bios Equity Partners II, LP, its general partner

By: Cavu Management, LP, its general partner

By: Cavu Advisors, LLC, its general partner

By: /s/ Leslie Wayne Kreis, Jr. Leslie Wayne Kreis, Jr.

Manager

By: Bios Capital Management, LP, its general partner

By: Bios Advisors GP, LLC, its general partner

By: /s/ Aaron Glenn Louis Fletcher
Aaron Glenn Louis Fletcher
Manager

## BIOS FUND II QP, LP

By: Bios Equity Partners II, LP, its general partner

By: Cavu Management, LP, its general partner

By: Cavu Advisors, LLC, its general partner

By: /s/ Leslie Wayne Kreis, Jr. Leslie Wayne Kreis, Jr., Manager

By: Bios Capital Management, LP, its general partner

By: Bios Advisors GP, LLC, its general partner

By: /s/ Aaron Glenn Louis Fletcher

Aaron Glenn Louis Fletcher,

Manager

#### BIOS FUND II NT, LP

By: Bios Equity Partners II, LP, its general partner

By: Cavu Management, LP, its general partner

By: Cavu Advisors, LLC, its general partner

By: /s/ Leslie Wayne Kreis, Jr., Leslie Wayne Kreis, Jr., Manager

By: Bios Capital Management, LP, its general partner

By: Bios Advisors GP, LLC, its general partner

y: /s/ Aaron Glenn Louis Fletcher Aaron Glenn Louis Fletcher, Manager

## **BIOS FUND III, LP**

By: Bios Equity Partners III, LP, its general partner

By: Cavu Management, LP, its general partner

By: Cavu Advisors, LLC, its general partner

By: /s/ Leslie Wayne Kreis, Jr. Leslie Wayne Kreis, Jr., Manager

By: Bios Capital Management, LP, its general partner

By: Bios Advisors GP, LLC, its general partner

: /s/ Aaron Glenn Louis Fletcher Aaron Glenn Louis Fletcher, Manager

# BIOS FUND III QP, LP

Bios Equity Partners III, LP, its general partner

> By: Cavu Management, LP, its general partner

> > By: Cavu Advisors, LLC, its general partner

> > > By: /s/ Leslie Wayne Kreis, Jr. Leslie Wayne Kreis, Jr., Manager

Bios Capital Management, LP, its general partner

> Bios Advisors GP, LLC, its general partner

> > /s/ Aaron Glenn Louis Fletcher Aaron Glenn Louis Fletcher, Manager

## BIOS FUND III NT, LP

Bios Equity Partners III, LP, its general partner

> By: Cavu Management, LP, its general partner

> > By: Cavu Advisors, LLC, its general partner

> > > By: /s/ Leslie Wayne Kreis, Jr. Leslie Wayne Kreis, Jr., Manager

By: Bios Capital Management, LP, its general partner

> By: Bios Advisors GP, LLC, its general partner

> > /s/ Aaron Glenn Louis Fletcher Aaron Glenn Louis Fletcher, Manager

#### BIOS CLINICAL OPPORTUNITY FUND, LP

By: Bios Equity COF, LP, its general partner

By: Bios Capital Management, LP,

its general partner

By: Bios Advisors GP, LLC, its general partner

By: /s/ Aaron Glenn Louis Fletcher

Aaron Glenn Louis Fletcher,

Manager

## **BP Directors, LP**

By: Bios Equity Partners, LP, its general partner

By: Cavu Management, LP, its general partner

By: Cavu Advisors, LLC, its general partner

By: /s/ Leslie Wayne Kreis, Jr., Leslie Wayne Kreis, Jr., Manager

By: Bios Capital Management, LP, its general partner

By: Bios Advisors GP, LLC, its general partner

By: /s/ Aaron Glenn Louis Fletcher Aaron Glenn Louis Fletcher, Manager

# **BIOS EQUITY PARTNERS, LP**

By: Cavu Management, LP, its general partner

By: Cavu Advisors, LLC, its general partner

By: /s/ Leslie Wayne Kreis, Jr.

Leslie Wayne Kreis, Jr.,

Manager

By: Bios Capital Management, LP,

its general partner

By: Bios Advisors GP, LLC,

its general partner

By: /s/ Aaron Glenn Louis Fletcher

Aaron Glenn Louis Fletcher,

Manager

# BIOS EQUITY PARTNERS II, LP

By: Cavu Management, LP,

its general partner

By: Cavu Advisors, LLC,

its general partner

By: /s/ Leslie Wayne Kreis, Jr.

