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): April 19, 2023

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, 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 Capital 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 \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.

Item 7.01 Regulation FD Disclosure.

On April 19, 2023, Tonix Pharmaceuticals Holding Corp. (the "Company") announced the presentation of two posters with research results on the Company's TNX-1700 (recombinant TFF2 – albumin fusion peptide) product candidate at the American Association for Cancer Research ("AACR") Annual Meeting, held April 14, 2023 to April 19, 2023 (the "Posters"). A copy of the press release which discusses this matter is furnished hereto as Exhibit 99.01, and incorporated herein by reference. The Posters, which may contain nonpublic information, are filed as Exhibits 99.02 and 99.03 hereto and incorporated herein by reference.

The information in this Item 7.01 of this Current Report on Form 8-K, including Exhibits 99.01, 99.02 and 99.03 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 8.01. Other Events.

On April 19, 2023, the Company announced the presentation of the Posters at the AACR. One poster presentation, entitled, "MDSC-targeted TFF2-MSA suppresses tumor growth and increases survival in anti-PD-1 treated MC38 and CT26.wt murine colorectal cancer models," includes data demonstrating that targeting myeloid-derived suppressor cells ("MDSCs") using murine TNX-1700, or mTNX-1700 (TFF2-MSA fusion protein) synergizes with PD-1 blockade therapy in advanced syngeneic mouse models of colorectal cancer. The data show that mTNX-1700 and anti-PD-1 monotherapy each were able to evoke anti-tumor immunity in the MC38 and CT26.wt models of colorectal cancer, and that mTNX-1700 augmented the anti-tumor efficacy of anti-PD-1 therapy in both of these colorectal cancer models.

The Second poster presentation, entitled, "MDSC-targeted TFF2-MSA synergizes with PD-1 blockade therapy in diffuse-type gastric cancer," includes data showing that targeting MDSCs using mTNX-1700 synergizes with PD-1 blockade therapy in advanced and metastatic syngeneic mouse models of diffuse-type gastric cancer, suggesting combination therapy of mTNX-1700 and PD-1 blockade may also be applicable to gastric cancer. The Company believes these data demonstrate that targeting MDSCs using mTNX-1700 provides additive benefits to PD-1 blockade therapy in advanced and metastatic syngeneic mouse models of colorectal and gastric cancer.

Forward- Looking Statements

This Current Report on Form 8-K contains certain forward-looking statements within the meaning of Section 27A of the Securities Act of 1933 and Section 21E of the

Securities Exchange Act of 1934 and Private Securities Litigation Reform Act, as amended, including those relating to the Company's product development, clinical trials, clinical and regulatory timelines, market opportunity, competitive position, possible or assumed future results of operations, business strategies, potential growth opportunities and other statement that are predictive in nature. These forward-looking statements are based on current expectations, estimates, forecasts and projections about the industry and markets in which we operate and management's current beliefs and assumptions.

These statements may be identified by the use of forward-looking expressions, including, but not limited to, "expect," "anticipate," "intend," "plan," "believe," "estimate," "potential," "predict," "project," "should," "would" and similar expressions and the negatives of those terms. These statements relate to future events or our financial performance and involve known and unknown risks, uncertainties, and other factors which may cause actual results, performance or achievements to be materially different from any future results, performance or achievements expressed or implied by the forward-looking statements. Such factors include those set forth in the Company's filings with the SEC. Prospective investors are cautioned not to place undue reliance on such forward-looking statements, which speak only as of the date of this press release. The Company undertakes no obligation to publicly update any forward-looking statement, whether as a result of new information, future events or otherwise.

Item 9.01 Financial Statements and Exhibits.

(d)	Exhibit	
	No.	Description.
	<u>99.01</u>	Press Release of the Company, dated April 19, 2023
	<u>99.02</u>	MDSC-targeted TFF2-MSA suppresses tumor growth and increases survival in anti-PD-1 treated MC38 and CT26.wt murine colorectal cancer models
	<u>99.03</u>	MDSC-targeted TFF2-MSA synergizes with PD-1 blockade therapy in diffuse-type gastric cancer
	104	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.

