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): December 12, 2023

TONIX PHARMACEUTICALS HOLDING CORP.

(Exact name of registrant as specified in its charter)

Nevada (State or Other Jurisdiction of Incorporation)

General Instruction A.2. below):

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

 ☐ Soliciting material pursuant to ☐ Pre-commencement community 	cations pursuant to Rule 13e-4(c) unde	
Title of each class	Trading Symbol(s)	Name of each exchange on which registered
Common Stock	TNXP	The NASDAQ Capital Market
the Securities Exchange Act of 1 Emerging growth company If an emerging growth company,	934 (§ 240.12b-2 of this chapter).	company as defined in Rule 405 of the Securities Act of 1933 (§ 230.405 of this chapter) or Rule 12b-2 of ant has elected not to use the extended transition period for complying with any new or revised financial age Act. □

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 Company updated its TNX-1500 product candidate presentation, which it intends to place on its website and which may contain nonpublic information. A copy of the product presentation is filed as Exhibit 99.02 and 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 and 99.02 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.

(d)	Exhibit	
	No.	Description.
	99.01	Corporate Presentation by the Company for December 2023
	<u>99.02</u>	TNX-1500 Product Presentation
	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: December 12, 2023

By: /s/ Bradley Saenger Bradley Saenger Chief Financial Officer

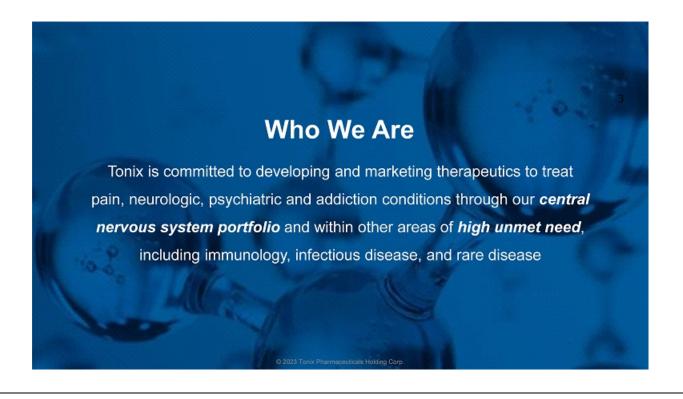


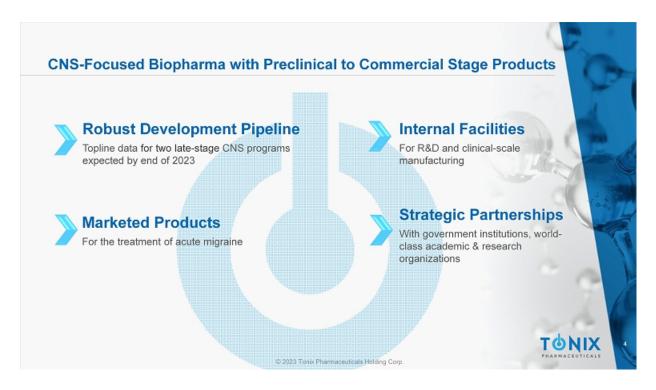
Cautionary Note on Forward-Looking Statements

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; risks related to the failure to successfully market any of our products; 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, 2022, as filed with the Securities and Exchange Commission (the "SEC") on March 13, 2023, 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

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TONIX





Pipeline Development Strategy

Focusing on external collaborations with government agencies and academic institutions

- · Validates Tonix's scientific expertise and technology
- · Reduces internal spend on clinical trials and other R&D costs
- Increases number of trials studying Tonix's product candidates
- · Helps to bring innovative therapeutics and vaccines to market faster
- · Partnerships include grants, contracts and cost sharing or "in-kind" arrangements

Government partners providing direct funding, cost sharing or in-kind support include:

- · National Institutes of Health (NIH)
- · National Institute of Allergy and Infectious Disease (NIAID)
- · National Institute on Drug Abuse (NIDA)
- · Department of Defense (DoD)

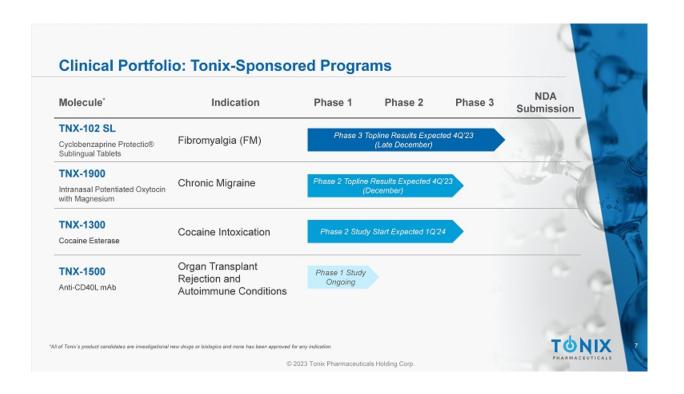
Academic partners sponsoring clinical trials of Tonix's investigational drug products include:

- · Massachusetts General Hospital (MGH)
- · University of Washington
- · University of North Carolina

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Two Marketed Proprietary Migraine Drugs Non-oral Formulations of Sumatriptan

Zembrace® SymTouch® (sumatriptan injection) 3 mg1



- Tosymra® (sumatriptan nasal spray) 10 mg2

"Zembrace SymTouch [package insert], Maple Geove, MNE Upsher-Smith Laboratories, LLC: February 2021 - For more information, talk to your provider and read the <u>Patient Information</u> and <u>Institutions for Ubse</u>—Important Safety information is provided in the appendix "Toysmin [package insert], Maple Grove, MT Upsher-Smith Laboratories, LLC: Feb 2021. The more information, talk to you provider and read the <u>Patient Information</u> and <u>Institutions</u>. for Use, – Important Safety Information is provided in the appo PUpsher-Smith Laboratories, LLC; Data On File, 2023

- · Each indicated for the treatment of acute migraine with or without aura in adults
- · Sumatriptan remains the acute migraine 'gold standard' treatment for many patients and continues to represent the largest segment of the market in terms of unit sales3
- Each may provide migraine pain relief in as few as 10 minutes for some patients 1.2.4.5
- · Patents to 2036 (Zembrace) and 2031 (Tosymra)

Acquired from Upsher-Smith Laboratories which has managed care contracts covering ~200 M lives

· Contract includes a transition period during which Tonix expects to secure its own contracts

Combined retail product sales of \$27 million for the 12 months ended September 30, 20236

Tonix is prepared to meet potential increased demand for Tosymra following GSK's planned discontinuation of Imitrex® (sumatriptan) nasal spray after January 2024

Zembrace SymTouch and Tosymra are registered trademarks of Tonix Medicines, Inc. Intravall is a registered tr Aegis Therapeutics, LLC, a wholly owned subsidiary of Neurelis, Inc.

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CNS PORTFOLIO

CNS PORTFOLIO

Zembrace and Tosymra Bypass the GI Tract

Bypassing gastrointestinal (GI) tract is potential advantage for treating acute migraine

- GI absorption may be inconsistent in migraineurs due to gastric stasis (also called "gastroparesis")¹⁻⁴
- Nausea and vomiting are symptoms of migraine⁵ which can complicate oral treatment

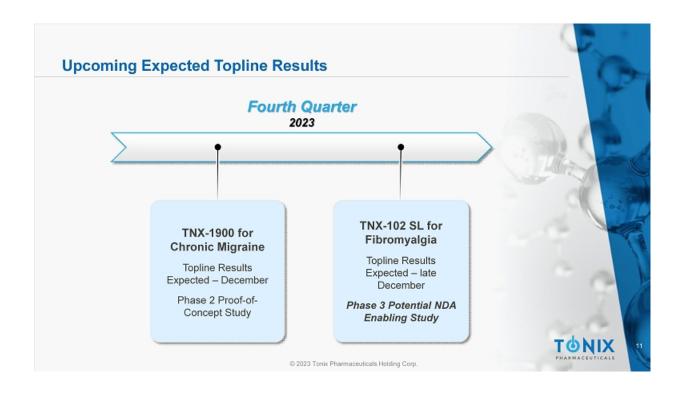
Existing intranasal products

- Imitrex® nasal spray (sumatriptan)
- · Migranal® (dihydroergotamine) nasal spray developed by Novartis, sold by Bausch Health

