SEC Form 3

FORM 3

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

OMB APPROVAL

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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934
or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person *
Englese Thomas
(Last) (First) (Middle)
C/O TONIX PHARMACEUTICALS HOLDING CORP
200 CONNELL DRIVE, SUITE 3100
(Street)
BERKELEY HEIGHTS NJ 07922
(City) (State) (Zip)

2. Date of Event Requiring Statement (Month/Day/Year)
09/04/2026

3. Issuer Name and Ticker or Trading Symbol
Tonix Pharmaceuticals Holding Corp. [TNXP]

4. Relationship of Reporting Person(s) to Issuer (Check all applicable)
Director
10% Owner
X Officer (give title below)
Other (specify below)
Chief Commercial Officer

5. If Amendment, Date of Original Filed (Month/Day/Year)

6. Individual or Joint/Group Filing (Check Applicable Line)
X Form filed by One Reporting Person
Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock, $0.001 par value per share	694	D	

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
Stock Option[(1)]	09/09/2025	09/09/2034	Common Stock	500	16.51	D	
Stock Option[(2)]	02/25/2026	02/25/2035	Common Stock	6,500	8.05	D	
Stock Option[(3)]	05/13/2026	05/13/2035	Common Stock	12,480	20.18	D	
Stock Option[(4)]	02/24/2027	02/24/2036	Common Stock	40,000	14.29	D	

Explanation of Responses:

1. The option was granted on September 9, 2024, pursuant to the Issuer's Amended and Restated 2020 Stock Incentive Plan, as amended. The option vests 1/3rd on the first anniversary of issuance and 1/36th each month thereafter for 24 months.
2. The option was granted on February 25, 2025, pursuant to the Issuer's Amended and Restated 2020 Stock Incentive Plan, as amended. The option vests 1/3rd on the first anniversary of issuance and 1/36th each month thereafter for 24 months.
3. The option was granted on May 13, 2025, pursuant to the Issuer's Amended and Restated 2020 Stock Incentive Plan, as amended. The option vests 1/4th on the first anniversary of issuance and 1/48th each month thereafter for 36 months.
4. The option was granted on February 24, 2026, pursuant to the Issuer's Amended and Restated 2020 Stock Incentive Plan, as amended. The option vests 1/4th on the first anniversary of issuance and 1/48th each month thereafter for 36 months.

/s/ Thomas Englese 09/08/2026
** Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

* If the form is filed by more than one reporting person, *see* Instruction 5 (b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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.