Leslie Wayne Kreis, Jr.,

Manager

By: Bios Capital Management, LP,

its general partner

By: Bios Advisors GP, LLC,

its general partner

By: /s/ Aaron Glenn Louis Fletcher

Aaron Glenn Louis Fletcher,

Manager

# BIOS EQUITY PARTNERS III, LP

By: Cavu Management, LP,

its general partner

By: Cavu Advisors, LLC,

its general partner

By: /s/ Leslie Wayne Kreis, Jr.

Leslie Wayne Kreis, Jr.,

Manager

By: Bios Capital Management, LP,

its general partner

By: Bios Advisors GP, LLC,

its general partner

By: /s/ Aaron Glenn Louis Fletcher

Aaron Glenn Louis Fletcher,

Manager

# BIOS EQUITY COF, LP

By: Bios Capital Management, LP,

its general partner

By: Bios Advisors GP, LLC,

its general partner

By: /s/ Aaron Glenn Louis Fletcher

Aaron Glenn Louis Fletcher,

Manager

## CAVU MANAGEMENT, LP

By: Cavu Advisors, LLC,

its general partner

By: /s/ Leslie Wayne Kreis, Jr.

Leslie Wayne Kreis, Jr.,

Manager

# BIOS CAPITAL MANAGEMENT, LP

By: Bios Advisors GP, LLC

its general partner

By: /s/ Aaron Glenn Louis Fletcher

Aaron Glenn Louis Fletcher

Manager

# CAVU ADVISORS, LLC

By: /s/ Leslie Wayne Kreis, Jr.

Leslie Wayne Kreis, Jr.,

Manager

# **BIOS ADVISORS GP, LLC**

By: /s/ Aaron Glenn Louis Fletcher

Aaron Glenn Louis Fletcher,

Manager

/s/ Leslie Wayne Kreis, Jr.

LESLIE WAYNE KREIS, JR., in his individual capacity

/s/ Aaron Glenn Louis Fletcher

AARON GLENN LOUIS FLETCHER, in his individual capacity

#### JOINT FILING AGREEMENT

In accordance with Rule 13d-1(k) promulgated under the Securities Exchange Act of 1934, as amended, the undersigned hereby agree to the joint filing with all other Reporting Persons (as such term is defined in the Schedule 13D referred to below) on behalf of each of them of a statement on Schedule 13D (including amendments thereto) with respect to the shares of common stock, par value \$0.001, of Cognition Therapeutics, Inc. a Delaware corporation (the "Issuer"), unless and until a Reporting Person shall give written notice to the other Reporting Persons that it wishes to make separate Schedule 13D filings.

The undersigned further agree that each party hereto is responsible for timely filing of such Statement on Schedule 13D and any further amendments thereto, and for the completeness and accuracy of the information concerning such party contained therein, provided that no party is responsible for the completeness and accuracy of the information concerning the other party, unless such party knows or has reason to believe that such information is inaccurate. The undersigned further agree that this Agreement shall be included as an Exhibit to such joint filing.

This Agreement may be executed in any number of counterparts, all of which taken together shall constitute one and the same instrument. IN WITNESS WHEREOF, the parties hereto have caused this Joint Filing Agreement to be duly executed effective as of November 13, 2023.