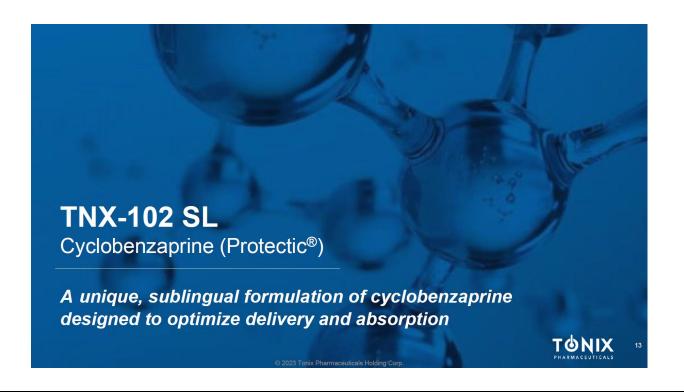
New intranasal products bringing attention to non-oral route

- Pfizer's Zavzpret® (zavegepant), FDA approved in March, 2023¹ is the first intranasal gepant
- Impel NeuroPharma's Trudhesa® (dihydroergotamine) FDA approved 2021²

Pfizer Press Release March 10, 2023. – <a href="https://www.pfizer.com/news/press-release-bress-rele © 2023 Tonix Pharmaceuticals Holding Corp.









About Fibromyalgia

Fibromyalgia (FM) is a **chronic pain disorder** resulting from amplified sensory and pain signaling within the CNS. Symptoms include chronic widespread pain, **nonrestorative sleep**, fatigue, and cognitive dysfunction

6-12

Fibromyalgia afflicts an estimated 6-12 million adults in the US, predominantly women¹

Large unmet need:

- Patients struggle with daily activities, have impaired quality of life, and frequently are disabled
- · Physicians and patients report common dissatisfaction with currently marketed products
 - Average patient has 20 physician office visits per year²

Current standard of care:

- · FDA-approved products include Lyrica, Cymbalta, and Savella
- Fewer than half of those treated for fibromyalgia receive sustained benefit from the approved drugs³
 - Majority (60%) fail therapy due to lack of a response (25%) or poor tolerability (35%)⁴
 - · Opioid usage is not uncommon

American Chronic Pain Association (www.thearpa.org. 2019)
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Richiston



CNS PORTFOLIO

Fibromyalgia Program Status

TNX-102 SL

Cyclobenzaprine Protectio® Sublingual Tablets

Fibromyalgia

Phase 3 Topline Results Expected 4Q'23 (Late December)

FM-Type Long

Phase 2 Topline Results Reported 3Q'2

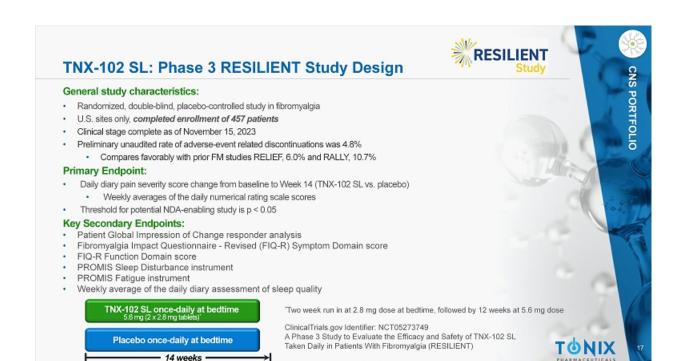
- 1) One positive Phase 3 study (RELIEF) completed1
- 2) Second Phase 3 study (RALLY) missed primary endpoint
 - Unexpected increase in adverse event-related discontinuations in both drug and placebo arms, potentially due to recruiting during COVID-19
- 3) Confirmatory Phase 3 study (RESILIENT) enrollment complete
 - Clinical stage complete as of November 15, 2023

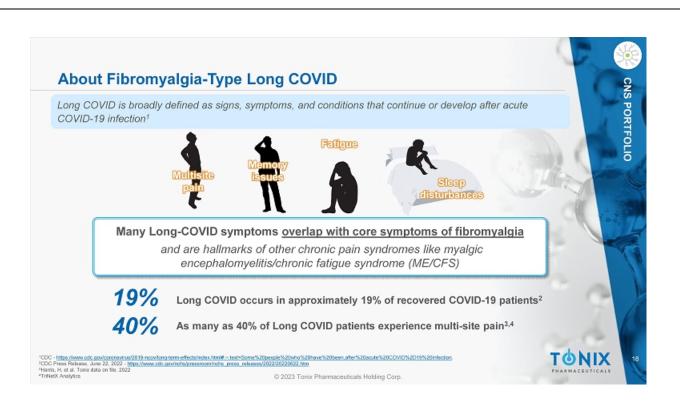
Next Steps: Potentially confirmatory topline results expected 4Q 2023 (Late December)

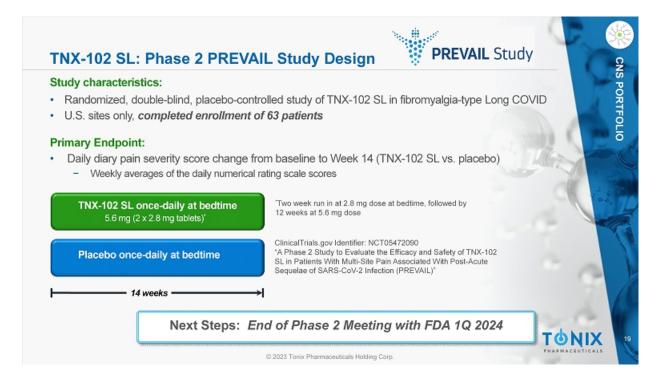
TNX-102 St. has not been approved for any indication.

Leterman et al. (2023) Artività Cave & Research "Efficacy and Safety of TNX-102 St. (Sublingual Cystobenzaprine) for the Treatment of Fibramysigia: Results From the RELIEF Trial*, doi: 10.1002/acr.25142. Epub ahead of print. PMID: 37165930.











Did not meet the primary endpoint of multi-site pain reduction at Week 14

However, findings fulfill the objectives of proof-of-concept study, supporting the decision to advance the program based on a proposed primary endpoint using the PROMIS Fatigue scale

- TNX-102 SL showed robust effect size in improving fatigue and consistent activity across secondary measures of sleep quality, cognitive function, disability and Patient Global Impression of Change (PGIC)
- Was generally well tolerated with an adverse event (AE) profile comparable to prior studies with TNX-102 SL:
 - AE-related discontinuations were similar in drug and placebo arms
 - No new safety signals were observed

Fatigue is the signature symptom of Long COVID and has been identified as the dominant symptom contributing to disability²

- We observed numerical improvement in the PROMIS fatigue score (in RELIEF p=0.007 MMRM and in RALLY p=0.007 MMRM) in both prior Phase 3 studies of TNX-102 SL in fibromyalgia,
- We believe the results of PREVAIL, together with extensive data from studies in other chronic conditions³⁻⁵, makes PROMIS Fatigue a solid candidate for the primary endpoint of future Long COVID registrational studies

|Tanix Press Release, September 5, 2023 - https://bt.hv3x8FOHQ
"Alvalier 5, et al. 8MJ Open 2023;13 e089217, doi: 10.1136/bmjepen-2022-069217
"Ocols, K.F. et al. 2016, Journal of Clinical Epidemiology, 73, 89-102
"Colla, D., et al. 2016, Journal of Clinical Epidemiology, 73, 128-134
"Cal, J.S., et al. 2011. Architece of Physical Mexicone and Rehabilitation, 92(10 Supplement), S20-S27.

PHARMACEUTICALS

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CNS PORTFOLIO

Acute Stress Reaction (ASR)/ Acute Stress Disorder (ASD)

ASR/ASD are acute stress conditions resulting from trauma which can affect both civilian and military populations.

