

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

**FORM 8-K**

**CURRENT REPORT**  
Pursuant to Section 13 or 15(d) of The Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): **March 27, 2026**

**CINGULATE INC.**

*(Exact name of registrant as specified in its charter)*

**Delaware**  
*(State or other jurisdiction  
of incorporation)*

**001-40874**  
*(Commission  
File Number)*

**86-3825535**  
*(IRS Employer  
Identification No.)*

**1901 W. 47<sup>th</sup> Place**  
**Kansas City, KS 66205**  
*(Address of principal executive offices) (Zip Code)*

**(913) 942-2300**  
*(Registrant's telephone number, including area code)*

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*(Former name or former address, if changed since last report.)*

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Securities registered pursuant to Section 12(b) of the Act:

Title of each class	Trading Symbol(s)	Name of exchange on which registered
Common Stock, par value \$0.0001 per share	CING	The Nasdaq Stock Market LLC (Nasdaq Capital Market)
Warrants, exercisable for common stock	CINGW	The Nasdaq Stock Market LLC (Nasdaq Capital Market)

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (17 CFR §230.405) or Rule 12b-2 of the Securities Exchange Act of 1934 (17 CFR §240.12b-2).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

**Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.**

On March 27, 2026, following stockholder approval of the Issuance Proposal (defined below), Zhanpeng “Frederick” Jiang was appointed as a member of the Board of Directors (the “Board”) of Cingulate Inc. (the “Company”), effective immediately, to serve as a Class I director until the Company’s 2028 Annual Meeting of Stockholders and until his successor is duly elected and qualified, or until his earlier death, resignation or removal, subject to the terms and conditions of the securities purchase agreement, which was filed previously with the Company’s Current Report on Form 8-K, dated January 28, 2026. Following the appointment of Mr. Jiang, the Class I directors will consist of Peter Werth, Jeff Hargroves and Mr. Jiang.

Mr. Jiang was appointed to serve as a member of the Audit Committee of the Board. Following the appointment of Mr. Jiang, the Audit Committee will consist of Jeffrey S. Ervin, as chairman, John A. Roberts, Bryan Lawrence, Mr. Hargroves and Mr. Jiang.

Mr. Jiang was appointed to serve as a member of the Compensation Committee of the Board. Following the appointment of Mr. Jiang, the Compensation Committee will consist of Mr. Lawrence, as chairman, Mr. Ervin, Mr. Roberts, Mr. Hargroves and Mr. Jiang.

Mr. Jiang was also appointed to serve as a member of the Nominating and Corporate Governance Committee of the Board. Following the appointment of Mr. Jiang, the Nominating and Corporate Governance Committee will consist of Mr. Ervin, as chairman, Mr. Lawrence, Mr. Roberts, Mr. Hargroves and Mr. Jiang.

The Board has determined that Mr. Jiang is independent as defined in Listing Rule 5605 of the Nasdaq Stock Market LLC for purposes of serving on the Board. Pursuant to the Company’s Non-Employee Director Compensation Program (the “Director Compensation Program”), Mr. Jiang was granted an option to purchase 15,000 shares of the Company’s common stock (the “Option”). The shares subject to Mr. Jiang’s Option will have a per share exercise price equal to the last reporting sale price reported by the Nasdaq Stock Market on the date of grant and the Option will vest over a period of one year in two equal installments on each six-month anniversary of the grant date for so long as Mr. Jiang remains on the Board through each such vesting date. In addition, Mr. Jiang will be entitled to receive annual cash retainers in the amount of \$ \$40,000 per year for his service on the Board and \$7,500, \$5,000 and \$4,000 per year for his service on the Audit Committee, Compensation Committee and Nominating and Governance Committee, respectively, and any other compensation provided pursuant to the Director Compensation Program.

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**SIGNATURE**

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 hereunto duly authorized.

**CINGULATE INC.**

Dated: April 2, 2026

By: /s/ Shane J. Schaffer

Name: Shane J. Schaffer

Title: Chief Executive Officer

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