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): August 3, 2020

TONIX PHARMACEUTICALS HOLDING CORP. (Exact name of registrant as specified in its charter)

Nevada (State or Other Jurisdiction of Incorporation)

001-36019 (Commission File Number)

26-1434750 (IRS Employer **Identification No.)**

509 Madison Avenue, Suite 1608, New York, New York 10022 (Address of principal executive offices) (Zip Code)

Registrant's telephone number, including area code: (212) 980-9155

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))

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

Emerging growth company \Box

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.

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

Common Stools The NASDAO Global Market	1	itle of each class Trading Symbol(s) Name of each exchange on which registered
Common Stock The NASDAQ Global Market		ommon Stock TNXP The NASDAQ Global Market

Item 7.01 Regulation FD Disclosure.

Tonix Pharmaceuticals Holding Corp (the "Company") updated its investor presentation, which is used to conduct meetings with investors, stockholders and analysts and at investor conferences, and which the Company intends to place on its website, which may contain nonpublic information. A copy of the presentation is filed as Exhibit 99.01 hereto and incorporated herein by reference.

The information in this Item 7.01 of this Current Report on Form 8-K, including Exhibit 99.01 attached hereto, shall not be deemed "filed" for purposes of Section 18 of the United States Securities Exchange Act of 1934 (the "Exchange Act") or otherwise subject to the liabilities of that section, nor shall they be deemed incorporated by reference in any filing under the United States Securities Act of 1933 or the Exchange Act, except as shall be expressly set forth by specific reference in such a filing.

Item 9.01 Financial Statements and Exhibits.

(d)	Exhibit		
	No.	Description.	
	<u>99.01</u>	Corporate Presentation by the Company for August 2020	

SIGNATURE

Pursuant to the requirement of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

TONIX PHARMACEUTICALS HOLDING CORP.

Date: August 3, 2020

By: <u>/s/ Bradley Saenger</u> Bradley Saenger Chief Financial Officer

Exhibit 99.01

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August 2020

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Cautionary Note on Forward-Looking Statements

Certain statements in this presentation regarding strategic plans, expectations and objectives for future operations or results are "forward-looking statements" as defined by the Private Securities Litigation Reform Act of 1995. These statements may be identified by the use of forward-looking statements are based on Tonix's current expectations and actual results could differ materially. There are a number of factors that could cause actual events to differ materially from those indicated by such forward-looking statements. These factors include, but are not limited to, risks related to failure to obtain U.S. Food and Drug Administration clearances or approvals and noncompliance with its regulations; our need for additional financing; delays and uncertainties caused by the global COVID-19 pandemic; substantial competition; uncertainties of patent protection and litigation; uncertainties of government or third party payor reimbursement; limited research and development efforts and dependence upon third parties. As with any pharmaceutical under development, there are significant risks in the development, regulatory approval and commercialization of new products. The forward-looking statements in this presentation are made as of the date of this presentation, even if subsequently made available by Tonix on its website or otherwise. Tonix does not undertake an obligation to update or revise any forward-looking statement, except as required by law. Investors should read the risk factors set forth in the Annual Report on Form 10-K for the year ended December 31, 2019, as filed with the Securities and Exchange Commission (the "SEC") on March 24, 2020, and periodic reports and current reports filed with the SEC on or after the date thereof. All of Tonix's forward-looking statements are expressly qualified by all such risk factors and other cautionary statements.