Large unmet need:

- According to National Center for PTSD, about 60% of men and 50% of women in the US are exposed least one traumatic experience in their lives¹
- In the US alone, one-third of emergency department visits (40-50 million patients per year) are for evaluation after trauma exposures²

Current standard of care:

 No medications are currently available at or near the point of care to treat patients suffering from acute traumatic events and support long-term health

'National Center for PTSD. How Common is PTSD in Adults? <u>https://www.ptsd.va.gov/understand/common/common_adults.asp</u> Wisco et al. *J Clin Psychiatry*. 2014.75(12):1338-48

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CNS PORTFOLIO

ASR/ASD Program Status

Status: Expect to start Phase 2 in 1Q 2024

Phase 2 Trial Funded by DoD grant to University of North Carolina (UNC)

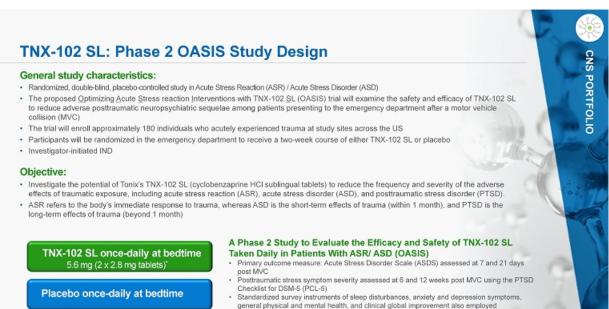
- · UNC Institute for Trauma Recovery awarded a \$3M grant from the Department of Defense (DoD)
- OASIS trial will build upon infrastructure developed through the UNC-led, \$40M AURORA initiative
 - AURORA study is a major national research initiative to improve the understanding, prevention, and recovery of individuals
 who have experienced a traumatic event
 - Supported in part by funding from the National Institutes of Health (NIH) and the health care arm of Google's parent company Alphabet
- · Opportunity to investigate the correlation between motor vehicle collisions and the emergence of ASD and PTSD
- Supported by multiple clinical trials:
 - Phase 2 trial in military-related PTSD (AtEase or NCT02277704)
 - Phase 3 trial in military-related PTSD (HONOR or NCT03062540)
 - · Phase 3 trial in primarily civilian PTSD (RECOVERY or NCT03841773)
- In each of these studies, early and sustained improvements in sleep were associated with TNX-102 SL treatment by the PROMIS
 sleep disturbance (SD) scale and the Clinician Administered PTSD Scale (CAPS-5) "sleep disturbance" item.

Together these studies provide preliminary evidence that TNX-102 SL is well-tolerated and may promote recovery from PTSD via a pharmacodynamic facilitation of sleep-dependent emotional memory processing

тфиіх

2

CNS PORTFOLIO

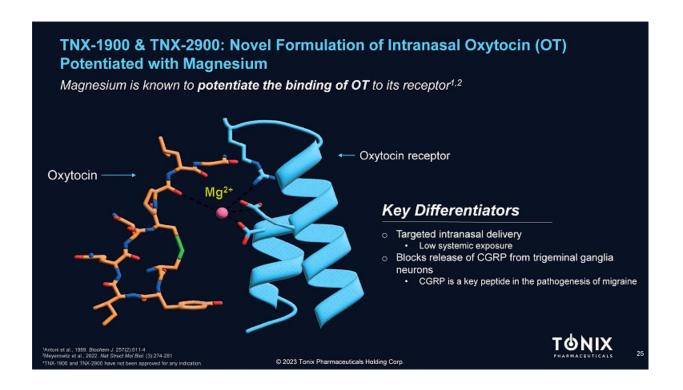


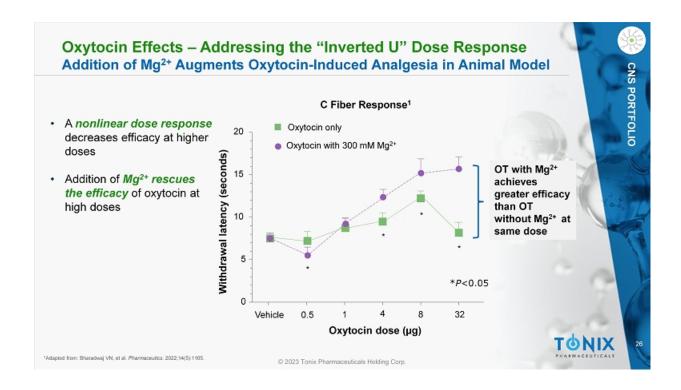
2 weeks

"First dose of TNX-102 SL 5.6 mg versus placebo taken in the emergency department, and then daily at bedtime to finish 2 weeks of treatment

- Detailed and brief neurocognitive assessments are performed from baseline to 12 weeks afte MVC at specific timepoints throughout study participation period









Chronic migraine involves frequent (>15 days per month) or long-lasting episodes of headaches and migraines over the course of at least 3 months. Migraines can occur with or without an aura and are often **debilitating for patients**.

3-7

Chronic migraine afflicts 3-7 million adults in the US1

Current standard of care:

- Anti-CGRP antibodies and Botox® (onabotulinumtoxinA) are specifically approved to prevent headaches in chronic migraine
- · Nurtec® (Rimegepant), a gepant, is approved for both prevention of migraine and acute treatment

Large unmet need:

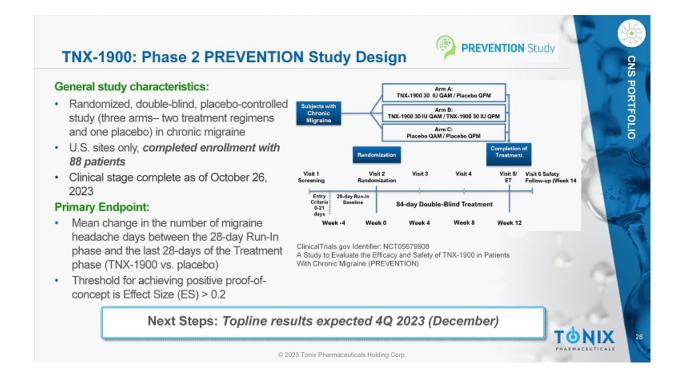
- · Anti-CGRP antibodies and oral gepants involve systemic exposure
- Long term safety concerns with prolonged systemic blockade of CGRP receptor²

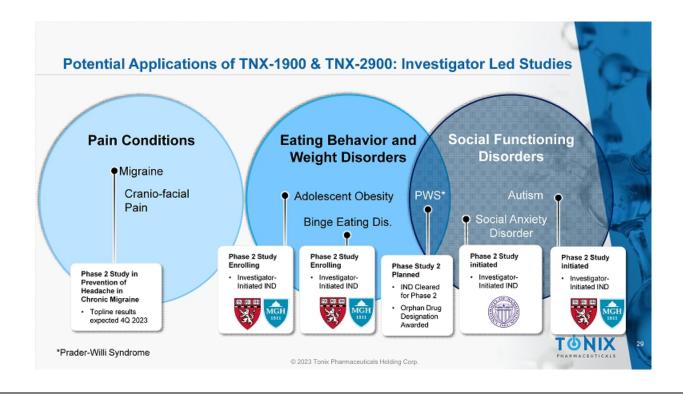
**Notice in al., Global prevalence of chronic migrainer, a systematic review, Ceptulagia, 2010, 30:590-609
**Polobelia, N. Stake: The Possible Long-Term Side Effects of CGRP Artagorists, https://www.cacis.caleanmanagement.com/san/headachs/stake-possible-kng-term-side-effects-cgp-antagorists, accessed November 8, 2020.

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CNS PORTFOLIO







TNX-2900 for Prader-Willi Syndrome

Prader-Willi Syndrome (PWS) is the most common genetic cause of life-threatening childhood obesity. PWS causes unhealthy behaviors around food 1-4, consequences such as obesity, type 2 diabetes, and cardiovascular disease1-5, and creates significant caretaker burden1-4

Rare genetic disease that afflicts 10-20 thousand individuals in the US

Current standard of care:

Human growth hormone treatment is FDA-approved for growth failure in PWS children

Large unmet need:

- Currently no cure, and no treatment for PWS-related <u>hyperphagia</u>
- Consequences can be life threatening obesity and cardiovascular disease are leading cause of death

*TNX-2900 has been granted FDA Orphan Drug Designation and received IND clearance by FDA for Phase 2 Trial

"Miller et. al., 2011. Am J Med Genet A. 1554/5):1040-1049

*Buder et al., 2017. Genet Med. 19(5):035-942.