Date: April 19, 2023

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

Tonix Pharmaceuticals Announces Presentations of Pre-Clinical Data on TNX-1700 in Syngeneic Models of Colorectal and Gastric Cancer at the American Association for Cancer Research Annual Meeting 2023

CHATHAM, N.J., April 19, 2023 – onix Pharmaceuticals Holding Corp. (Nasdaq: TNXP,)a clinical-stage biopharmaceutical company, today announced the presentation of two posters with research results on TNX-1700 (recombinant TFF2 – albumin fusion peptide) at the American Association for Cancer Research (AACR) Annual Meeting, held April 14-19, 2023, in Orlando, Fla. Copies of the Company's posters are available under the <u>Scientific Presentations</u> tab of the Tonix website at <u>www.tonixpharma.com</u>.

The poster presentation, titled, "MDSC-targeted TFF2-MSA suppresses tumor growth and increases survival in anti-PD-1 treated MC38 and CT26.wt murine colorectal cancer models," includes data demonstrating that targeting myeloid-derived suppressor cells (MDSCs) using murine TNX-1700, or mTNX-1700 (TFF2-MSA fusion protein) synergizes with PD-1 blockade therapy in advanced syngeneic mouse models of colorectal cancer. The data show that mTNX-1700 and anti-PD-1 monotherapy each were able to evoke anti-tumor immunity in the MC38 and CT26.wt models of colorectal cancer, and that mTNX-1700 augmented the anti-tumor efficacy of anti-PD-1 therapy in both of these colorectal cancer models.

The poster presentation, titled, "MDSC-targeted TFF2-MSA synergizes with PD-1 blockade therapy in diffuse-type gastric cancer, includes data showing that targeting MDSCs using mTNX-1700 synergizes with PD-1 blockade therapy in advanced and metastatic syngeneic mouse models of diffuse-type gastric cancer, suggesting combination therapy of mTNX-1700 and PD-1 blockade may also be applicable to gastric cancer.

"We believe these data demonstrate that targeting MDSCs using mTNX-1700 provides additive benefits to PD-1 blockade therapy in advanced and metastatic syngeneic mouse models of colorectal and gastric cancer," said Seth Lederman, M.D., Chief Executive Officer of Tonix Pharmaceuticals.

About Trefoil Factor Family Member 2 (TFF2)

Human TFF2 is a secreted protein, encoded by the TFF2 gene in humans, that is expressed in gastrointestinal mucosa where it functions to protect and repair mucosa. TFF2 is also expressed at low levels in splenic immune cells and is now appreciated to have intravascular roles in the spleen and in the tumor microenvironment. In gastric cancer, TFF2 is epigenetically silenced, and TFF2 is suggested to be protective against cancer development through several mechanisms. Tonix is developing TNX-1700 (rTFF2-HSA) for the treatment of gastric and colon cancers under a license from Columbia University. The inventor at Columbia is Dr. Timothy Wang, who is an expert in the molecular mechanisms of carcinogenesis whose research has focused on the carcinogenic role of inflammation in modulating stem cell functions. Dr. Wang demonstrated that knocking out the mTFF2 gene in mice leads to faster tumor growth and that overexpression of TFF2 markedly suppresses tumor growth by curtailing the homing, differentiation, and expansion of MDSCs to allow activation of cancer-killing CD[§] T cells.¹ He went on to show that a novel engineered form of recombinant murine TFF2 (mTFF2-CTP) had an extended half-life *in vivo* and was able to suppress MDSCs and tumor growth in an animal model of colorectal cancer. Later, he showed in gastric cancer models that suppressing MDSCs using chemotherapy enhances the effectiveness of anti-PD1 therapy and significantly reduces tumor growth². Dr. Wang proposed the concept of employing rTFF2 in combination with other therapies in cancer prevention and early treatment. Dr. Wang presented data at the American Association for Cancer Research (AACR) conference as a collaboration between Tonix and Columbia University in 2020 that includes data from a preclinical study which investigated the role of PD-L1 in colorectal tumorigenesis and evaluated the utility of targeting myeloid-derived suppressor cells (MDSCs) in combination with PD-1 blockade in mouse models of colorectal cancer. The data show that anti-P

