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): September 21, 2021

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.)

26 Main Street, Suite 101, Chatham, New Jersey 07928 (Address of principal executive offices) (Zip Code)

Registrant's telephone number, including area code: (862) 904-8182

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 each exchange on which registered
Common Stock	TNXP	The NASDAQ Global Market

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 □

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. \Box

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.

Date: September 21, 2021

(d)	Exhibit No.	Description.
	99.01 104	Corporate Presentation by the Company for September 2021 Cover Page Interactive Data File (embedded within the Inline XBRL document).

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.



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 words such as "anticipate," "believe," "forecast," "estimate" and "intend," among others. These 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, the risks related to failure to obtain FDA clearances or approvals and noncompliance with FDA regulations; delays and uncertainties caused by the global COVID-19 pandemic; risks related to the timing and progress of clinical development of our product candidates; our need for additional financing; uncertainties of patent protection and litigation; uncertainties of government or third party payor reimbursement; limited research and development efforts and dependence upon third parties; and substantial competition. 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, 2020, as filed with the Securities and Exchange Commission. (the "SEC") on March 15, 2021, 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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TONIX

WHAT WE DO **OUR MISSION** ADVANCING THE SCIENCE AND UNDERSTANDING OF DISEASES by developing innovative therapies that improve population health by focusing on unmet needs in patient care **OUR STRATEGY** Using our integrated development engine, we advance innovative programs across multiple therapeutic areas into the clinic while maximizing asset potential

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PIPELINE

COVID, BIODEFENSE & IMMUNOLOGY PORTFOLIO

CANDIDATES	PORTFOLIO & INDICATION	NEXT MILESTONE
	COVID	
TNX-1800	COVID-19 Vaccine ¹	Phase 1 start - 1H 2022
TNX-102 SL	Long COVID-19 (Post-Acute Sequelae of COVID-19 or PASC) ²	Clinical - Pre-IND
TNX-2100	SARS-CoV-2 Diagnostic for T-Cell Immunity ³	First-in-human study - Q4 2021
TNX-3500	COVID-19 Antiviral ⁴	Preclinical
	BioDefense	
TNX-8015	Smallpox and monkeypox preventing vaccine	Preclinical
TNX-701	Radioprotection	Preclinical
	Immunology & Oncology	
TNX-1500 ⁶	Organ Transplant Rejection/ Autoimmune Conditions	Preclinical
TNX-17007	Gastric and pancreatic cancers	Preclinical

^{*}All of Tonix's product candidates are investigational new drugs or biologics and have not been approved for any indication.

*Live attenuated vaccine based on horsepox virus vactor.

*Pre-IND meeting with the FDA completed and based on final meeting minutes, Company plans to file IND to support Phase 2 study in subset of patients whose symptoms overlap with fibromystigls

*In vivo diagnostic: SARS-CoV-2 peptide epitope mixtures for intradermal administration to measure delayed-type hypersensitivity to SARS-CoV-2.

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PIPELINE CNS PORTFOLIO

Candidates	INDICATION	STATUS
	CNS	
TNX-102 SL ¹	Fibromyalgia (FM) Posttraumatic Stress Disorder (PTSD) Long COVID (PASC²)	Phase 3 Ongoing Phase 2 Clinical – Pre-IND ³
TNX-13004	Cocaine Intoxication / Overdose	Phase 2
TNX-1900 ⁵	Migraine and Craniofacial Pain	Clinical – pre-IND ⁶
TNX-29007	Prader-Willi Syndrome	Clinical – pre-IND
TNX-601 CR	Depression, PTSD, Neurocognitive Dysfunction from Steroids	Clinical – pre-IND ⁸
TNX-1600 ⁹	Depression, PTSD and ADHD	Preclinical

TONIX

"All of Tonix's product candidates are investigational new drugs or biologics and have not been approved for any indication.

