The Securities and Exchange Commission has not necessarily reviewed the information in this filing and has not determined if it is accurate and complete.

The reader should not assume that the information is accurate and complete.

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549 **FORM D** 

## **Notice of Exempt Offering of Securities**

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OMB Number: 3235-0076 Estimated average burden

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hours per response:

1. Issuer's Identity Previous X None CIK (Filer ID Number) **Entity Type** Names 0001946563 X Corporation Name of Issuer Limited Partnership 60 DEGREES PHARMACEUTICALS, INC. Limited Liability Company Jurisdiction of Incorporation/Organization General Partnership **DELAWARE Business Trust** Year of Incorporation/Organization Other (Specify) Over Five Years Ago | X | Within Last Five Years (Specify Year) 2022 Yet to Be Formed 2. Principal Place of Business and Contact Information Name of Issuer 60 DEGREES PHARMACEUTICALS, INC. Street Address 1 Street Address 2 1025 CONNECTICUT AVENUE NW **SUITE 1000** State/Province/Country Phone Number of Issuer City ZIP/PostalCode WASHINGTON 20036 DISTRICT OF COLUMBIA 202-327-5422 3. Related Persons Last Name First Name Middle Name Dow Geoffrey S. Street Address 1 Street Address 2 1025 Connecticut Avenue NW **Suite 1000** State/Province/Country ZIP/PostalCode City Washington DISTRICT OF COLUMBIA 20036 Relationship: X Executive Officer X Director Promoter Clarification of Response (if Necessary): Chief Executive Officer and President 4. Industry Group Agriculture Health Care Retailing Banking & Financial Services Biotechnology Restaurants Commercial Banking Health Insurance Technology Insurance Hospitals & Physicians Computers Investing X Pharmaceuticals Telecommunications Investment Banking Pooled Investment Fund Other Health Care Other Technology Is the issuer registered as Manufacturing Travel an investment company under Real Estate Airlines & Airports the Investment Company Act of 1940? Commercial Lodging & Conventions Yes Construction Tourism & Travel Services Other Banking & Financial Services **REITS & Finance** Other Travel

**Business Services** 

Energy	Residential Other				
Coal Mining	Other Real Estate				
Electric Utilities					
Energy Conservation					
Environmental Services					
Oil & Gas					
Other Energy					
5. Issuer Size					
Revenue Range OR	Aggregate Net Asset Value Range				
No Revenues	No Aggregate Net Asset Value				
\$1 - \$1,000,000	\$1 - \$5,000,000				
\$1,000,001 - \$5,000,000	\$5,000,001 - \$25,000,000				
\$5,000,001 - \$25,000,000	\$25,000,001 - \$50,000,000				
\$25,000,001 - \$100,000,000	\$50,000,001 - \$100,000,000				
Over \$100,000,000	Over \$100,000,000				
X Decline to Disclose	Decline to Disclose				
Not Applicable	Not Applicable				
6. Federal Exemption(s) and Exclusion(s) Clair	ned (select all that anniv)				
or outral exemption(e) and exercise (e) outra	Tour (object all that apply)				
	Investment Company Act Section 3(c)				
Rule 504(b)(1) (not (i), (ii) or (iii))	Section 3(c)(1) Section 3(c)(9)				
Rule 504 (b)(1)(i)	Section 3(c)(2) Section 3(c)(10)				
Rule 504 (b)(1)(ii)	Section 3(c)(3) Section 3(c)(11)				
Rule 504 (b)(1)(iii)					
X Rule 506(b)	Section 3(c)(4) Section 3(c)(12)				
Rule 506(c)	Section 3(c)(5) Section 3(c)(13)				
Securities Act Section 4(a)(5)	Section 3(c)(6) Section 3(c)(14)				
	Section 3(c)(7)				
7. Type of Filing					
X New Notice Date of First Sale 2022-05-19	First Sale Yet to Occur				
Amendment					
8. Duration of Offering					
Does the Issuer intend this offering to last more the	nan one year? X Yes No				
9. Type(s) of Securities Offered (select all that	apply)				
X Equity	Pooled Investment Fund Interests				
X Debt	Tenant-in-Common Securities				
Option, Warrant or Other Right to Acquire And	ther Security Mineral Property Securities				
Security to be Acquired Upon Exercise of Opti	on, Warrant or Other Other (describe)				
Right to Acquire Security					
10. Business Combination Transaction					
Is this offering being made in connection with a b merger, acquisition or exchange offer?	usiness combination transaction, such as a Yes X No				
Clarification of Response (if Necessary):					
11. Minimum Investment					