Tonix Pharmaceuticals Holding Corp.*

Tonix is a clinical-stage biopharmaceutical company focused on discovering, licensing, acquiring and developing therapeutics to treat and prevent human disease and alleviate suffering. Tonix's portfolio is composed of central nervous system (CNS), rare disease, immunology and infectious disease product candidates. Tonix's CNS portfolio includes both small molecules and biologics to treat pain, neurologic, psychiatric and addiction conditions. Tonix's lead CNS candidate, TNX-102 SL (cyclobenzaprine HCI sublingual tablet), is in mid-Phase 3 development for the management of fibromyalgia with topline data expected in the fourth quarter of 2023. TNX-102 SL is also being developed to treat Long COVID, a chronic post-acute COVID-19 condition. Enrollment in a Phase 2 study has been completed, and topline results are expected in the third quarter of 2023. TNX-601 ER (tianeptine hemioxalate extended-release tablets), a once-daily formulation being developed as a treatment for major depressive disorder (MDD), is also currently enrolling with interim data expected in the fourth quarter of 2023. TNX-1300 (cocaine esterase) is a biologic designed to treat cocaine intoxication and has been granted Breakthrough Therapy designation by the FDA. A Phase 2 study of TNX-1300 (cocaine esterase) is a biologic designed to treat ocaine intoxication and has been granted Breakthrough Therapy designation by the FDA. A Phase 2 study of TNX-1300 is expected to be initiated in the second quarter of 2023. Tonix's rare disease portfolio includes TNX-2900 (intranasal potentiated oxytocin) for the treatment of Prader-Willi syndrome. TNX-2900 has been granted Orphan Drug designation by the FDA. Tonix's immunology portfolio includes biologics to address organ transplant rejection, autoimmunity and cancer, including TNX-1500, which is a humanized monoclonal antibody targeting CD40-ligand (CD40L or CD154) being developed for the prevention of allograft and xenograft rejection and for the treatment of autoimmune diseases. A Phase 1 study of TNX-1500

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

¹Dubeykovskaya ZA et al, Nat Commun 2016

²Kim W et al, Gastroenterology 2021

This press release and further information about Tonix can be found at www.tonixpharma.com.

Forward Looking Statements

Certain statements in this press release are forward-looking within the meaning of 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," "expect," 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, risks related to the 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. Tonix does not undertake an obligation to update or revise any forward-looking statement. Investors should read the risk factors set forth in the Annual Report on Form 10-K for the year ended December 31, 2022, as filed with the Securities and Exchange Commission (the "SEC") on March 13, 2023, and periodic 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. The information set forth herein speaks only as of the date thereof.

