

FORM 3

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

OMB APPROVAL	
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INITIAL STATEMENT OF 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 * MORRIS JESSICA EDGAR	2. Date of Event Requiring Statement (Month/Day/Year) 01/04/2017	3. Issuer Name and Ticker or Trading Symbol Tonix Pharmaceuticals Holding Corp. [TNXP]	
		4. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) Chief Operating Officer	5. If Amendment, Date Original Filed(Month/Day/Year)
(Last) (First) (Middle) 509 MADISON AVE. - SUITE 306	(Street) NEW YORK, NY 10022	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 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	1,338	D	

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

SEC 1473 (7-02)

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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 of Derivative Security: 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)	02/11/2015	02/11/2024	Common Stock	600	\$ 158.8	D	
Stock Option (2)	06/17/2015	06/17/2024	Common Stock	1,100	\$ 98.7	D	
Stock Option (3)	10/29/2015	10/29/2024	Common Stock	1,100	\$ 66.8	D	
Stock Option (4)	02/25/2016	02/25/2025	Common Stock	1,400	\$ 59.5	D	
Stock Option (5)	02/09/2017	02/09/2026	Common Stock	3,000	\$ 50.3	D	
Stock Option (6)	(6)	02/09/2026	Common Stock	3,000	\$ 50.3	D	
Stock Option (7)	03/01/2018	03/01/2017	Common Stock	9,000	\$ 5.5	D	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MORRIS JESSICA EDGAR 509 MADISON AVE. - SUITE 306 NEW YORK, NY 10022			Chief Operating Officer	

Signatures

/s/ Jessica Edgar Morris		01/12/2017
<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 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).

- (1) The option was granted on February 11, 2014 pursuant to the Issuer's 2012 Incentive Stock Option Plan. 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 June 17, 2014 pursuant to the Issuer's 2014 Stock Incentive Plan (the "Plan"). 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 October 29, 2014 pursuant to the Plan. The option vests 1/3rd on the first anniversary of issuance and 1/36th each month thereafter for 24 months.
- (4) The option was granted on February 25, 2015 pursuant to the Plan. The option vests 1/3rd on the first anniversary of issuance and 1/36th each month thereafter for 24 months.
- (5) The option was granted on February 9, 2016 pursuant to the Plan. The option vests 1/3rd on the first anniversary of issuance and 1/36th each month thereafter for 24 months.
- (6) The option was granted on February 9, 2016 pursuant to the Plan. The option vests 1/3rd upon each of the dates that the stock price of the Issuer's common stock has an average closing sales price equal to or exceeding \$6.00, \$7.00 and \$8.00 per share for 20 consecutive trading days.
- (7) The option was granted on March 1, 2017 pursuant to the Issuer's 2016 Stock Incentive Plan. The option vests 1/3rd on the first anniversary of issuance and 1/36th each month thereafter for 24 months.

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

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