Dated: November 13, 2023

#### BIOS MEMORY SPV I, LP

By: Cavu Management, LP, its general partner

By: Cavu Advisors, LLC, its general partner

By: /s/ Leslie Wayne Kreis, Jr., Leslie Wayne Kreis, Jr., Manager

By: Bios Capital Management, LP, its general partner

By: Bios Advisors GP, LLC, its general partner

By: /s/ Aaron Glenn Louis Fletcher
Aaron Glenn Louis Fletcher,
Manager

## **BIOS MEMORY SPV II, LP**

By: Bios Equity Partners, LP, its general partner

By: Cavu Management, LP, its general partner

By: Cavu Advisors, LLC, its general partner

By: /s/ Leslie Wayne Kreis, Jr.
Leslie Wayne Kreis, Jr.
Manager

By: Bios Capital Management, LP, its general partner

By: Bios Advisors GP, LLC, its general partner

By: /s/ Aaron Glenn Louis Fletcher
Aaron Glenn Louis Fletcher
Manager

# **BIOS FUND I, LP**

By: Bios Equity Partners, LP, its general partner

By: Cavu Management, LP, its general partner

By: Cavu Advisors, LLC, its general partner

By: /s/ Leslie Wayne Kreis, Jr.
Leslie Wayne Kreis, Jr.
Manager

By: Bios Capital Management, LP, its general partner

By: Bios Advisors GP, LLC, its general partner

By: /s/ Aaron Glenn Louis Fletcher
Aaron Glenn Louis Fletcher
Manager

# BIOS FUND I QP, LP

By: Bios Equity Partners, LP, its general partner

By: Cavu Management, LP, its general partner

By: Cavu Advisors, LLC, its general partner

By: /s/ Leslie Wayne Kreis, Jr. Leslie Wayne Kreis, Jr.,

Manager

By: Bios Capital Management, LP, its general partner

By: Bios Advisors GP, LLC, its general partner

/s/ Aaron Glenn Louis Fletcher Aaron Glenn Louis Fletcher, Manager

### **BIOS FUND II, LP**

By: Bios Equity Partners II, LP, its general partner

By: Cavu Management, LP, its general partner

By: Cavu Advisors, LLC, its general partner

By: /s/ Leslie Wayne Kreis, Jr.
Leslie Wayne Kreis, Jr.
Manager

By: Bios Capital Management, LP, its general partner

By: Bios Advisors GP, LLC, its general partner

By: /s/ Aaron Glenn Louis Fletcher
Aaron Glenn Louis Fletcher
Manager

### BIOS FUND II QP, LP

By: Bios Equity Partners II, LP, its general partner

By: Cavu Management, LP, its general partner

By: Cavu Advisors, LLC, its general partner

By: /s/ Leslie Wayne Kreis, Jr., Leslie Wayne Kreis, Jr., Manager

By: Bios Capital Management, LP, its general partner

By: Bios Advisors GP, LLC, its general partner

By: /s/ Aaron Glenn Louis Fletcher Aaron Glenn Louis Fletcher, Manager

### BIOS FUND II NT, LP

By: Bios Equity Partners II, LP, its general partner

By: Cavu Management, LP, its general partner

By: Cavu Advisors, LLC, its general partner

By: /s/ Leslie Wayne Kreis, Jr., Leslie Wayne Kreis, Jr., Manager

By: Bios Capital Management, LP, its general partner

By: Bios Advisors GP, LLC, its general partner

By: /s/ Aaron Glenn Louis Fletcher
Aaron Glenn Louis Fletcher,
Manager

#### BIOS FUND III, LP

By: Bios Equity Partners III, LP, its general partner

By: Cavu Management, LP, its general partner

By: Cavu Advisors, LLC, its general partner

By: /s/ Leslie Wayne Kreis, Jr. Leslie Wayne Kreis, Jr.,

Manager

By: Bios Capital Management, LP, its general partner

By: Bios Advisors GP, LLC, its general partner

By: /s/ Aaron Glenn Louis Fletcher Aaron Glenn Louis Fletcher, Manager

### BIOS FUND III QP, LP

By: Bios Equity Partners III, LP, its general partner

By: Cavu Management, LP, its general partner

By: Cavu Advisors, LLC, its general partner

By: /s/ Leslie Wayne Kreis, Jr., Leslie Wayne Kreis, Jr., Manager

By: Bios Capital Management, LP, its general partner

By: Bios Advisors GP, LLC, its general partner

By: /s/ Aaron Glenn Louis Fletcher Aaron Glenn Louis Fletcher,

# BIOS FUND III NT, LP

By: Bios Equity Partners III, LP, its general partner

By: Cavu Management, LP, its general partner

By: Cavu Advisors, LLC, its general partner

By: /s/ Leslie Wayne Kreis, Jr. Leslie Wayne Kreis, Jr., Manager

By: Bios Capital Management, LP,

its general partner

By: Bios Advisors GP, LLC, its general partner