Contacts

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Exhibit 99.02



AACH Annual Meeting, Orlando, FL, April 16, 2023

Abstract number 5088 **COLUMBIA** MDSC-targeted TFF2-MSA synergizes with PD-1 blockade therapy in advanced gastric cancer models UNIVERSITY Jin Qian¹, Sandra Ryeom¹, Bruce Daugherty², Seth Lederman², Timothy C. Wang^{1*} 1. Irving Cancer Research Center, Columbia University Medical Center, New York, NY 10032, USA 2. Tonix Pharmaceuticals, Inc., 26 Main Street, Suite 101, Chatham, NJ 07928 63 4 Abstract Recent studies revealed chemotherapy increases anti-PD1 response of gastric cancer (KGS by reducing tumor myeloid derived cell (MDSC), however, a more potent MDSC-trapted trashment is needed derived cell (MDSC), however, a more potent MDSC-traft factor family (21172), a partial agoinst oreptide) can decrease MDSCs. Here, we developed a novel peptide FT2-MSA (mTNK-1700) with an extended serum half-life by tunnsplanted ACR (App4-Crc; Colls, we investigated theraphytic factor and theraphytic for the tunnsplanted ACR (App4-Crc; Colls, we investigated theraphytic factor and the tunnsplanted ACR (MDSC). Here, we here the tunnsplanted ACR (App4-Crc; Colls, We investigated interplanted ACR (MDSC), Hore, we serve to tunnscher tunnsplanted ACR (MDSC), while etther TTF2-MSA or anti-PD-1 antibody showed titte benefit as a single agent (GI 18% and 25% respectively, p-0.05), ther tunns growth (GI 78%, p-0.0001) and profundiy increased tunnor-influtating MDSC, and profundiy increased tunnor-influtating CBST vechanistically, the combination therapy here more an orthologic membrank and the filter to tunnscher in a single defined with the po-tice accompanel to a single agent (GI 18% and 25% respectively, p-0.05), ther tunns growth (GI 78%, p-0.0001) and profundiy increased tunnor-influtating (DBT-cells accompanel to a single defined maximized by a device distrution and MDSCs, and profundiy increased tunnor-influtating (DBT-retice accompanel of the single defined with totamoth submic as, in the ther monotherapy increased tunnor-influtating (DBT-retatasis in cs. compared to 0% in etther monotherapy increased tunnor-influtating (DBT-retatasis in cs. compared to minimal significantly reduced spontaneous ung instatistically, and advaced the minimal significantly reduced spontaneous ung instatistically, and advaced the instatistically increased more indiverse that targeteing individe them monotherapy (po.05), Mereli, aur datas lind ace that targeteing individed the thera Abstract Results Introduction Immune suppression within the tumor microenvironment (TME) has been demonstrated as an integral barrier to the efficacy of immune checkpoint blockade therapy. A major tumor- driven mechanism Figure 1. TFF2-MSA showed synergy with anti-PD1 antibody Figure 3. TFF2-MSA reduced MDSC accumulation in the in inhibition of s.c. ACKP xenograft growth tumor and biogenesis in the bone marrow Vehicle TFF2-MSA PD-1 Antibody Combination i.p. every 3 days A Tumor GFP*CD11b*LY6G* cell B Blood GFP*CD11b*LY6G* cell А ACKP s c Day 10 Start treatm 1 30 -60 T of immune suppression is the generation of myeloid-derived suppressor cells (MDSCs), which impede antitumor T cell activity within the TME¹. PD1 Ab TFF2-MSA % of CD45* ľ Combo Tumor-Free activity wimin the full's (MN-MDSCs) are a foranticocytic MDSCs (PMN-MDSCs) are a heterogeneous group of immature myeloid cells hat greatly expand in malignancies. They are functionally and transciptionally distinct from nature neutrophilis? PMN-MDSCs are short-lived and constantly replenished by the bone marrow progenitors? Ŷ 9 2 GMP in BM с C Individual Tumor Volume Change Tumor-free Tumo в Volume Vehicle PD1 Ab (%TGI=17.93%) FFF2-MSA (%TGI=24.57%) 0.64P 7.85% 1. 