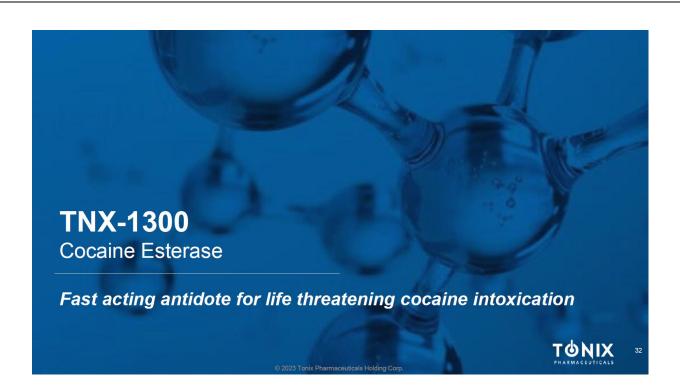
*Buder et al., 2017. Genet Med. 19(5):035-942.

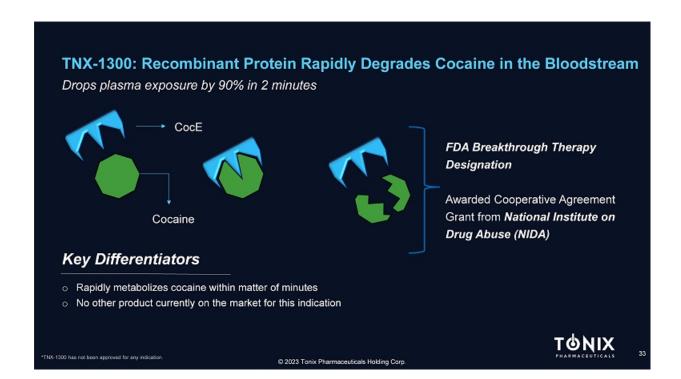
*Buder MS. NOSU, Duptated 2018. Accessived May 25, 2022. https://arediseases.org/inre-diseases/sprader-w8ii-syndrome*Plader-Will Syndrome Ascolation USA. Accessed May 25, 2022. https://www.puscausa.org/inle-d-s-prader-w8ii-syndrome
*Muscoplut et al., 2021. J Erbodomic Nevest. 44(10):2077-2070

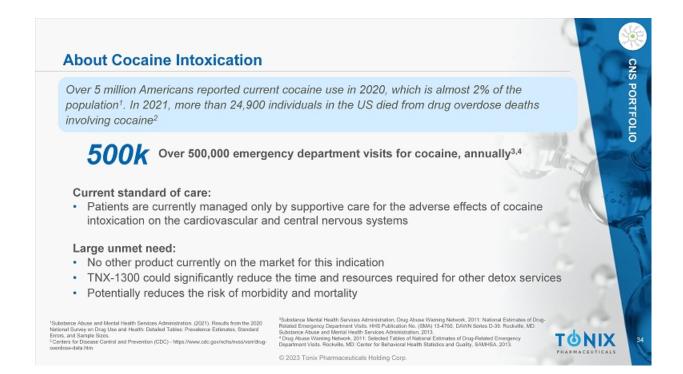
© 2023. Tonic P © 2023 Tonix Pharm



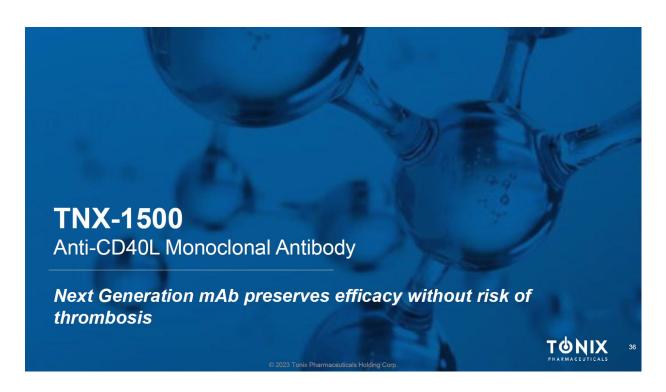
RARE DISEASE PORTFOLIO

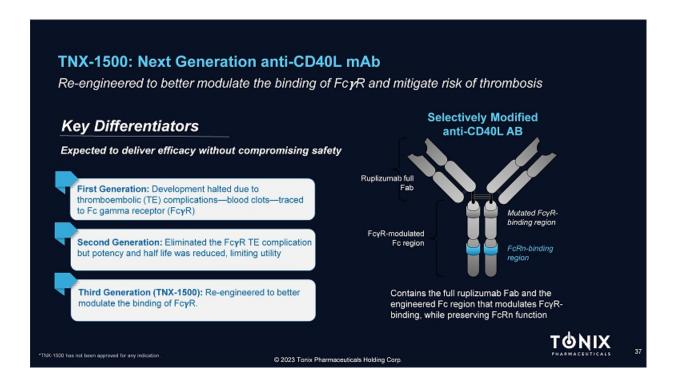


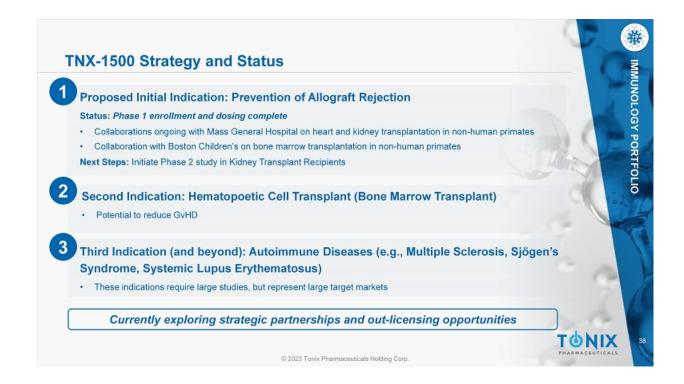












TNX-1500 Preclinical Data and Publications

Non-human Primate Kidney Allo-Transplantation

- TNX-1500 monotherapy consistently prevents kidney transplant rejection with no thrombosis observed
- April 2023 Publication: Lassiter, G., et al. (2023). TNX-1500, an Fc-modified Anti-CD154 Antibody, Prolongs Nonhuman Primate Renal Allograft Survival. American Journal of Transplantation. www.sciencedirect.com/science/article/pii/S1600613523003714

Non-human Primate Heart Heterotopic Allo-Transplantation

- TNX-1500 monotherapy consistently prevents heart transplant rejection. Similar activity to chimeric hu5c8² during treatment
 phase in prior studies
- April 2023 Publication: Miura, S., et al. (2023) TNX-1500, an Fc-modified Anti-CD154 Antibody, Prolongs Nonhuman Primate Cardiac Allograft Survival. American Journal of Transplantation. www.sciencedirect.com/science/article/pii/S1600613523003969

Non-Human Primate Kidney Xenograft Transplantation

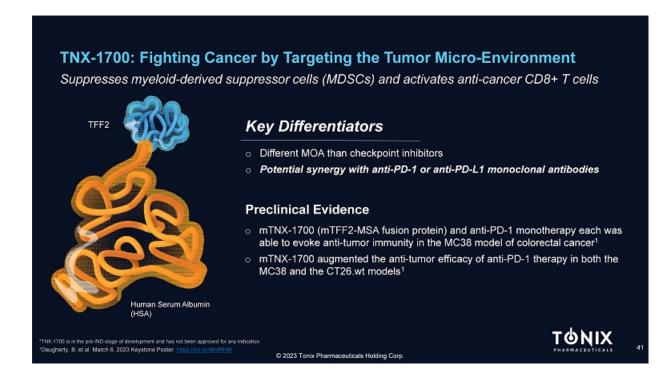
- . TNX-1500 therapy is part of a regiment to prevent rejection in kidney xenograft transplants
 - Anand, R.P., Layer, J.V., Heja, D. et al. (2023). Design and testing of a humanized porcine donor for xenotransplantation. *Nature*. https://www.nature.com/articles/s41586-023-06594-4
 - Kozlov, M. (2023). Monkey survives two years after gene-edited pig-kidney transplant. Nature. https://www.nature.com/articles/d41586-023-03176-2
 - Mohiuddin, M. (2023). Pig-to-primate organ transplants require genetic modifications of donor. Nature. https://www.nature.com/articles/d41586-023-02817-w

