

FORM 4

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

OMB APPROVAL
OMB Number: 3235-0287
Estimated average burden
hours per response... 0.5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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

(Print or Type Responses)

1. Name and Address of Reporting Person * MARIO ERNEST			2. Issuer Name and Ticker or Trading Symbol Tonix Pharmaceuticals Holding Corp. [TNXP]			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below)		
(Last) (First) (Middle) C/O TONIX PHARMACEUTICALS HOLDING CORP., 509 MADISON AVENUE, SUITE 306			3. Date of Earliest Transaction (Month/Day/Year) 12/14/2017					
(Street) NEW YORK, NY 10022			4. If Amendment, Date Original Filed(Month/Day/Year)			6. Individual or Joint/Group Filing(Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person		
(City) (State) (Zip)			Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned					

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock, \$0.001 par value	12/14/2017		S		1,967	D	\$ 3.58 (1) (2)	55,467	I	By Ernest and Mildred Mario Revocable Trust
Common Stock, \$0.001 par value	12/15/2017		S		5,000	D	\$ 3.55 (1) (3)	53,500	I	By Ernest and Mildred Mario Revocable Trust
Common Stock, \$0.001 par value	12/18/2017		S		10,000	D	\$ 3.57 (1) (4)	43,500	I	By Ernest and Mildred Mario Revocable Trust
Common Stock, \$0.001 par value	12/19/2017		S		6,035	D	\$ 3.51 (1) (5)	37,465	I	By Ernest and Mildred Mario Revocable Trust
Common Stock, \$0.001 par value	12/20/2017		S		8,965	D	\$ 3.44 (1) (6)	28,500	I	By Ernest and Mildred Mario Revocable Trust
Common Stock, \$0.001 par value	12/21/2017		S		5,000	D	\$ 3.46 (1) (7)	23,500	I	By Ernest and Mildred Mario Revocable Trust
Common Stock, \$0.001 par value								10,000	D	

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

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 control number.

SEC 1474 (9-02)

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

1. Title of	2.	3. Transaction	3A. Deemed	4.	5. Number	6. Date Exercisable	7. Title and	8. Price of	9. Number of	10.	11. Nature
-------------	----	----------------	------------	----	-----------	---------------------	--------------	-------------	--------------	-----	------------

Derivative Security (Instr. 3)	Conversion or Exercise Price of Derivative Security	Date (Month/Day/Year)	Execution Date, if any (Month/Day/Year)	Transaction Code (Instr. 8)				and Expiration Date (Month/Day/Year)		Amount of Underlying Securities (Instr. 3 and 4)		Derivative Security (Instr. 5)	Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MARIO ERNEST C/O TONIX PHARMACEUTICALS HOLDING CORP. 509 MADISON AVENUE, SUITE 306 NEW YORK, NY 10022	X			

Signatures

/s/ Jessica Morris, Attorney-in-Fact		12/22/2017
<small>**Signature of Reporting Person</small>		<small>Date</small>

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 4(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).

(1) The volume weighted average purchase price of common stock sold by the reporting person in open market transactions on the transaction date. The reporting person undertakes to provide, upon request by the SEC staff, the issuer, or a security holder of the issuer, full information regarding the number of shares sold at each price.

- (2) The range of sale prices on the transaction date was \$3.530 to \$3.610 per share.
- (3) The range of sale prices on the transaction date was \$3.520 to \$3.650 per share.
- (4) The range of sale prices on the transaction date was \$3.510 to \$3.605 per share.
- (5) The range of sale prices on the transaction date was \$3.458 to \$3.571 per share.
- (6) The range of sale prices on the transaction date was \$3.400 to \$3.510 per share.
- (7) The range of sale prices on the transaction date was \$3.410 to \$3.500 per share.

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

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.