60 63 A. HCC CAPP CD11b1 VBC feel percentage arrows CD45 cells in TAKE. B. HCC. PPCD1 th1 VBC percentage arrows CD45 cells in TAKE. B. HCC. MA HCC CAPP CD11b1 VBC percentage arrows CD45 cells in TAKE. B. HCC. MA HCC CAPP CD1 b1 VBC percentage arrows CD45 cells in the tell percentage arrows CD45 cells in th1 vBC arrows CD45 cells in th1 cells tell percentage arrows are presented as means a SEM. One-way ANCVA. " P < (0,1, "" P < (0,0). percei o (%TGI=78.29%) progenitors². Trefoil factor family 2 (TFF2) is a partial agonist for CXCR4, able to activate Car signaling but in the presence of SDF-1.1 TFF2 partial inhibits SDF-1-dependent signaling and chemotaxis⁴. olume umor TFF2 has been shown to inhibit tumor formation by reducing MDSC expansion and proliferation in a colorectal cancer model⁵. ¹⁰ Days after cell i -100 Legislation view environmentation 2² 48 A Schematic spectration of the treatment scheme. B. Tumor greeth ourse of s.c. Implanted ACKP tumors in response to anti-PD1 antibody. TFF2AMS or their combination 0.2. Tumor volume barge relative to the initial volumer dischartum? Each bargerspectration tumor. Positive or negative value represents volume increase or decrease respectively. *** P <0.0001: Figure 4. TFF2-MSA/Anti-PD1 Ab combination increased tumor-infiltrating CD8+ T cell associated with a better HDC* MDSCs expressed higher levels of CXCR4 and are more immunosuppressive than their HDC' counterparts. HDC' MDSCs profoundly expand in colorectal cancer and its reduction leads to tumor effector phenotype. DAPI CD8 Figure 2. TFF2-MSA showed synergy with anti-PD1 antibody in inhibition of orthotopic ACKP xenograft growth and spontaenous lung metastasis. A Tumor CD8⁺ cell B Tumor Granzyme B⁺C CD8⁺ cell Star of prosecution and a star control escence(p/sec/cm²/sr) B Tumor Imaging TFF2-MSA PD1 Ab PD1 Ab References Combo TFF2-MSA P01 Ab Combo Nim W, et al. (11) Egynatics (2) constant: Timos-Initiation Minibial Convect Supprison Configure Conscient Timos-Minibial Convect Supprison Configure Conscient Timos Minibial Convect Supprison Configure Configure Minibial Configure Configure Configure Sci 19(4) 42021180. In Configure Configure Sci 19(4) 42021180. In Configure Configure Sci 19(4) 42021180. In Configure Configure International Configu Combo A Vehicle POT AP d Lumine 7 14 21 Days after cell in cells Lung Metastasis Scheme A. CD8⁺ t cell percentage among CD45⁺ cells in TME. B. Granzyme B⁺CD8⁺ t cell percentage among CD45⁺ cells in TME, C. Representative immunofluorescent images showing CD8⁺ T cell infittration into the TME. Scale bars: 100µm. Data are presented as means a SBM. One-way ANOVA.⁺⁺⁺ P < 0.001, ⁺⁺⁺⁺ P < 0.001.</p> C metastasis •••• Vehicle PD1 Ab TFF2-MS6 CONTACT: **Ç**7 **C** 99 2 Ħ Timothy C. Wang M.D. **U**_ Timothy C. Wang M.D. two/Tecumcolumbia.edu Chief, Division of Digestive and Liver Diseases Siberberg Professor of Medicine Department of Medicine and Iving Cancer Research Center Columbia University Medical Center AACR Annual Meeting, Orlando, FL, April 18, 2023 Poster #22 NO. Of the second Conclusion Primary tumor grows to -500 mm³ Primary tumor is resected, metastases allowed to grow TFF2-MSA (mTNX-1700) peptide synergizes with PD1 blockade therapy in advanced and metastatic GC syngeneic mouse mode A. Representative bioluminescence images showing orthotopically injected ACKP turnors in response to different treatments. B. Bioluminescent intensity curves showing changes of orthotopic turnors. C. Schemati representation of the s. turnor rescions cheme. D. Number of lung micrometastasis in mice from different treatment groups. * P < 0.05, *** P < 0.001. se models by reducing MDSC biogenesis and promoting a T cell-infiltrated tumor microenvironment.