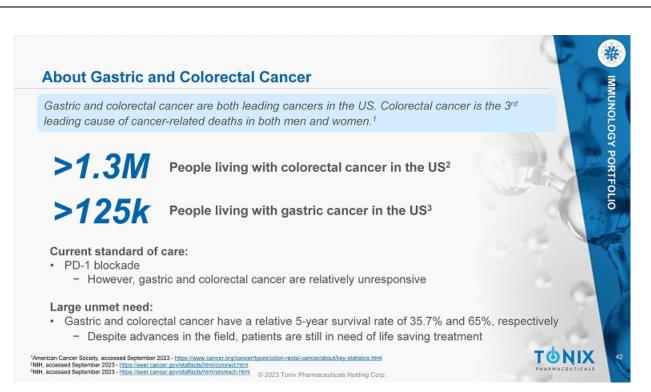




MUNOLOGY PORTFOLIO













R&D Center (RDC): Frederick, MD

- · Research advancing CNS and immunology drugs
- Accelerated development of vaccines and antiviral drugs against infectious diseases
- ~48,000 square feet, BSL-2 with some areas designated BSL-3



Advanced Development Center (ADC): North Dartmouth, MA

- · Development and clinical scale manufacturing of biologics
- ~45,000 square feet, BSL-2

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INFECTIOUS DISEASE PORTFOLIO

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Broad-Spectrum Antiviral Discovery Programs

Host-directed antiviral discovery programs

CD45 targeted therapeutics

- · Small molecule therapeutics that reduce endogenous levels of CD45, a protein tyrosine phosphatase
- · Reduction in CD45 protects against many viruses including the Ebola virus

Cathepsin inhibitors

- Small molecule therapeutics that inhibit essential cathepsins which are required by viruses such as coronaviruses and filoviruses to infect cells
- · Activity as monotherapy and in combination with other antivirals

Virus-directed antivirals discovery program

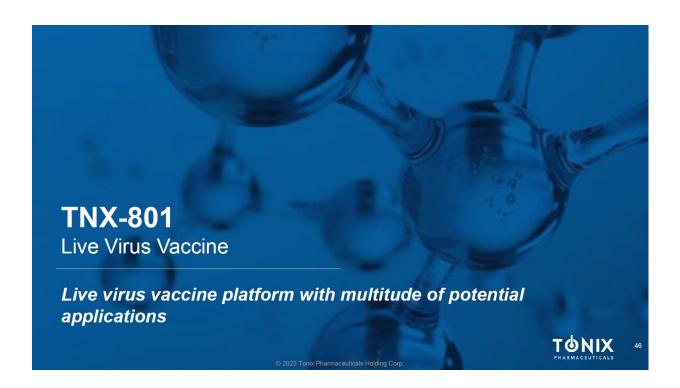
Viral glycan-targeted engineered biologics

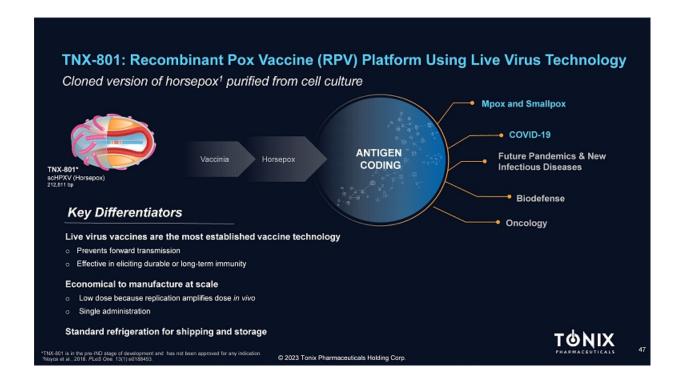
- · Bind to viral densely branched high-mannose (DBH) glycans
- · Neutralize circulating virus and stop the entry of the progeny virus into cells
- · Antiviral activity against a broad range of RNA viruses
- · Activity as monotherapy and in combination with other antivirals

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FECTIOUS DISEASE PORTFOLIO





TNX-1800: Designed to Express the SARs-CoV-2 Spike Protein

TNX-1800 (recombinant horsepox virus) is a live virus vaccine based on Tonix's TNX-801 that is designed to express the spike protein of the SARS-CoV-2 virus and to elicit a predominant T cell response

- Immunogenic and well tolerated¹
- Showed promise in protecting animals from challenge with SARS-CoV-2 delivered directly into the lungs¹

Status: National Institute of Allergy and Infectious Diseases (NIAID) will conduct a Phase 1 clinical trial with TNX-1800

- · Expected to start in 2H 2024
- First vaccine candidate using Tonix's live virus recombinant pox virus (RPV) platform technology to enter clinical trials
- "Project NextGen" is an initiative by the U.S. Department of Health and Human Services (HHS) to advance a
 pipeline of new, innovative vaccines and therapeutics for COVID-19. NIAID will be conducting clinical trials to
 evaluate several early-stage vaccine candidates, including TNX-1800
- · Phase 1 study is designed to assess safety and immunogenicity in approximately 60 healthy adult volunteers
- Upon completion of the trial, NIAID and Tonix will assess the results and determine the next steps for the development of TNX-1800

¹Awasthi, M. et al. Viruses, 2023, 15(10):2131. ²Awasthi, M. et al. BioPiriv: 2023.

PHARMACEUTICALS

INFECTIOUS DISEASE PORTFOLIO

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Summary of Upcoming Milestones Clinical Trial Initiations Phase 2 study of TNX-1300 for the treatment of cocaine intoxication – expected 1Q 2024 Phase 1 study of TNX-1800 with NIAID – expected 2H 2024 4th Quarter 2023 Data Readouts Phase 2 PREVENTION study of TNX-1900 for chronic migraine – topline December 2023 Affects approximately 3-7 M adults in the U.S1 Phase 3 RESILIENT study of TNX-102 SL for fibromyalgia – topline late December 2023 Affects approximately 6-12 M adults in the U.S2

"Natoli et al., Global prevalence of chronic migraine: a systematic review, Cephalagia, 2010, 30:599-605 American Chronic Pain Association Association Association (American Control Chronic Pain Association (Association Chronic Pain Association (Association (Associa

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Zembrace® Important Safety Information (1 of 2)

Zembrace SymTouch (Zembrace) can cause serious side effects, including heart attack and other heart problems, which may lead to death. Stop use and get emergency help if you have any signs of a heart attack:

Discomfort in the center of your chest that lasts for more than a few minutes or goes away and comes back; severe tightness, pain, pressure, or heaviness in your chest, throat, neck, or jaw; pain or discomfort in your arms, back, neck, jaw or stomach; shortness of breath with or without chest discomfort; breaking out in a cold sweat; nausea or vomiting; feeling lightheaded

Zembrace is not for people with risk factors for heart disease (high blood pressure or cholesterol, smoking, overweight, diabetes, family history of heart disease) unless a heart exam shows no problem.

- History of heart problems; narrowing of blood vessels to your legs, arms, stomach, or kidney (peripheral vascular disease); uncontrolled high blood pressure; hemiplegic or basilar migraines. If you are not sure if you have these, ask your provider.
- Had a stroke, transient ischemic attacks (TIAs), or problems with blood circulation; severe liver problems; taken any of the following medicines in the last 24 hours: almotriptan, eletriptan, frovatriptan, naratriptan, rizatriptan, ergotamines dihydroergotamine; are taking certain antidepressants, known as monoamine oxidase (MAO)-A inhibitors or it has been 2 weeks or less since you stopped taking a MAO-A inhibitor. Ask your provider for a list of these medicines if you are not sure.
- An allergy to sumatriptan or any of the components of Zembrace

Tell your provider about all of your medical conditions and medicines you take, including vitamins and supplements.

Zembrace can cause dizziness, weakness, or drowsiness. If so, do not drive a car, use machinery, or do anything where you need to be alert.

