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

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**SCHEDULE 14A**

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

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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 Pursuant to §240.14a-12

**Ovid Therapeutics 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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# Your **Vote** Counts!

**OVID THERAPEUTICS INC.**  
2022 Annual Meeting  
Vote by June 08, 2022  
11:59 PM ET



OVID THERAPEUTICS INC.  
1460 BROADWAY  
SUITE 1504  
NEW YORK, NY 10036  
ATTN: DANIELLE MANN

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

1 OF 2  
322224  
148294

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FLASHID-JOB#

## You invested in OVID 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, 2022.**

### Get informed before you vote

View the Notice & 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, 2022. 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](http://www.ProxyVote.com), (2) call 1-800-579-1639 or (3) send an email to [sendmaterial@proxyvote.com](mailto: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](http://www.ProxyVote.com)

Control #



**Smartphone users**  
Point your camera here and vote without entering a control number



**Vote Virtually at the Meeting\***  
June 09, 2022  
11:00 AM EDT

Virtually at:  
[www.virtualshareholdmeeting.com/OVID2022](http://www.virtualshareholdmeeting.com/OVID2022)

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

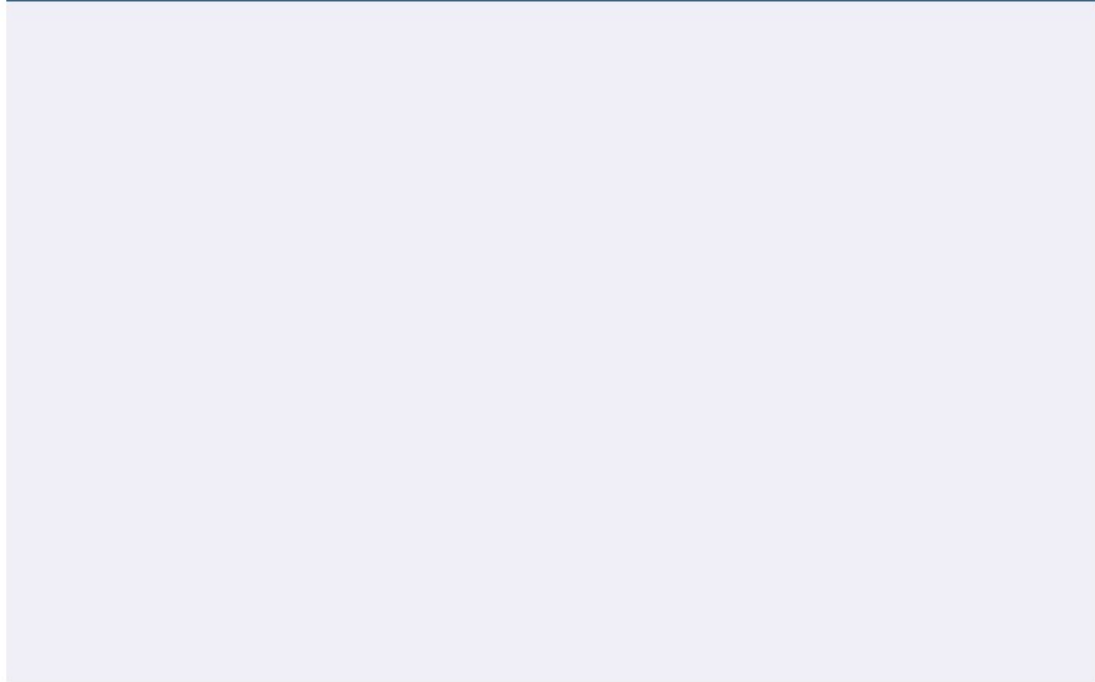
## THIS IS NOT A VOTABLE BALLOT

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 two Class II directors to hold office until the 2025 Annual Meeting of Stockholders. <b>Nominees:</b>	
1a. Kevin Fitzgerald	☑ For
1b. Bart Friedman	☑ For
2. Ratification of the selection of KPMG LLP as our independent registered public accounting firm for the fiscal year ending December 31, 2022.	☑ For

**NOTE:** The shares represented by the proxy, when properly executed, will be voted in the manner directed herein by the undersigned stockholder(s) and, in the discretion of the proxies, upon such other business as may properly come before the meeting. If no direction is made, the proxy will be voted FOR the nominees for the Board of Directors listed in Proposal 1 and FOR Proposal 2, ratification of KPMG LLP as our independent registered public accounting firm.



Prefer to receive an email instead? While voting on [www.ProxyVote.com](http://www.ProxyVote.com), be sure to click "Sign up for E-delivery".