By: /s/ Aaron Glenn Louis Fletcher

Aaron Glenn Louis Fletcher,

#### BIOS CLINICAL OPPORTUNITY FUND, LP

By: Bios Equity COF, LP, its general partner

By: Bios Capital Management, LP,

its general partner

By: Bios Advisors GP, LLC, its general partner

By: /s/ Aaron Glenn Louis Fletcher

Aaron Glenn Louis Fletcher,

Manager

### **BP Directors, LP**

By: Bios Equity Partners, LP, its general partner

By: Cavu Management, LP, its general partner

By: Cavu Advisors, LLC, its general partner

By: /s/ Leslie Wayne Kreis, Jr., Leslie Wayne Kreis, Jr., Manager

By: Bios Capital Management, LP, its general partner

By: Bios Advisors GP, LLC, its general partner

By: /s/ Aaron Glenn Louis Fletcher Aaron Glenn Louis Fletcher, Manager

# BIOS EQUITY PARTNERS, LP

By: Cavu Management, LP, its general partner

By: Cavu Advisors, LLC, its general partner

By: /s/ Leslie Wayne Kreis, Jr. Leslie Wayne Kreis, Jr.,

By: Bios Capital Management, LP,

its general partner

By: Bios Advisors GP, LLC,

its general partner

By: /s/ Aaron Glenn Louis Fletcher

Aaron Glenn Louis Fletcher,

Manager

# BIOS EQUITY PARTNERS II, LP

By: Cavu Management, LP, its general partner

By: Cavu Advisors, LLC,

its general partner

By: /s/ Leslie Wayne Kreis, Jr.

Leslie Wayne Kreis, Jr.,

Manager

By: Bios Capital Management, LP,

its general partner

By: Bios Advisors GP, LLC,

its general partner

By: /s/ Aaron Glenn Louis Fletcher

Aaron Glenn Louis Fletcher,

Manager

### BIOS EQUITY PARTNERS III, LP

By: Cavu Management, LP,

its general partner

By: Cavu Advisors, LLC,

its general partner

By: /s/ Leslie Wayne Kreis, Jr.

Leslie Wayne Kreis, Jr.,

Manager

By: Bios Capital Management, LP,

its general partner

By: Bios Advisors GP, LLC,

its general partner

By: /s/ Aaron Glenn Louis Fletcher

Aaron Glenn Louis Fletcher,

# BIOS EQUITY COF, LP

By: Bios Capital Management, LP,

its general partner

By: Bios Advisors GP, LLC,

its general partner

By: /s/ Aaron Glenn Louis Fletcher

Aaron Glenn Louis Fletcher,

Manager

### CAVU MANAGEMENT, LP

By: Cavu Advisors, LLC,

its general partner

By: /s/ Leslie Wayne Kreis, Jr.

Leslie Wayne Kreis, Jr.,

Manager

# BIOS CAPITAL MANAGEMENT, LP

By: Bios Advisors GP, LLC

its general partner

By: /s/ Aaron Glenn Louis Fletcher

Aaron Glenn Louis Fletcher

Manager

# CAVU ADVISORS, LLC

By: /s/ Leslie Wayne Kreis, Jr.

Leslie Wayne Kreis, Jr.,

Manager

# **BIOS ADVISORS GP, LLC**

By: /s/ Aaron Glenn Louis Fletcher

Aaron Glenn Louis Fletcher,

Manager

/s/ Leslie Wayne Kreis, Jr.

**LESLIE WAYNE KREIS, JR.,** in his individual capacity

/s/ Aaron Glenn Louis Fletcher

AARON GLENN LOUIS FLETCHER, in his individual capacity

#### POWER OF ATTORNEY

The undersigned hereby constitute and appoint Daniel Schwarz, the lawful attorney-in-fact and agent with full power and authority to execute and file on the undersigned's behalf, any and all instruments including Forms 3, 4 and 5, and Schedules 13D and 13G (collectively, the "Filings"), and any amendments, supplements or successor forms thereto pursuant to the Securities Exchange Act of 1934, as amended (the "Exchange Act"), and any rules or regulations or requirements of the Securities and Exchange Commission in connection with the undersigned's reporting obligations with respect to securities of Cognition Therapeutics, Inc., a Delaware corporation, pursuant to Section 13(d) of the Exchange Act and Section 16(b) of the Exchange Act.

The authority of such attorney-in-fact shall continue until the undersigned is no longer required to file any of the Filings, unless earlier revoked in writing. The undersigned hereby ratifies, confirms and approves in all respects all Filings (including amendments thereto) and actions taken by any of the attorney-in-fact relating to such Filings.

The undersigned acknowledges that the attorneys-in-fact are not assuming any of the undersigned's responsibilities to comply with Section 13 or Section 16 of the Exchange Act.