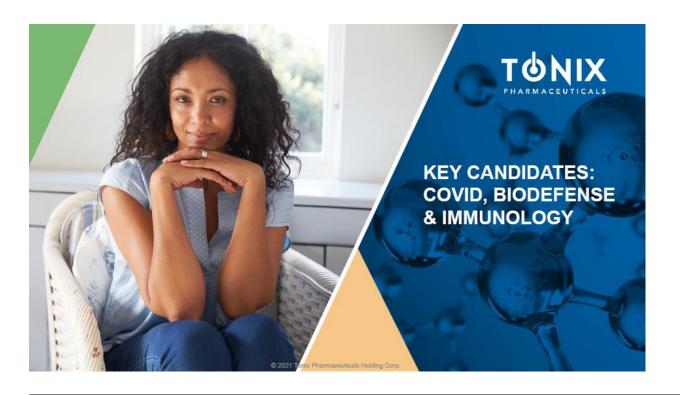
TNX-102 SL (cyclobenzaprine HCl sublingual tablets) is an investigational new drug and has not been approved for any indication. Long COVID/PASC program is also included in the COVID-19 Portfolio. Additional indications of Agitation in Alzheimer's Disease (AAD) and Alcohol Use Disorder (AUD) are Phase 2 ready.

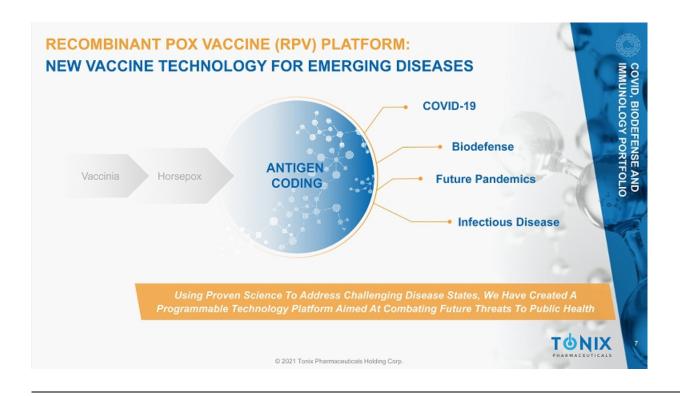
*PostA-cute Sequelse of COVID-19.

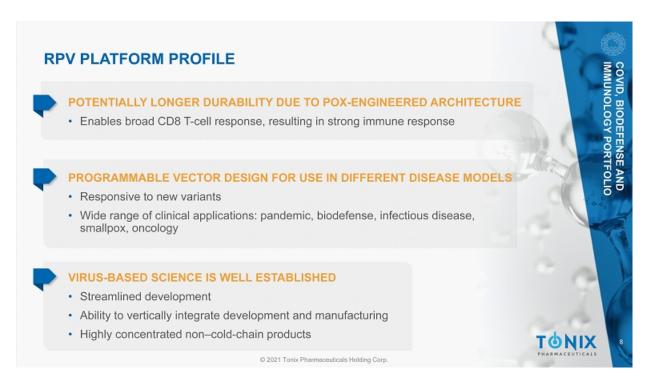
*PrestA-cute Sequelse of CovID-19.

*Prest

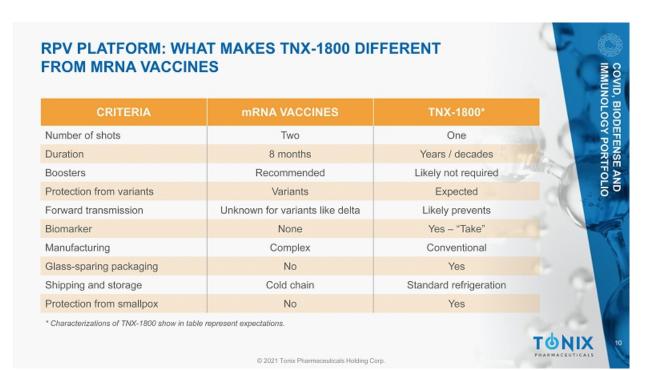
ADHD = attention-deficit hyperactivity disorder; FM = fibromyalgia; IND = investigational new drug; PASC = post-acute sequelae of COVID-19; PTSD = postfraumatic stress disorder. © 2021 Tonix Pharmaceuticals Holding Corp.