Zembrace® Important Safety Information (2 of 2)

Zembrace may cause serious side effects including:

- Changes in color or sensation in your fingers and toes; sudden or severe stomach pain, stomach pain after meals, weight loss, nausea or vomiting, constipation or diarrhea, bloody diarrhea, fever, cramping and pain in your legs or hips; feeling of heaviness or tightness in your leg muscles; burning or aching pain in your feet or toes while resting; numbness, tingling, or weakness in your legs; cold feeling or color changes in one or both legs or feet; increased blood pressure including a sudden severe increase even if you have no history of high blood pressure; medication overuse headaches from using migraine medicine for 10 or more days each month. If your headaches get worse, call your provider.
- Serotonin syndrome, a rare but serious problem that can happen in people using Zembrace, especially when used with anti-depressant medicines called SSRIs or SNRIs. Call your provider right away if you have: mental changes such as seeing things that are not there (hallucinations), agitation, or coma; fast heartbeat; changes in blood pressure; high body temperature; tight muscles; or trouble walking.
- · Hives (itchy bumps); swelling of your tongue, mouth, or throat
- Seizures even in people who have never had seizures before

The most common side effects of Zembrace include: pain and redness at injection site; tingling or numbness in your fingers or toes; dizziness; warm, hot, burning feeling to your face (flushing); discomfort or stiffness in your neck; feeling weak, drowsy, or tired.

Tell your provider if you have any side effect that bothers you or does not go away. These are not all the possible side effects of Zembrace. For more information, ask your provider.

This is the most important information to know about Zembrace but is not comprehensive. For more information, talk to your provider and read the Patient Information and Instructions for Use. You can also visit www.upsher-smith.com or call 1-888-650-3789. For full Prescribing Information, visit: https://dailymed.nlm.nih.gov/dailymed/drugInfo.cfm?setid=6e5b104f-2b9e-416e-92fb-ef1bdaea867d

You are encouraged to report adverse effects of prescription drugs to the FDA. Visit www.fda.gov/medwatch or call 1-800-FDA-1088.

Zembrace is a prescription medicine used to treat acute migraine headaches with or without aura in adults who have been diagnosed with ΤΦΝΙΧ

Zembrace is not used to prevent migraines. It is not known if it is safe and effective in children under 18 years of age.

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Tosymra® Important Safety Information (1 of 2)

Tosymra® can cause serious side effects, including heart attack and other heart problems, which may lead to death. Stop Tosymra and get emergency medical help if you have any signs of heart attack:

Discomfort in the center of your chest that lasts for more than a few minutes or goes away and comes back; severe
tightness, pain, pressure, or heaviness in your chest, throat, neck, or jaw; pain or discomfort in your arms, back, neck, jaw,
or stomach; shortness of breath with or without chest discomfort; breaking out in a cold sweat; nausea or vomiting; feeling
lightheaded

Tosymra is not for people with risk factors for heart disease (high blood pressure or cholesterol, smoking, overweight, diabetes, family history of heart disease) unless a heart exam is done and shows no problem.

Do not use Tosymra if you have:

- History of heart problems; narrowing of blood vessels to your legs, arms, stomach, or kidney (peripheral vascular disease); uncontrolled high blood pressure; severe liver problems; hemiplegic or basilar migraines. If you are not sure if you have these, ask your healthcare provider.
- Had a stroke, transient ischemic attacks (TIAs), or problems with blood circulation; taken any of the following medicines in the last 24 hours: almotriptan, eletriptan, frovatriptan, naratriptan, rizatriptan, ergotamines, or dihydroergotamine. Ask your provider if you are not sure if your medicine is listed above
- are taking certain antidepressants, known as monoamine oxidase (MAO)-A inhibitors or it has been 2 weeks or less since you stopped taking a MAO-A inhibitor. Ask your provider for a list of these medicines if you are not sure
- · An allergy to sumatriptan or any ingredient in Tosymra

Tell your provider about all of your medical conditions and medicines you take, including vitamins and supplements. Tosymra can cause dizziness, weakness, or drowsiness. If so, do not drive a car, use machinery, or do anything where you need to be alert.

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Tosymra® Important Safety Information (2 of 2)

Tosymra may cause serious side effects including:

- Changes in color or sensation in your fingers and toes; sudden or severe stomach pain, stomach pain after meals, weight loss, nausea or vomiting, constipation or diarrhea, bloody diarrhea, fever; cramping and pain in your legs or hips, feeling of heaviness or tightness in your leg muscles, burning or aching pain in your feet or toes while resting, numbness, tingling, or weakness in your legs, cold feeling or color changes in one or both legs or feet; increased blood pressure including a sudden severe increase even if you have no history of high blood pressure; medication overuse headaches from using migraine medicine for 10 or more days each month. If your headaches get worse, call your provider.
- Serotonin syndrome, a rare but serious problem that can happen in people using Tosymra, especially when used with anti-depressant
 medicines called SSRIs or SNRIs. Call your provider right away if you have: mental changes such as seeing things that are not
 there (hallucinations), agitation, or coma; fast heartbeat; changes in blood pressure; high body temperature; tight muscles; or trouble
 walking.
- · Seizures even in people who have never had seizures before

The most common side effects of Tosymra include: tingling, dizziness, feeling warm or hot, burning feeling, feeling of heaviness, feeling of pressure, flushing, feeling of tightness, numbness, application site (nasal) reactions, abnormal taste, and throat irritation.

Tell your provider if you have any side effect that bothers you or does not go away. These are not all the possible side effects of Tosymra. For more information, ask your provider.

This is the most important information to know about Tosymra but is not comprehensive. For more information, talk to your provider and read the <u>Patient Information</u> and <u>Instructions for Use.</u> You can also visit <u>www.upsher-smith.com</u> or call 1-888-650-3789. For full Prescribing Information, visit: https://dailymed.nlm.nih.gov/dailymed/drugInfo.cfm?setid=015a5cf9-f246-48bc-b91e-cd730a53d8aa

You are encouraged to report negative side effects of prescription drugs to the FDA. Visit www.fda.gov/medwatch, or call 1-800-FDA-1088.

Tosymra is a prescription medicine used to treat acute migraine headaches with or without aura in adults.

Tosymra is not used to treat other types of headaches such as hemiplegic or basilar migraines or cluster headaches.

Tosymra is not used to prevent migraines. It is not known if Tosymra is safe and effective in children under 18 years of age.

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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 FDAs 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, 2022, as filed with the Securities and Exchange Commission (the "SEC") on March 13, 2023, 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

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Prevention of Allograft and Bone Marrow Transplant Rejection

Status: Phase 1 study enrollment and dosing completed, pharmacokinetic (PK) results pending

- Collaborations ongoing with Mass General Hospital on heart and kidney transplantation in non-human primates
- Collaboration with Boston Children's on bone marrow transplantation in non-human primates

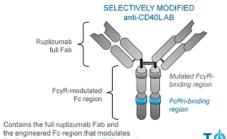
Next Steps: Initiate Phase 2 study in Kidney Transplant Recipients

Autoimmune Diseases

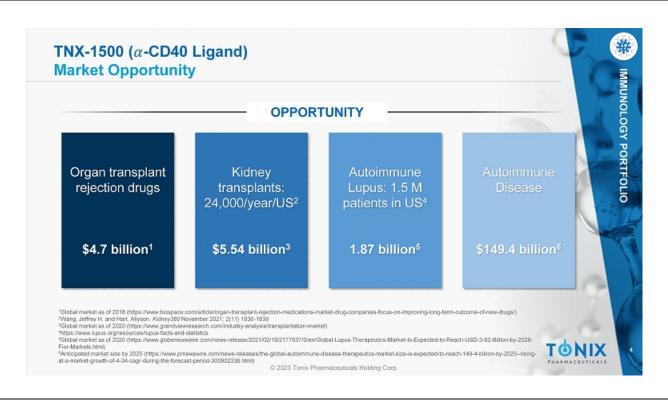
Status: Potential future indications include:

Sjögren's Syndrome, Systemic Lupus Erythematosus

These indications require large studies, but represent large target markets



FcyR-binding, while preserving FcRn function.