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onix Pharmaceuticals



Developing novel therapies for humanity

- A clinical-stage biopharmaceutical company committed to discovering and developing innovative and proprietary new therapeutics that address the needs of patients
- We focus on developing small molecules and biologics:
 - · CNS (pain, neurology, psychiatry, addiction)
 - Immunology (vaccines, immunosuppression, oncology, autoimmune disease)

our Pipeline – CNS Portfolio

	CANDIDATES	INDICATION	STATUS
		Fibromyalgia (FM) - Lead Program	Phase 3 – ongoing
	TNX-102 SL ¹	PTSD	Phase 3 – ongoing
	1NA-102 SL	Agitation in Alzheimer's	Phase 2 ready
		Alcohol Use Disorder	Pre-IND ²
CNS	TNX-1300 ³	Cocaine Intoxication / Overdose	Phase 2
Portfolio		Major depression	Phase 1
	TNX-601 CR4	PTSD	Phase 1
		Neurocognitive Dysfunction from Corticosteroids	Phase 1
	TNX-16005	Depression, PTSD and ADHD	Preclinical
	TNX-1900 ⁶	Migraine and craniofacial pain	Clinical – pre-IND ⁷

TRX-102 SL (cyclobenzaprine HCI sublingual tablets) is an investigational new drug and has not been approved for any indication. ¹Pre-Investigational New Drug (IND) meeting completed in October 2019 with FDA. Upon receiving FDA clearance of an IND application, it will be Phase 2 POC ready as it is expected to quality for the 505(b/2) pathway for approval, *TrX-100 (T1128/G1230 double-mutant coacine esterase 200 mg, i.v. solution) is an investigational new biologic and has not been approved for any indication; licensed from Columbia University. TRX-6012 RE is in the pre-IND stage in the U.S.; a Phase 1 trial for farmulation development was recently completed outside of the U.S. Masets purchased from TRImaran Pharma; license agreement with Vayne State University Two ex-U.S. Phase 2 trials have been completed using TRX-1900@ 2020 Tonix Pharmaceuticals Holding Corp.

our Pipeline – Immunology Portfolio

	CANDIDATES	INDICATION	STATUS
	TNX-1800	Covid-19 vaccine – Prioritized Program ¹	Preclinical
	TNX-2300	Covid-19 vaccine ²	Preclinical
Immunology	TNX-801	Smallpox and monkeypox preventing vaccine ³	Preclinical
Portfolio	TNX-1200	Smallpox and monkeypox preventing vaccine ⁴	Preclinical
	TNX-1500	Organ Transplant Rejection/Autoimmune Conditions ⁵	Preclinical
	TNX-1700	Gastric and pancreatic cancers6	Preclinical

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¹Live attenuated vaccine based on horsepox virus vector ¹Live attenuated vaccine based on bovine parainfluenza virus vector; option for license with Kansas State University ¹Live attenuated vaccine based on horsepox virus ¹Live vaccine based on vaccinia virus ¹Sinti-CD40, Limmainzed menoclonal antibody ¹Frecombinant trefoil factor 2 (TFF2) based protein; licensed from Columbia University



Utilizes Tonix's proprietary horsepox virus as a vector

· Designed to express a protein from SARS-CoV-2, the cause of COVID-19

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· Collaboration with Southern Research

Manufacturing agreement with FUJIFILM Diosynth

 Development for Good Manufacturing Practice (GMP) manufacturing for human trials

Key Milestones: results from animal studies due 4Q20

 Small animals and non-human primate studies, including challenge with SARS-CoV-2

"TNX-1800 is at the pre-IND stage of development



We expect more than one vaccine will be approved by FDA

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· Different vaccines for different individuals

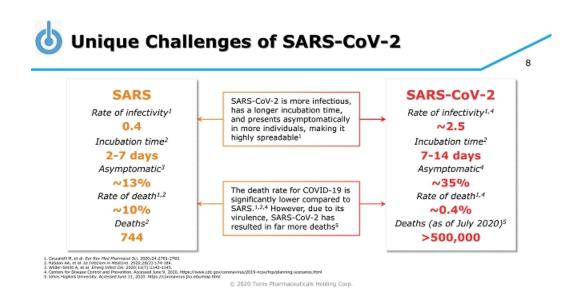
More than 150 vaccines in development

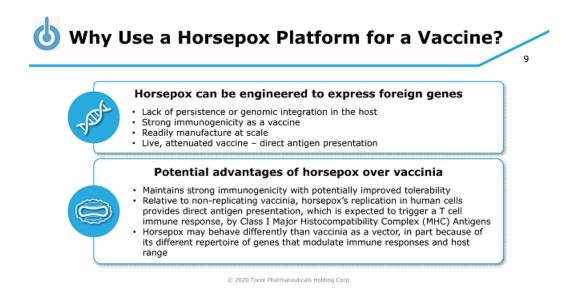
- Diversity of approaches is important since protective immunity is not yet understood
- · Technologies range from never tested before to 220 years old
- · Uncertainty exists around efficacy, durability and importantly, safety