US TRENDS IN COVID-19 VACCINE BOOSTER DEVELOPMENT CURRENT US GOVERNMENT STANCE IS BOOSTERS MAY BE NEEDED POST- PFIZER OR MODERNA VACCINATION¹

- CDC, FDA, White House, COVID-19 Response Team stated that immunity wanes and booster vaccines are being considered
- FDA advisory committee has voted in favor of a Pfizer booster shot for those 65 and older as well as high-risk individuals
- J&J vaccine duration under review

BOOSTER DEVELOPMENT ACTIVITY

- Pfizer applied for FDA approval of potential boosters based on a Phase 3 clinical trial in which participants were given a booster between 4.8 and 8 months after completing the two-dose primary regimen²
- J&J and Moderna also developing boosters³⁻⁴

IMPORTANCE OF TESTING PROTECTIVE IMMUNITY

- · Personalized approach to determine need for vaccine boosters
- · More cost effective
- · Reduces risk with unnecessary vaccination
- One-size-fits-all booster strategy is expensive and unlikely unsustainable

www.cdc.gov/media/releases/2021/s0818-covid-19-booster-shots.html Nww.investors.pfizer.com/investor-news/pres-release-details/2021/Pfizer-and-BioNTech-Initiate-Rolling-Submission-of-Supplemental-Biologics-License-Application-to-U.S.-FDA-for-Booster-Dose-of-COMIRNATY-in-Individuals-16-and-Older/default.aspx

*www.jnj.com/johnson-johnson-announces-data-to-support-boosting-its-single-shot-covid-19-vaccine
*investors.modernatx.com/news-releases/news-release-details/moderna-announces-submission-initial-data-us-fde-its-covid-19

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RPV PLATFORM & COVID-19 VACCINE

INTERNAL DEVELOPMENT & MANUFACTURING CAPABILITIES

Infectious Disease R&D Center (RDC) - Frederick, MD

- Function: Accelerated development of vaccines and antiviral drugs against COVID-19, its variants and other infectious diseases
- Description: ~48,000 square feet, BSL-2, currently operated by Southern Research
- Status: Acquisition expected to close in the fourth quarter of 2021

- Advanced Development Center (ADC) New Bedford, MA
 Function: Development and clinical scale manufacturing of live-virus vaccines to support Phase 1 and Phase 2 trials
- Description: ~45,000 square feet, under construction, planned BSL-2
- Status: Expected to be operational in first half 2022

Commercial Manufacturing Center (CMC) - Hamilton, MT

- Function: Commercial scale manufacturing of live-virus vaccines
- Description: ~44 acre green field site, planned BSL-2 Status: Planning for initiation of construction in 2022



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ASSESSING ANTI-SARS-COV-2 PROTECTIVE IMMUNITY



TWO TYPES OF IMMUNITY

- <u>Antibodies</u> can be measured in a blood test, but anti-SARS-CoV-2 antibodies are not predictive of protection
- <u>T cell</u> can be measured in a blood test, but requires sophisticated lab, unknown if predictive



NEUTRALIZING ANTIBODIES - APPEAR TO CORRELATE WITH PROTECTION1

- · Not part of standard antibody tests
- · Requires culture of antibodies with live SARS-CoV-2; possibly "pseudo-type" assays



FUNCTIONAL T CELL IMMUNITY

in vivo – classic skin test – correlation with protection under investigation^{2,3}

¹Krammer, F. (2021) Nature Medicine. 27:1145–1153. https://www.nature.com/articles/s41591-021-01432-4.pdf
²Barrios, Y et al. Clinical Immunol. (2021) 226:108730

³Barrios, Y et al. Vaccines (2021) 9:575

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OVID, BIODEFENSE AND MUNOLOGY PORTFOLIO

TNX-2100*: COVID-19 DIAGNOSTIC TO CONFIRM T-CELL IMMUNITY



MEASURES THE PRESENCE AND STRENGTH OF FUNCTIONAL IN VIVO T-CELL IMMUNITY

- Designed to elicit delayed-type hypersensitivity in individuals who have been exposed to SARS-CoV-2 or successfully vaccinated
- · SARS-CoV-2 epitope peptide mixtures for intradermal administration (Skin Test)