About CD40L (Also Called CD154)



CD40L is a transiently expressed T cell surface molecule and is also called CD15414

Predominantly expressed by T cells and interacts with CD40 on B cells and macrophages



Mediates T cell helper function1-4

- Activates B cells for humoral (antibody-mediated) immune response
- Activates macrophages and dendritic cells
- Provides T cell help to activated CD8+ T cells



X-linked hyper-IgM syndrome is caused by a defective CD40L gene⁵⁻⁶

- Lack of T helper function with only IgM serum antibodies but no IgG or IgE because T cells are required for B cell isotype switching
- If maintained on gamma globulin, patients are otherwise healthy



Member of the TNFα superfamily⁴

- TNFα and RANKL are other family members and are drug targets for approved products

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Third-Generation α-CD40L **Engineered to Decrease Risk of Thrombosis**



Constant fragment (Fc) domain interacted with FcyRIIA (CD32A), which suggested a mechanism for the increased risk of thrombosis.1.2



Dapirolizumab





Second-generation anti-CD40L proteins exhibited dramatically reduced binding to FcγRIIA³⁻⁶ but had other issues, including decreased efficacy, shortened half-life, or engendering of anti-drug antibodies (ADAs).7-9

Second-generation

anti-CD40L proteins

Third-generation anti-CD40L mAbs*



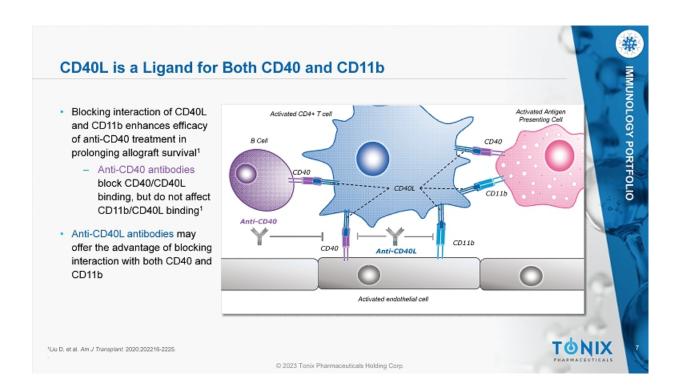
TNX-1500

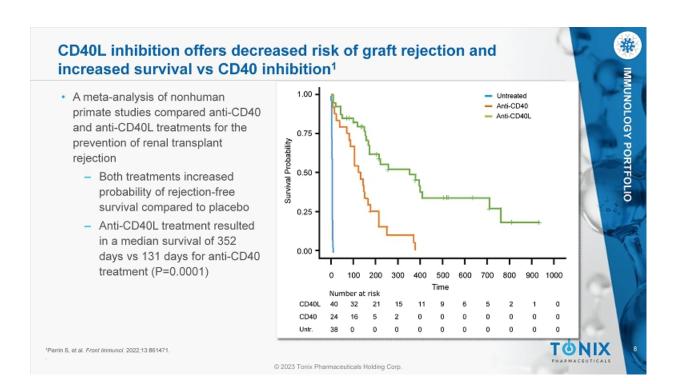
TNX-1500 is engineered to target CD40L therapeutically while reducing FcyRIIA binding and thereby lowering the potential for thrombosis.

*Sanofi's frexalimab (formerly SAR441344) and Eledon's tegoprubart (formerly AT-1501) also are Fc modified

| Immaid DP, et al. Circ Ros. 2003;92(9):1041-1048
| Robles-Carrillo L, et al. J Immunot. 2010;185(3):1577-1583.
| Shock A, et al. AithNik Res. Ther. 2015;17(1):254.
| Yiki H, et al. J J Immunot. 2014;185(3):1408-302.
| Fernant JL, et al. Int Immunot. 2014;18(1):1408-302.
| Fernant JL, et al. Int Immunot. 2004;18(11):1683-1594.
| Remell JL, et al. Sci. Transf Med. 2019;11(489):esar6584.
| ClinicalTrials govidentifier: NCT02273960. Updated July 16, 2019. Accessed June 1, 2021. https://doi.org/10.1016/j.ncm.1016.0016.
| Company data. © 2023 Tonix Pharmaceuticals Holding Corp.



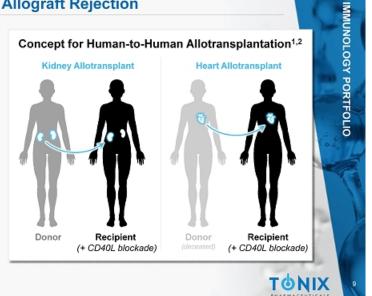




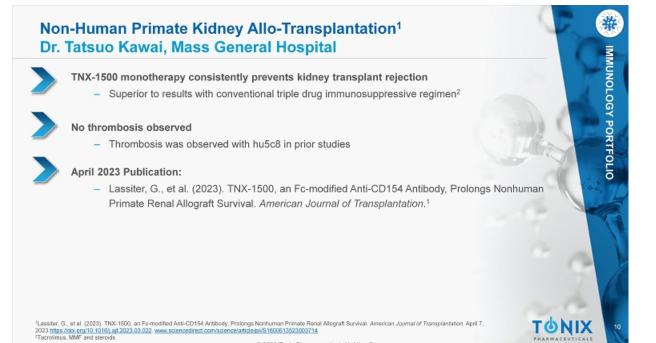


- Calcineurin inhibitors (CNIs), mainly tacrolimus, are the cornerstone of immunosuppressive therapy^{1,2}
- However, CNIs cause irreversible and progressive deterioration of kidney function in all types of solid organ transplants^{3,4}
- Costimulation blockade (anti-CD40L in particular) may be more effective at protecting allografts than CNIs⁵

*Endeeby C, et al. Am J Manag Care. 2015;21(1 Suppl):s12-s23.
*Camillan B, et al. Exp. CNn Transplant. 2016;14(5):471-483.
*Natsens M, et al. Citr J Am Soc Nephrot 2009;4(2):481-558.
*Natshivel BJ, et al. N Engl J Med. 2003;4(9):491-558.
*Nathivel BJ, et al. N Engl J Med. 2003;4(9):491-2306-2333.
*Cooper DKC, et al. Blood Part. 2018;4(5):13):584-259.



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Non-Human Primate Heart Heterotopic Allo-Transplantation¹ Dr. Richard Pierson, Mass General Hospital



TNX-1500 monotherapy consistently prevents heart transplant rejection¹

Prolonged acceptance after cessation of therapy (in progress)



Similar activity to chimeric hu5c82 during treatment phase in prior studies

No apparent loss of effector function with Fc-modified TNX-1500 mAb



April 2023 Publication:

 Miura, S., et al. (2023) TNX-1500, an Fc-modified Anti-CD154 Antibody, Prolongs Nonhuman Primate Cardiac Allograft Survival. American Journal of Transplantation¹

Miura, S., et al. (2023) TNX-1500, an Fo-modified Anti-CD154 Antibody, Prolongs Nonhuman Primate Cardiac Allograft Survival. American Journal of Transplantation April 7, 2023. https://doi.org/10.1016/j.ejt.2023.03.025_www.sciencedirect.com/science/article/pii/S1600615523003069

*Mouse-human IgG1s: Chimeric anti-CD154

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Non-Human Primate Kidney Xenograft Transplantation Dr. Tatsuo Kawai, Mass General Hospital



TNX-1500 therapy is part of a regiment to prevent rejection in kidney xenograft transplants

Prolonged acceptance



October 11, 2023 - Publication and news coverage in Nature

- Anand, R.P., Layer, J.V., Heja, D. et al. Design and testing of a humanized porcine donor for xenotransplantation. Nature 622, 393–401 (2023). https://doi.org/10.1038/s41586-023-06594-4
 Design and testing of a humanized porcine donor for xenotransplantation | Nature¹
- Kozlov, M. Oct 11, 2023 News: "Monkey survives two years after gene-edited pig-kidney transplant"
 Nature: Monkey survives for two years after gene-edited pig kidney transplant (nature.com)
- Mohiuddin, M. Oct 11, 2023 Nature. News and Views. "Pig-to-primate organ transplants require genetic modifications of donor." News and Views. : <u>Pig-to-primate organ transplants require genetic</u> <u>modifications of donor (nature.com)</u>