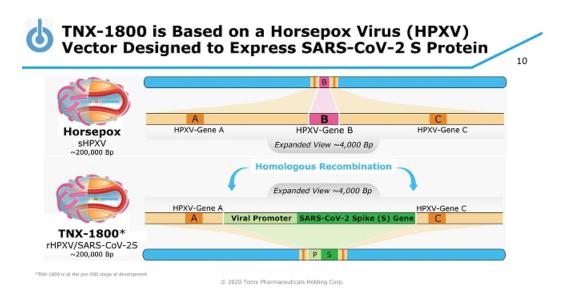
· Only ~5 live attenuated vector systems in development

 Tonix (horsepox), Tonix (bovine parainfluenza), Merck (measles¹- and VSV²based), Zydus Cadila (measles-based)

¹Measles-based vaccine, acquisition of Themis, collaboration with Institute Pasteur ²VSV = vesicular stomatitis virus; collaboration with IAVI = International AIOS vaccine Initiative







TNX-1800 is Designed to Induce Robust T_H1 Cellular Immunity 11 Memory CD4 T cell Inactive CD4 T cell * \bigcirc Dendritic cell (DC) 0 D 0 11-4 6 Mas



us vaccine delivered via scarification, indicating successful vaccination mple of major cutaneous reaction, or "take," resulting fro

1.Fulginiti VA, et al. Chn Infect Dis. 2000;37(2):241-250. 2.Liu L, et al. Nature Med. 2010;16(2):224-228. 3.Centers for Disease Control and Provention. Accessed April 15, 2020. https://phil.cdc.gov/Details.aspx?pid=3276

T cell immunity

- Durable or long-lived (many years)
- · Recognize fragments of pathogens on the surfaces of infected cells

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- · Cannot recognize pathogens directly
- · Potential to clear viral infections (by killing infected cells)
- · Potential to block forward transmission (contagion) by infected people

Antibody immunity

- Temporary or short-lived (typically 3-6 months)
- · Recognize pathogens directly
- · Potential to block viral entry (by recognizing pathogens)
- Can only recognize virally infected cells that express viral surface proteins





Southern Research will address two key questions:

Will vaccination of animals elicit an immune response to the S protein?
 • 4th Quarter 2020 – Small animal response expected¹

Will immune response protect non-human primates against a challenge with SARS-CoV-2 virus?

4th Quarter 2020 – Primate testing results expected¹

Manufacturing development for GMP virus initiated

· Clinical development will require manufacturing for clinical supplies

¹We cannot predict whether the global COVID-19 pandemic will impact the timing of these milestones © 2020 Tonix Pharmaceuticals Holding Corp.



Collaboration with Kansas State University to develop a vaccine candidate for the prevention of COVID-19

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 Utilizes a novel live attenuated vaccine vector platform and the CD40-ligand to stimulate T cell immunity

Live attenuated vaccine based on bovine parainfluenza virus¹⁻⁵

- Previously has been shown to be an effective antigen delivery vector in humans, notably well tolerated in infants and children
- Vector is well suited for mucosal immunization using a nasal atomizer, but it can also be delivered parenterally