IN WITNESS WHEREOF, each of the undersigned has executed this Power of Attorney as of the date indicated.

Dated: November 13, 2023

#### **BIOS MEMORY SPV I, LP**

By: Cavu Management, LP, its general partner

By: Cavu Advisors, LLC, its general partner

By: /s/ Leslie Wayne Kreis, Jr., Leslie Wayne Kreis, Jr.,

Manager

By: Bios Capital Management, LP, its general partner

By: Bios Advisors GP, LLC, its general partner

By: /s/ Aaron Glenn Louis Fletcher

Aaron Glenn Louis Fletcher,

### **BIOS MEMORY SPV II, LP**

By: Bios Equity Partners, LP, its general partner

By: Cavu Management, LP, its general partner

By: Cavu Advisors, LLC, its general partner

By: /s/ Leslie Wayne Kreis, Jr.
Leslie Wayne Kreis, Jr.
Manager

By: Bios Capital Management, LP, its general partner

By: Bios Advisors GP, LLC, its general partner

By: /s/ Aaron Glenn Louis Fletcher
Aaron Glenn Louis Fletcher
Manager

# **BIOS FUND I, LP**

By: Bios Equity Partners, LP, its general partner

By: Cavu Management, LP, its general partner

By: Cavu Advisors, LLC, its general partner

By: /s/ Leslie Wayne Kreis, Jr.
Leslie Wayne Kreis, Jr.
Manager

By: Bios Capital Management, LP, its general partner

By: Bios Advisors GP, LLC, its general partner

By: /s/ Aaron Glenn Louis Fletcher
Aaron Glenn Louis Fletcher
Manager

# BIOS FUND I QP, LP

By: Bios Equity Partners, LP, its general partner

By: Cavu Management, LP, its general partner

By: Cavu Advisors, LLC, its general partner

By: /s/ Leslie Wayne Kreis, Jr. Leslie Wayne Kreis, Jr.,

Manager

By: Bios Capital Management, LP, its general partner

By: Bios Advisors GP, LLC, its general partner

/s/ Aaron Glenn Louis Fletcher Aaron Glenn Louis Fletcher, Manager

### **BIOS FUND II, LP**

By: Bios Equity Partners II, LP, its general partner

By: Cavu Management, LP, its general partner

By: Cavu Advisors, LLC, its general partner

By: /s/ Leslie Wayne Kreis, Jr.
Leslie Wayne Kreis, Jr.
Manager

By: Bios Capital Management, LP, its general partner

By: Bios Advisors GP, LLC, its general partner

By: /s/ Aaron Glenn Louis Fletcher
Aaron Glenn Louis Fletcher
Manager

### BIOS FUND II QP, LP

By: Bios Equity Partners II, LP, its general partner

By: Cavu Management, LP, its general partner

By: Cavu Advisors, LLC, its general partner

By: /s/ Leslie Wayne Kreis, Jr., Leslie Wayne Kreis, Jr., Manager

By: Bios Capital Management, LP, its general partner

By: Bios Advisors GP, LLC, its general partner

By: /s/ Aaron Glenn Louis Fletcher Aaron Glenn Louis Fletcher, Manager

### BIOS FUND II NT, LP

By: Bios Equity Partners II, LP, its general partner

By: Cavu Management, LP, its general partner

By: Cavu Advisors, LLC, its general partner

By: /s/ Leslie Wayne Kreis, Jr., Leslie Wayne Kreis, Jr., Manager

By: Bios Capital Management, LP, its general partner

By: Bios Advisors GP, LLC, its general partner

By: /s/ Aaron Glenn Louis Fletcher
Aaron Glenn Louis Fletcher,
Manager

#### BIOS FUND III, LP

By: Bios Equity Partners III, LP, its general partner

By: Cavu Management, LP, its general partner

By: Cavu Advisors, LLC, its general partner

By: /s/ Leslie Wayne Kreis, Jr., Leslie Wayne Kreis, Jr., Manager

Manager

By: Bios Capital Management, LP, its general partner

By: Bios Advisors GP, LLC, its general partner

By: /s/ Aaron Glenn Louis Fletcher
Aaron Glenn Louis Fletcher,
Manager