POTENTIALLY SCALABLE FOR WIDESPREAD USE

- Many tests† for T-cell immunity to SARS-CoV-2 require specialized laboratories and are not amendable to standardization
- Adaptive Biotech's T Detect™ COVID-19 test received FDA EUA based on genetic analysis of T-cell receptors



DEVELOPMENT PLANS

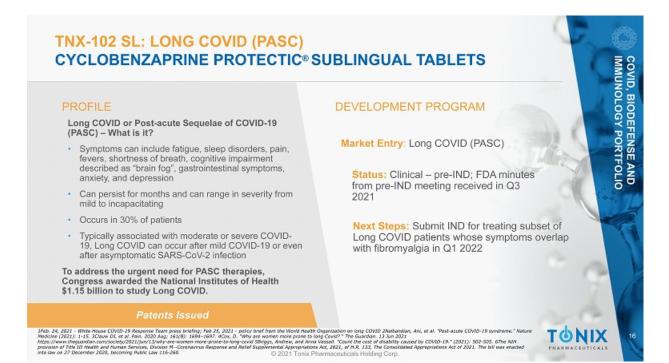
- · Q4 2021: Plan to initiate first-in-human clinical testing pending clearance of IND
- · Patents filed

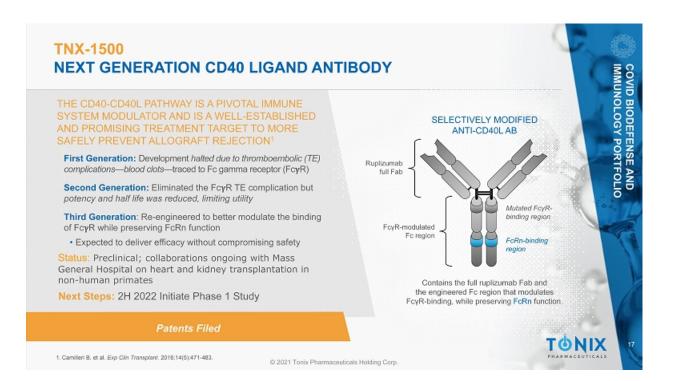
*TNX-2100 is in the pre-IND stage of development and has not been approved for any indication.
*Intracellular cytokine staining (ICS) measured by flow cytometry after in vitro stimulation of purified peripheral blood mononuclear cells

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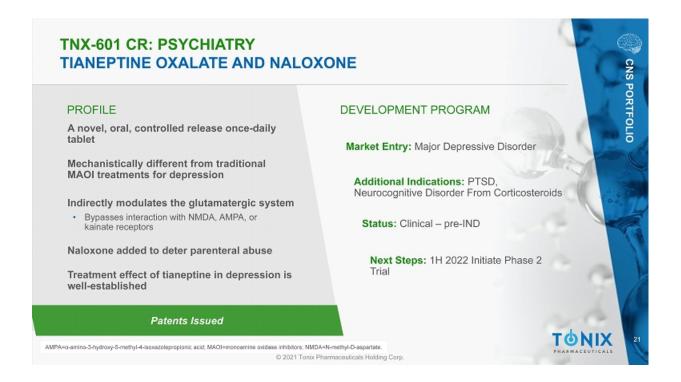
TNX-102 SL: FIBROMYALGIA CYCLOBENZAPRINE PROTECTIC® SUBLINGUAL TABLETS DEVELOPMENT PROGRAM **PROFILE** A unique formulation of cyclobenzaprine designed to optimize delivery and absorption Market Entry: Fibromyalgia Innovative and proprietary PROTECTIC® Rapid drug exposure following nighttime administration Additional Indications: PTSD, Agitation in Alzheimer's, Alcohol Use Disorder, Long · Lower daytime exposure Avoids first-pass metabolism Status: One Positive Phase 3 study Reduces risk of pharmacological interference (RELIEF) Completed from major metabolite Next Steps: Second Phase 3 Study Ongoing; topline Clinical trial program designed to examine data expected Q4 2021 treatment of core Fibromyalgia symptoms