 'Halle, AA et al. J Gen. Wrology (2003) 84:2153–2162

 'Halle, AA et al. J Wrology (2000) 74 (24): 11626–11635

 'Karron RA et al. J Inf Ubs (1995) 171: 1107-14

 'Karron RA et al. Vaccine (2012) 30: 3975–3981

 'Schmidt AC et al. J Wrology (2001) 75(10): 4594–4603

 'Schmidt AC et al. J Wrology (2001) 75(10): 4594–4603

Live, Attenuated Virus Vaccines for Other Infectious Diseases¹

· Long term, durable immunity

 Expected to stimulate T cells and provide years to decades of protection

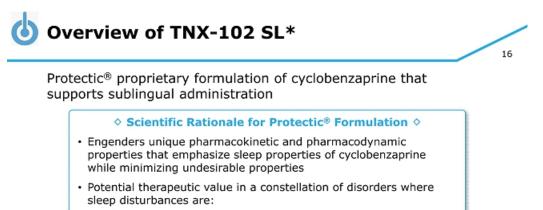
Single administration, scalable manufacturing

 Low dose is amplified by replication, mRNA and protein synthesis at vaccination site 15

Block forward transmission (infectivity)

 Key to conferring herd immunity and protecting immunocompromised

¹For example, the eradication of smallpox, containment of measles, mumps, and rubella Corp.



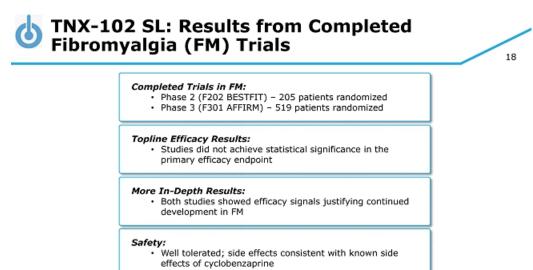
- Co-morbid
- · Involved in the onset, progression and severity of the disease

*TNX-102 SL is in clinical stage of development and not approved for any indication

b TNX-102 SL: Differentiation from Oral Formulations

FEATURE	BENEFIT	ADVANTAGE
Cyclobenzaprine	40+ years as oral medication	Established safety record
Formulation: Protectic®	Allows submucosal absorption	Not achievable with oral formulation
Administration: sublingual	Bypasses gut	Avoids first-pass metabolism; reduced formation of "activating" metabolite
Pharmacokinetic profile	Rapid absorption (peak at ~4 hours, low trough levels 8-24 hours)	Desired profile for nighttime action
Dose: low (2.8 to 5.6 mg)	Recruitment of high affinity receptors (5-HT _{2A} , a_1 , H_1)	Complimentary trimodal mechanism of action with less risk of off-target interference

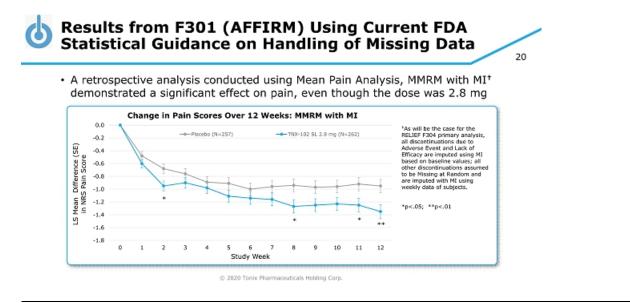
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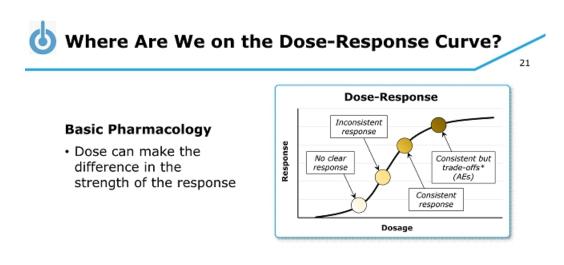