# BIOS FUND III QP, LP

By: Bios Equity Partners III, LP, its general partner

By: Cavu Management, LP, its general partner

By: Cavu Advisors, LLC, its general partner

By: /s/ Leslie Wayne Kreis, Jr., Leslie Wayne Kreis, Jr., Manager

By: Bios Capital Management, LP, its general partner

By: Bios Advisors GP, LLC, its general partner

By: /s/ Aaron Glenn Louis Fletcher
Aaron Glenn Louis Fletcher,
Manager

# BIOS FUND III NT, LP

By: Bios Equity Partners III, LP, its general partner

By: Cavu Management, LP, its general partner

By: Cavu Advisors, LLC, its general partner

By: /s/ Leslie Wayne Kreis, Jr. Leslie Wayne Kreis, Jr., Manager

By: Bios Capital Management, LP,

its general partner

By: Bios Advisors GP, LLC, its general partner

By: /s/ Aaron Glenn Louis Fletcher

Aaron Glenn Louis Fletcher,

#### BIOS CLINICAL OPPORTUNITY FUND, LP

By: Bios Equity COF, LP, its general partner

By: Bios Capital Management, LP,

its general partner

By: Bios Advisors GP, LLC, its general partner

By: /s/ Aaron Glenn Louis Fletcher

Aaron Glenn Louis Fletcher,

Manager

### **BP Directors, LP**

By: Bios Equity Partners, LP, its general partner

By: Cavu Management, LP, its general partner

By: Cavu Advisors, LLC, its general partner

By: /s/ Leslie Wayne Kreis, Jr., Leslie Wayne Kreis, Jr., Manager

By: Bios Capital Management, LP, its general partner

By: Bios Advisors GP, LLC, its general partner

By: /s/ Aaron Glenn Louis Fletcher Aaron Glenn Louis Fletcher, Manager

# BIOS EQUITY PARTNERS, LP

By: Cavu Management, LP, its general partner

By: Cavu Advisors, LLC, its general partner

By: /s/ Leslie Wayne Kreis, Jr. Leslie Wayne Kreis, Jr.,

By: Bios Capital Management, LP,

its general partner

By: Bios Advisors GP, LLC,

its general partner

By: /s/ Aaron Glenn Louis Fletcher

Aaron Glenn Louis Fletcher,

Manager

# **BIOS EQUITY PARTNERS II, LP**

By: Cavu Management, LP, its general partner

By: Cavu Advisors, LLC, its general partner

By: /s/ Leslie Wayne Kreis, Jr.

Leslie Wayne Kreis, Jr.,

Manager

By: Bios Capital Management, LP,

its general partner

By: Bios Advisors GP, LLC,

its general partner

By: /s/ Aaron Glenn Louis Fletcher

Aaron Glenn Louis Fletcher,

Manager

### BIOS EQUITY PARTNERS III, LP

By: Cavu Management, LP,

its general partner

By: Cavu Advisors, LLC,

its general partner

By: /s/ Leslie Wayne Kreis, Jr.

Leslie Wayne Kreis, Jr.,

Manager

By: Bios Capital Management, LP,

its general partner

By: Bios Advisors GP, LLC,

its general partner

By: /s/ Aaron Glenn Louis Fletcher

Aaron Glenn Louis Fletcher,

# BIOS EQUITY COF, LP

By: Bios Capital Management, LP,

its general partner

By: Bios Advisors GP, LLC,

its general partner

By: /s/ Aaron Glenn Louis Fletcher

Aaron Glenn Louis Fletcher,

Manager

### CAVU MANAGEMENT, LP

By: Cavu Advisors, LLC,

its general partner

By: /s/ Leslie Wayne Kreis, Jr.

Leslie Wayne Kreis, Jr.,

Manager

# BIOS CAPITAL MANAGEMENT, LP

By: Bios Advisors GP, LLC

its general partner

By: /s/ Aaron Glenn Louis Fletcher

Aaron Glenn Louis Fletcher

Manager

# CAVU ADVISORS, LLC

By: /s/ Leslie Wayne Kreis, Jr.

Leslie Wayne Kreis, Jr.,

Manager

# **BIOS ADVISORS GP, LLC**

By: /s/ Aaron Glenn Louis Fletcher

Aaron Glenn Louis Fletcher,

Manager

/s/ Leslie Wayne Kreis, Jr.

**LESLIE WAYNE KREIS, JR.,** in his individual capacity

/s/ Aaron Glenn Louis Fletcher

AARON GLENN LOUIS FLETCHER, in his individual capacity