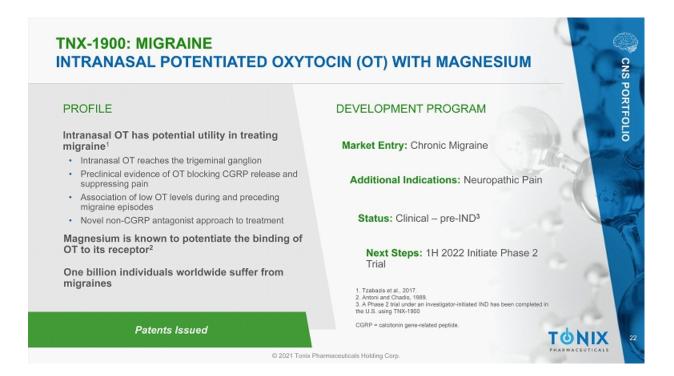
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Patents Issued



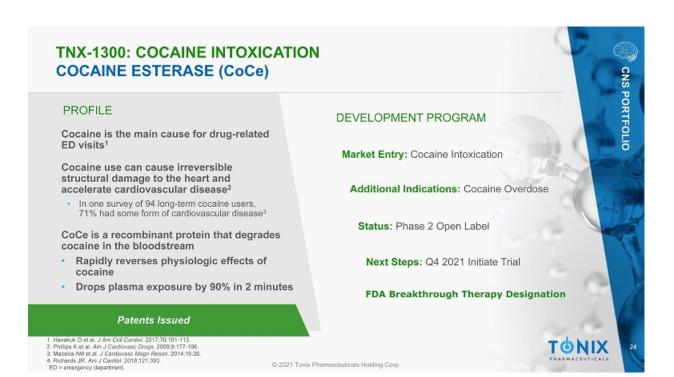
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TNX-2900: PRADER-WILLI SYNDROME INTRANASAL POTENTIATED OXYTOCIN (OT) WITH MAGNESIUM CNS PORTFOLIO **PROFILE** DEVELOPMENT PROGRAM Prader-Willi Syndrome is the most common Market Entry: Prader-Willi Syndrome genetic cause of life-threatening childhood Orphan disease occurring in 1 in 15,000 births Additional Indications: Rare, Orphan Symptoms include lack of suckling as infants, Hyperphagia Conditions poor muscle strength, and constant hunger (hyperphagia) Status: pre-IND In animal models, OT has improved suckling and suppressed hunger Next Steps: Submit applications to the Tonix's patented potentiated OT formulation is believed to increase specificity for OT receptors FDA for Orphan Drug and Fast Track designations for TNX-2900 relative to vasopressin receptors Patents Issued

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MILESTONES: RECENTLY COMPLETED AND UPCOMING* √4th Quarter 2020 Positive topline data from TNX-102 SL Phase 3 F304/RELIEF study in fibromyalgia reported 1 value of the Quarter 2021 Non-human primate positive efficacy data from TNX-1800 in COVID-19 models reported ₫3rd Quarter 2021 Interim analysis of TNX-102 SL Phase 3 F306/RALLY study in fibromyalgia reported Data □ 4th Quarter 2021 Topline data from TNX-102 SL Phase 3 F306/RALLY study in fibromyalgia expected Clinical Trial Initiations - Three New Trials This Year ☐ 4th Quarter 2021 Phase 2 OL safety study of TNX-1300 in ED setting for cocaine intoxication expected ☐ 4th Quarter 2021 Phase 2 study of TNX-102 SL for the treatment of PTSD in Kenya expected ☐ 4th Quarter 2021 First-in-human clinical study of TNX-2100 for SARS-CoV-2 skin test expected □ 1st Half 2022 Phase 1 safety study of TNX-1800 for COVID-19 expected ☐ 1st Half 2022 Phase 2 study of TNX-1900 for the treatment of migraine expected ☐ 1st Half 2022 Phase 2 study of TNX-601 CR for the treatment of major depressive disorder expected ☐ 2nd Half 2022 Phase 1 study of TNX-1500 for prevention of allograft rejection expected "We cannot predict whether the global COVID-19 pandemic will impact the timing of these milestones.

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