TNX-102 SL 2.8 mg: Efficacy Signal in Completed FM Trials

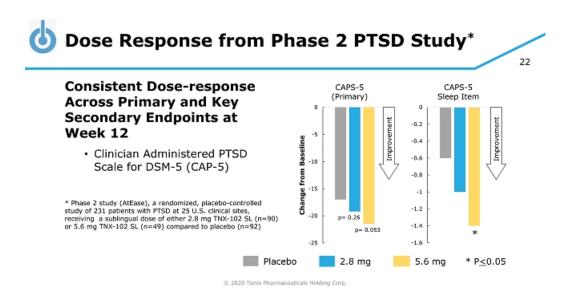
		Phase 2b F202 (BESTFIT) Dose: 2.8 mg	Phase 3 F301 (AFFIRM) Dose: 2.8 mg
Primary Endpoint:	Pre-specified pain endpoint	Change in daily pain score (ANCOVA with JTC/MI*) Trend: p=0.172	Responder analysis ≥30% pain reduction (Logistic regression) Trend: p=0.095
Pain Relief at Week 12	Post hoc analysis	Responder analysis 230% pain reduction (Logistic Regression) p=0.033	Imbalance in missing data and individuals with missing data treated as 'non-responder' Current FDA statistical guidance on handling missing data: analysis with MMRM with MI* p=0.005
Key Secondary Endpoints: Global improvement or improvement in symptoms and function	Patient Global Impression of Change (PGIC)	p=0.025	p=0.038
	Fibromyalgia Impact Questionnaire-Revised (FIQ-R) total score	p=0.015 (ANCOVA)	P<0.001
	PROMIS Sleep Disturbance instrument	p=0.004 (ANCOVA)	P<0.001
	FIQ-R Pain Item	p=0.004	P<0.001

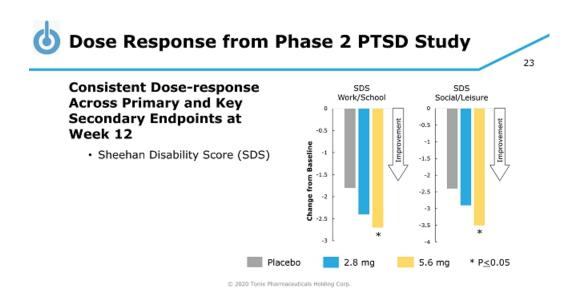
*NI =multiple imputation; JTC = jump to control; MMRM = Multiple measures repeated models © 2020 Tonix Pharmaceuticals Holding Corp.

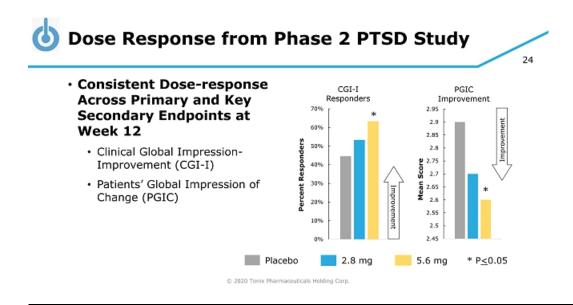




*Trade off's are increases in adverse events, side-effects and drug-drug interactions © 2020 Tonix Pharmaceuticals Holding Corp.









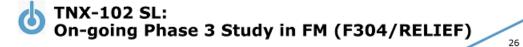
Effect of Dose on Adverse Events (AEs) in the P201/AtEase and P301/HONOR PTSD Studies

Dose-related AEs:

- AE profiles are comparable between FM and PTSD studies at 2.8 mg
 No serious and unexpected AEs in PTSD at either 2.8 or 5.6 mg doses
 No unique systemic AEs observed for 5.6 mg dose (but generally, a modest increase in frequency)
 Severity and incidence of oral hypoesthesia (oral numbness) are not dose related

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		P201		P3	01	
		Placebo (N=94)	2.8 mg (N=93)	5.6 mg (N=50)	Placebo (N=134)	5.6 mg (N=134)
	Somnolence	6.4%	11.8%	16.0%	9.0%	15.7%
Systemic	Dry Mouth	10.6%	4.3%	16.0%		
Adverse Event * #	Headache	4.3%	5.4%	12.0%		
	Insomnia	8.5%	7.5%	6.0%		
	Sedation	1.1%	2.2%	12.0%		
Land	Hypoaesthesia oral	2.1%	38.7%	36.0%	1.5%	37.3%
Local Administration Site Reaction	Paresthesia oral	3.2%	16.1%	4.0%	0.7%	9.7%
	Glossodynia	1.1%	3.2%	6.0%		
* #	Product Taste Abnormal				3.0%	11.9%



