

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

FORM 12b-25

NOTIFICATION OF LATE FILING

SEC FILE NUMBER: 001-41964

CUSIP NUMBER: 171126105

(Check one): Form 10-K Form 20-F Form 11-K Form 10-Q Form 10-D Form N-CEN Form N-CSR

For Period Ended: **December 31, 2023**

Transition Report on Form 10-K

Transition Report on Form 20-F

Transition Report on Form 11-K

Transition Report on Form 10-Q

For the Transition Period Ended: _____

Read Instruction (on back page) Before Preparing Form. Please Print or Type.

Nothing in this form shall be construed to imply that the Commission has verified any information contained herein.

If the notification relates to a portion of the filing checked above, identify the Item(s) to which the notification relates:

PART I — REGISTRANT INFORMATION

CHROMOCELL THERAPEUTICS CORPORATION

Full Name of Registrant

Former Name if Applicable

4400 Route 9 South, Suite 1000

Address of Principal Executive Office (*Street and Number*)

Freehold, NJ 07728

City, State and Zip Code

PART II — RULES 12b-25(b) AND (c)

If the subject report could not be filed without unreasonable effort or expense and the registrant seeks relief pursuant to Rule 12b-25(b), the following should be completed. (Check box if appropriate)

- (a) The reason described in reasonable detail in Part III of this form could not be eliminated without unreasonable effort or expense
- (b) The subject annual report, semi-annual report, transition report on Form 10-K, Form 20-F, Form 11-K, Form N-CEN or Form N-CSR, or portion thereof, will be filed on or before the fifteenth calendar day following the prescribed due date; or the subject quarterly report or transition report on Form 10-Q or subject distribution report on Form 10-D, or portion thereof, will be filed on or before the fifth calendar day following the prescribed due date; and
- (c) The accountant's statement or other exhibit required by Rule 12b-25(c) has been attached if applicable.

PART III — NARRATIVE

State below in reasonable detail why Forms 10-K, 20-F, 11-K, 10-Q, 10-D, N-CEN, N-CSR, or the transition report or portion thereof, could not be filed within the prescribed time period.

Chromocell Therapeutics Corporation (the "Company") is unable to complete the preparation, review and filing of its Annual Report on Form 10-K for the year ended December 31, 2023 (the "Form 10-K") by April 1, 2024 without unreasonable effort or expense because the Company requires additional time (i) to compile and analyze supporting documentation and to prepare and review its financial statements in order to complete the Form 10-K in order to permit the Company's independent registered public accounting firm to complete its audit of the condensed financial statements included in the Form 10-K and (ii) to ensure adequate disclosure of the financial information required to be included in the Form 10-K as a result of the Company's recent initial public offering, which have required additional time and review to ensure accurate reporting.

PART IV — OTHER INFORMATION

- (1) Name and telephone number of person to contact in regard to this notification

Francis Knuettel II	(732)	514-2636
(Name)	(Area Code)	(Telephone Number)

- (2) Have all other periodic reports required under Section 13 or 15(d) of the Securities Exchange Act of 1934 or Section 30 of the Investment Company Act of 1940 during the preceding 12 months or for such shorter period that the registrant was required to file such report(s) been filed? If answer is no, identify report(s). Yes No
- (3) Is it anticipated that any significant change in results of operations from the corresponding period for the last fiscal year will be reflected by the earnings statements to be included in the subject report or portion thereof? Yes No

If so, attach an explanation of the anticipated change, both narratively and quantitatively, and, if appropriate, state the reasons why a reasonable estimate of the results cannot be made.

Chromocell Therapeutics Corporation
(Name of Registrant as Specified in Charter)

has caused this notification to be signed on its behalf by the undersigned hereunto duly authorized.

Date April 1, 2024

By: /s/ Francis Knuettel II

Name: Francis Knuettel II

Title: Chief Executive Officer