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¹In Table 1, I see four TNX-1500 treated animals: M8220, M8421, M12621, M5722

PHARMACEUTICAL



Non-Human Primate Bone Marrow Transplantation Dr. Leslie Kean¹, Boston Children's Hospital/Dana Farber



Studying TNX-1500 in combination with other drugs for preventing rejection and graft versus host disease (GvHD) in bone marrow transplant²

- Hematopoietic Stem Cell Transplantation (HCT) from unrelated donors is a component of the treatment protocol for several hematologic malignancies
- GvHD complicates treatment and limits the success of engraftment after HCT
- To be successful, the post-HCT indication requires prolonged engraftment.
- GvHD remains one of the most severe complications associated with HCT. For myeloablative MHC-haploidentical
 HCT, the risk of GvHD is substantial, and with the most severe form of acute GvHD, as many as half of patients can
 die from this disease. For these high-risk transplants, there is no fully effective GvHD prevention strategy.
- The primary objective of the preclinical research study is to study the activity of TNX-1500 administered prophylactically to modify GvHD progression in animals after HCT to support an Investigational New Drug (IND) application for human studies



Prof. Kean is a leader in the field of NHP bone marrow transplants

Unique model of haplo-identical animals³

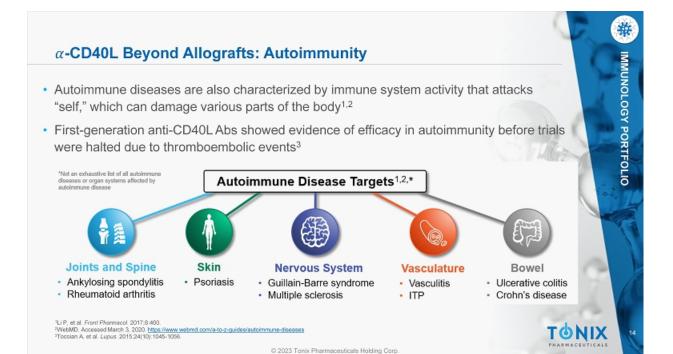
The principal investigator is Leslie S. Kean M.D., Ph.D., Director, Stem Cell Transplantation Program, Division of Hematology/Oncology, Boston Children's Hospital Department of Pediatric Oncology, Dans-Farber Cancer Institute and Robert A. Stranshan Professor of Pediatrics, Harvard Medical School.

*Tronk Press Release, Doc 5, 2022; https://in-torsplantane.com/news-events/piess-releases/deal/1532/bnick-proacylical-sanonose-collaboration-with-boston are continuous and the program of the program of the professor of the program of the program

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Anti-CD40L for Sjögren's Syndrome

- Sjögren's is a life-long autoimmune condition, where tear and salivary glands are initially affected
- In 2019, there were an estimated 2.26 million prevalent cases of primary Sjögren's syndrome worldwide. Forecasted to increase to 2.52 million prevalent cases by 2028

Horizon (being acquired by Amgen) has announced two positive Phase 2 trials in Sjögren's Syndrome

September 12, 2022:

Horizon Therapeutics plc Announces Phase 2 Trial Evaluating Dazodalibep for the Treatment of Sjögren's Syndrome Meets Primary endpoint¹

January 18, 2023

Horizon Therapeutics plc Announces Phase 2 Trial Evaluating Dazodalibep for the Treatment of Sjögren's Syndrome Meets Primary Endpoint in the Second Study Population; Only Phase 2 Trial to Meet Primary Endpoint in Both Patient Populations²

https://ir.horizontherapeutics.com/news-releases/news-release-details/horizon-therapeutics-pic-announces-phase-2-bial-evaluating https://ir.horizontherapeutics.com/news-releases/news-release-details/horizon-therapeutics-pic-announces-phase-2-bial-evaluating-0

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TNX-1500: Key Considerations

- TNX-1500 may be used in large markets that are not currently well served
- There is a long history of use of monoclonal antibodies
- Tonix has engineered a safer, potentially more efficacious molecule than previous anti-CD40L mAbs
- Intellectual property is in place (composition of matter)

Key milestones:



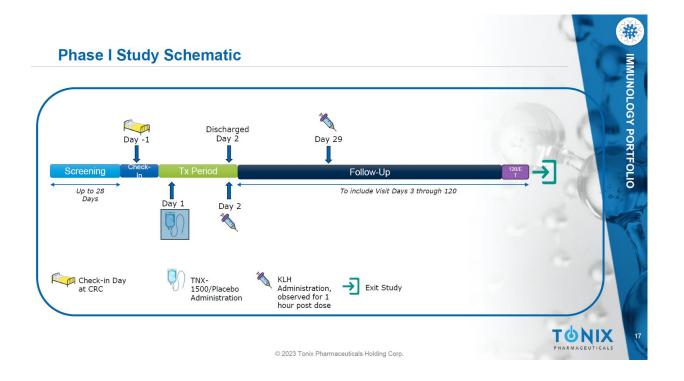
Phase 1 study enrollment and dosing completed, pharmacokinetic samples being collected

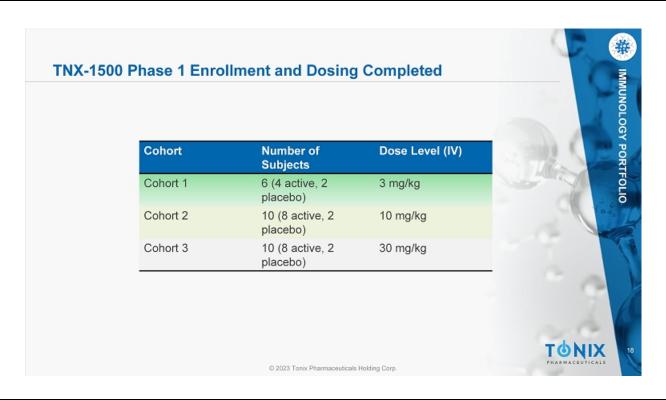


Autoimmune disorders – Planning INDs

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Development and Regulatory Strategy

- 1st Indication Kidney allotransplantation (human to human)
 - Replacement for nephrotoxic CNI's (calcineurin inhibitors, e.g. Prograf® (tacrolimus)¹, Neoral® (cyclosporin)2
 - Similar development path to the successful development of BMS's Nulojix® (belatacept)³ CTLA-4/Ig biologic
 - Clinical development may combine with Nulojix or Rapamune® (rapamycin/sirolimus)⁴
- 2nd Indication Hematopoietic Cell Transplant (Bone Marrow Transplant)
 - Potential to reduce GvHD
- 3rd Indication (and beyond) Autoimmune disease (e.g., Multiple Sclerosis, Sjögen's Syndrome, Systemic Lupus Erythematosus)
 - Autoimmune indications require large studies and represent large target markets

http://www.accessidata.fda.gov/drugsaffda_docs/abe/(2009/050708s027.050709s02.tbl.pdf http://www.novarfigu.ushiteshwww.novarfis.ushites/megraf.pdf https://wackesinesric.brac.com/onlyin_unicin_off https://wackesing.pfzer.com/show/abe/ing.aspx?ds=139



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TNF α Superfamily Members Are Targeted by mAbs

- CD40L is a member of the Tumor Necrosis Factor (TNFα) Superfamily¹
- Other TNFα Superfamily members have proven to be effective targets for antagonist (blocking) mAbs²

anti-TNF a mAbs for the treatment of certain autoimmune conditions

- infliximab (Remicade®)
- · adalimumab (Humira®)

TNFα antagonist receptor fusion protein

etanercept (Enbrel®)

anti-RANKL (CD254) mAb for the treatment of osteoporosis, treatment-induced bone loss, metastases to bone, and giant cell tumor of bone

denosumab (Prolia® or Xgeva®)

No mAb against CD40L has been licensed anywhere in the world

*Covey, L.R., et al. Mol. Immunol. 31:471-484, 1994. PMID: 7614269 *Remicade® and Simponi® are trademarks of Janssen; Humira® is a tra is a trademark of AbbVie; Cimzia®is a trademark of UCB; Enbrel®is a trademark of Amgen; and Prolia® and Xgeva® are

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