Key changes to protocol from previous Phase 3 trial in FM

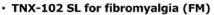
- Exclusive use of higher dose of 5.6 mg (2 x 2.8 mg)
- Primary endpoint: mean pain improvement
 Analysis: MMRM with MI
- · Clear guidance from FDA to advance fibromyalgia program using higher dose (5.6 mg)
- · Long-term safety of 5.6 mg dose from PTSD studies expected to support FM NDA

· Study is progressing on schedule

- · First patient enrolled in the new Phase 3 RELIEF study in December 2019
- · Completed enrollment in July 2020
- · Interim analysis results expected September 2020; topline results expected 4Q 2020 if no delays
- · Potential pivotal efficacy study to support NDA approval



b Tonix Pharmaceuticals: Lead Programs Summary¹



- · Phase 3 clinical development RELIEF study fully enrolled
- Sublingual cyclobenzaprine tablets at higher dose of 5.6 mg
- Milestones:
 - September 2020 Interim analysis results expected⁵
 4th Quarter 2020 Topline data expected⁵

TNX-1800 potential vaccine for COVID-19^{2,3}

- Preclinical stage
- Live virus vaccine designed on our horsepox vaccine platform⁴ to express the SARS-CoV-2 Spike

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- (S) protein
- Milestones:

 - 4th Quarter 2020 –Small animal response expected⁵
 4th Quarter 2020 Primate testing results expected⁵
 2021 Phase 1 human safety study to be initiated

¹ Experimental new medicines and biologics, not approved for any indication
² Collaboration with Southern Research
³ Collaboration with Southern Research
³ Covid-19 - Coronavirus disease 2019
⁴ TMX-801 is unmodified horsegow virus, which is in development as a vaccine to protect against smolpox and monkeypox
⁵ We cannot predict whether the global COVID-19 pandemic will impact the timing of these milestones
⁶ 2020 Tonix Pharmaceuticals Holding Corp.
⁶

Opportunities to Expand TNX-102 SL to Other Indications

Role of sleep disturbance more established in common psychiatric and neurological/pain disorders

- · Recognized as a core symptom of many of these disorders
- Traditional sleep medications, which increase sleep quantity, may not provide benefit (benzodiazepines in major depression) or are contraindicated

Psychiatric Disorders

- Stress Disorders (PTSD)
- Mood Disorders (Depression)
- Anxiety Disorders
- Addiction (Alcohol Use Disorder)
- Psychiatric Symptoms of Neurological Disorders
 Chro

 • Agitation in Alzheimer's
 Cl

 • Psychosis in Parkinson's, Alzheimer's and other dementias
 • Os
- Chronic Pain States
 Chronic wide-spread pain
 (fibromyalgia)
 Osteoarthritis

Growing recognition that there are many disorders where sleep disturbances may have a role in the pathophysiology (cardiovascular, metabolic, neurologic)

· Sleep quality plays a homeostatic role in several disorders

5 TNX-102 SL: Potential Treatment for Agitation in Alzheimer's Disease (AAD)



Agitation is one of the most distressing and debilitating of the behavioral complications of Alzheimer's disease

Includes emotional lability, restlessness, irritability and aggression¹

Link between disturbed sleep and agitation in Alzheimer's¹⁻³

Agitation is commonly diurnal (e.g., "sundowning")

Prevalence

 Agitation is likely to affect more than half of the 5.3 million Americans who currently suffer from moderate to severe Alzheimer's disease; expected to nearly triple by 2050⁴

Significant unmet need with no FDA approved drugs for the treatment of AAD

Proposed Phase 2 study can potentially serve as a pivotal efficacy study to support