12. Sales Compensation		
Recipient	Recipient CRD Number None	
WALLACHBETH CAPITAL LLC	147853	
(Associated) Broker or Dealer X None	(Associated) Broker or Dealer CRD Number X None	
None Stroat Address 1	None Street Address 2	
Street Address 1 1001 YAMATO RD.	Street Address 2 SUITE 404	
City	State/Province/Country	ZIP/Postal Code
BOCA RATON	FLORIDA	33431
State(s) of Solicitation (select all that apply) Check "All States" or check individual States	X Foreign/non-US	
MINNESOTA		
TEXAS		
NEVADA		
NEW JERSEY  DISTRICT OF COLUMBIA		
DISTRICT OF COLUMBIA		
Recipient	Recipient CRD Number None	
CRAFT CAPITAL MANAGEMENT LLC	171350	
(Associated) Broker or Dealer X None	(Associated) Broker or Dealer CRD Number X None	
None	None	
Street Address 1	Street Address 2	
377 OAK STREET	LOWER CONCOURSE STE C2	
City	State/Province/Country	ZIP/Postal Code
GARDEN CITY	NEW YORK	11530
State(s) of Solicitation (select all that apply) Check "All States" or check individual States	Foreign/non-US	
MISSOURI		
MONTANA		
VIRGINIA		
THOMAIL		
13. Offering and Sales Amounts		
Total Offering Amount USD or X Indefinite		
Total Amount Sold \$1,755,000 USD		
Total Remaining to be Sold USD or X Indefinite		
Clarification of Response (if Necessary):		
14. Investors		
Select if securities in the offering have been or may be sold	to pareone who do not qualify as accredited investors, and	
enter the number of such non-accredited investors who alre		
Regardless of whether securities in the offering have been		10
investors, enter the total number of investors who already h	ave invested in the oliening:	
15. Sales Commissions & Finder's Fees Expenses		
Provide separately the amounts of sales commissions and finde an estimate and check the box next to the amount.	rs fees expenses, if any. If the amount of an expenditure is n	ot known, provide
Sales Commissions \$200,500 USD X Estimate		
Finders' Fees $0 \text{ USD } \overline{X}$ Estimate		
Clarification of Response (if Necessary):		
16. Use of Proceeds		
	e hoon or is proposed to be used for normante to any of the	norcono roquired t-
Provide the amount of the gross proceeds of the offering that ha be named as executive officers, directors or promoters in respon		

0 USD Estimate

the box next to the amount.

Clarification of Response (if Necessary):

## Signature and Submission

Please verify the information you have entered and review the Terms of Submission below before signing and clicking SUBMIT below to file this notice.

## **Terms of Submission**

In submitting this notice, each issuer named above is:

- Notifying the SEC and/or each State in which this notice is filed of the offering of securities described and undertaking to furnish them, upon written request, in the accordance with applicable law, the information furnished to offerees.\*
- Irrevocably appointing each of the Secretary of the SEC and, the Securities Administrator or other legally designated officer of the State in which the issuer maintains its principal place of business and any State in which this notice is filed, as its agents for service of process, and agreeing that these persons may accept service on its behalf, of any notice, process or pleading, and further agreeing that such service may be made by registered or certified mail, in any Federal or state action, administrative proceeding, or arbitration brought against the issuer in any place subject to the jurisdiction of the United States, if the action, proceeding or arbitration (a) arises out of any activity in connection with the offering of securities that is the subject of this notice, and (b) is founded, directly or indirectly, upon the provisions of: (i) the Securities Act of 1933, the Securities Exchange Act of 1934, the Trust Indenture Act of 1939, the Investment Company Act of 1940, or the Investment Advisers Act of 1940, or any rule or regulation under any of these statutes, or (ii) the laws of the State in which the issuer maintains its principal place of business or any State in which this notice is filed.
- Certifying that, if the issuer is claiming a Regulation D exemption for the offering, the issuer is not disqualified from relying on Rule 504 or Rule 506 for one of the reasons stated in Rule 504(b)(3) or Rule 506(d).

Each Issuer identified above has read this notice, knows the contents to be true, and has duly caused this notice to be signed on its behalf by the undersigned duly authorized person.

For signature, type in the signer's name or other letters or characters adopted or authorized as the signer's signature.

Issuer	Signature	Name of Signer	Title	Date
60 DEGREES PHARMACEUTICALS, INC.	/s/ Geoffrey S. Dow	Geoffrey S. Dow	President and Chief Executive Officer	2023-05-24

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

<sup>\*</sup> This undertaking does not affect any limits Section 102(a) of the National Securities Markets Improvement Act of 1996 ("NSMIA") [Pub. L. No. 104-290, 110 Stat. 3416 (Oct. 11, 1996)] imposes on the ability of States to require information. As a result, if the securities that are the subject of this Form D are "covered securities" for purposes of NSMIA, whether in all instances or due to the nature of the offering that is the subject of this Form D, States cannot routinely require offering materials under this undertaking or otherwise and can require offering materials only to the extent NSMIA permits them to do so under NSMIA's preservation of their anti-fraud authority.