NDA approval5 "Pase, Ket al. (2015). Anovien Journal of Atohemer's Disease & Other Dementals, 20178 "Stan, Y. H., et al. (2017). Journal of the Amorican Medical Divertors Association, 18, 196. "Cancelle, M., et al. (2016). Footbes in medicine, 3. "Pas Alzhermer's Association, 2017 Advisorur's Disease Facts and Figures: <u>https://www.aiz.org/fieth/</u> "Pas Actionmer's Association, 2017 Advisorur's Disease Facts and Figures: <u>https://www.aiz.org/fieth/</u> "Pas Actionmer's Association, 2017 Advisorur's Disease Facts and Figures: <u>https://www.aiz.org/fieth/</u> "Pas Actionmer's Association, 2017 Advisorur's Disease" Action and Page 2018 "Disease" Advisorum Advis

TNX-102 SL: Potential Treatment for Alcohol Use Disorder (AUD)

AUD is a chronic relapsing brain disease

· Characterized by compulsive alcohol use, loss of control over alcohol intake, and a negative emotional state when not using

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Sleep disturbance is extremely common in alcohol recovery¹

· Significantly impacts daytime cognition, mood, and ability to participate in alcohol treatment, and is associated with increased risk of relapse

Prevalence

An estimated 36 million adults in the U.S. have AUD²

Three FDA-approved medications

· Remains an unmet need due to compliance and safety issues

Pre-IND meeting with the FDA completed in October 2019

- · Discussed 505(b)(2) development plan for TNX-102 SL as a treatment for AUD
- IND application submitted in 2Q 2020 to support a Phase 2 POC Study³

 Verwalt et al, J Addst Dis. 2007 ; 26(4): 41-54

 Parant et al, JAMA Psychiatry 2015; 72(9): 757-766; www.census.gov

 Ve cannot predict whether the global COVID-19 gandemic will impact the timing of this milestone.

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TNX-1300* for the Treatment of Cocaine Intoxication

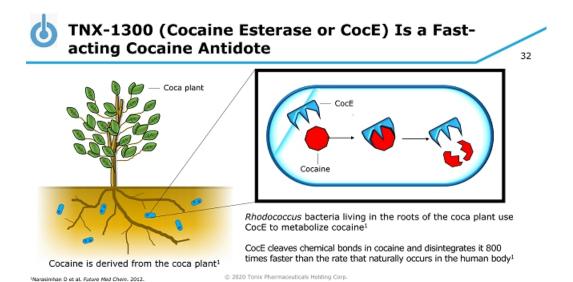
Recombinant protein that degrades cocaine in the bloodstream¹

- Double-mutant cocaine esterase (CocE)
- · CocE was identified in a bacterium (Rhodococcus) that use cocaine as its sole source of carbon and nitrogen and that grow in soil surrounding coca plants²
- CocE catalyzes the breakdown of cocaine into metabolites ecgonine methyl ester and benzoic acid

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- Phase 2 study completed by Rickett Benckiser (TNX-1300 was formerly RBP-8000)³
 - · Volunteer cocaine abusers received cocaine 50 mg i.v. infusion over 10 minutes
 - · TNX-1300 given one minute after completion of cocaine infusion
 - ·Rapidly reversed the physiologic effects of cocaine; cocaine plasma exposures dropped by 90% within two minutes
 - Well tolerated with the most frequently reported adverse events being gastrointestinal disorders (including dry mouth, nausea); nervous systems disorders (including headache, dizziness) and skin and subcutaneous tissue disorders (including hyperhidrosis, dermatitis)

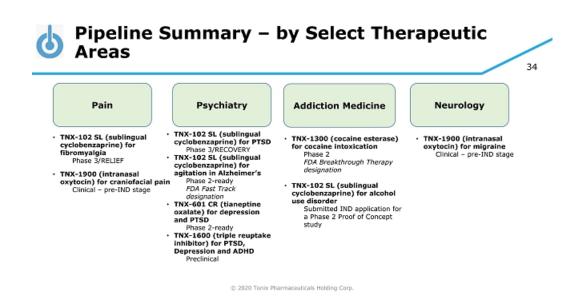
*TNX-1300 (T172R/G173Q double-mutant cocaine esterase 200 mg, i.v. solution) is an investigational new biologic and has not been approved for any indication. Gao D et al, Nol Pharmacol. 2009. 75(2):318-23.
 ² Brester MM et al, Appl Environ Microbiol. 2000. 66(3):904-8.
 ³ Nasser AF et al, J Addict Dis, 2014;33(4):289-302. 31

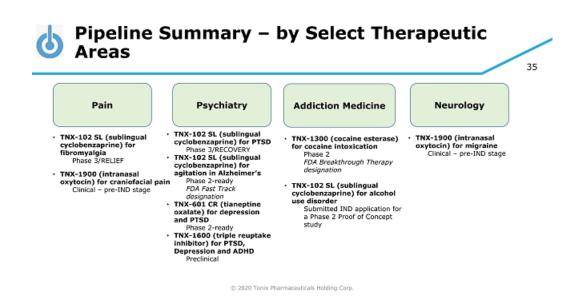


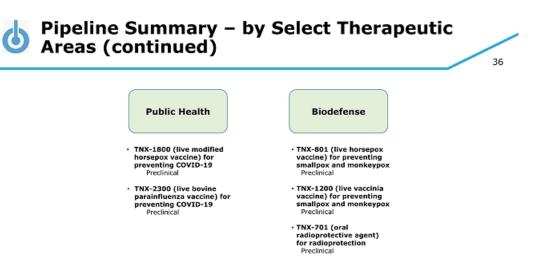
Psychiatry, Immunology and Oncology Preclinical Pipeline¹

- Freemical	ripenne	
Pipeline Product	Indication(s)	Category
TNX-1600 Triple reuptake inhibitor ²	Daytime treatment for Depression, PTSD and ADHD ³	Psychiatry
TNX-1500 Anti-CD154 monoclonal antibody	Prevention and treatment of organ transplant rejection Treatment of autoimmune conditions	Transplant Autoimmunity
TNX-1700	Treatment for gastric and pancreatic cancers	Oncology

¹Experimental new medicines and biologics, not approved for any indication ²(25,4R,5R)-5-(((2-aminobenzo(qthinaco)-6-y))methyl)amino)-2-(bis(4-fluorophenyl)methyl)tetrahydra-2H-pyran-4-ol) is an inhibitor of reuptake of three monoamine neurotransmitters (serotonic, norepinephrine and dopamine) - licenced fram Wayne State University ³ADHD - attaction didit hyperactivity disordor ⁴ABCombinant, Trefoil Family Factor 2 - licenced from Columbia University









2nd Quarter 2020	Submitted IND application for TNX-102 SL to support Phase 2 POC study in AUD
September 2020	Interim analysis results from TNX-102 SL Phase 3 F304/RELIEF study in fibromyalgia expected
4 th Quarter 2020	Topline data from TNX-102 SL Phase 3 F304/RELIEF study in fibromyalgia expected
4 th Quarter 2020	Small animal data from TNX-1800 in COVID-19 model expected
4th Quarter 2020	Primate data from TNX-1800 in COVID-19 model expected
D 2021	Initiation of Phase 1 safety study of TNX-1800 for COVID-19 expected

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¹ We cannot predict whether the global COVID-19 pandemic will impact the timing of these milestones. © 2020 Tonix Pharmaceuticals Holding Corp.

ዕ Manage	38	8	
	eth Lederman, MD resident & CEO		
	iregory Sullivan, MD hief Medical Officer	COLUMBLA UNIVERSITY Department of Psychiatry New York State Psychiatric Institute	
	radley Saenger, CPA hief Financial Officer		
	essica Morris hief Operating Officer	Deutsche Bank	
	© 2020 Tonix Pharman	euticals Holding Corp.	



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Thank You!

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