# 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): August 18, 2025

#### TONIX PHARMACEUTICALS HOLDING CORP.

(Exact name of registrant as specified in its charter)

Nevada	001-36019	26-1434750
(State or Other Jurisdiction	(Commission	(IRS Employer
of Incorporation)	File Number)	Identification No.)
	26 Main Street, Chatham, New Je (Address of principal executive office:	•
Reş	gistrant's telephone number, including area	code: (862) 799-8599
Check the appropriate box below if the Form 8-K filing General Instruction A.2. below):	is intended to simultaneously satisfy the fi	iling obligation of the registrant under any of the following provisions (see
☐ Written communications pursuant to Rule 425 under th ☐ Soliciting material pursuant to Rule 14a-12 under the E☐ Pre-commencement communications pursuant to Rule ☐ Pre-commencement communications pursuant to Rule Gecurities registered pursuant to Section 12(b) of the Act:	Exchange Act (17 CFR 240.14a-12) 14d-2(b) under the Exchange Act (17 CFR 13e-4(c) under the Exchange Act (17 CFR	\ \ \ \ \ \ \ \ \ \ \ \ \ \ \ \ \ \ \
Title of each class	Trading Symbol(s)	Name of each exchange on which registered
Common Stock	TNXP	The NASDAQ Capital Market
he Securities Exchange Act of 1934 (§ 240.12b-2 of this Emerging growth company $\Box$	chapter).  if the registrant has elected not to use the	05 of the Securities Act of 1933 (§ 230.405 of this chapter) or Rule 12b-2 of extended transition period for complying with any new or revised financial

#### Item 7.01 Regulation FD Disclosure.

On August 18, 2025, at 8:30 a.m. Tonix Pharmaceuticals Holding Corp. (the "Company") will hold a webcast and conference call to discuss the U.S. Food and Drug Administration's ("FDA") approval of Tonmya<sup>TM</sup> (cyclobenzaprine HCl sublingual tablets), which was investigated as TNX-102 SL, for the treatment of fibromyalgia in adults. In connection with the webcast and conference call, the Company will be reviewing a presentation, a copy of which is furnished hereto as Exhibit 99.01, and incorporated herein by reference.

The information in this Item 7.01 of this Current Report on Form 8-K, including Exhibit 99.01 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 August 18, 2025, at 8:30 a.m. the Company will hold a webcast and conference call to discuss the FDA's approval of Tonmya. In connection with the webcast and conference call to review the FDA's approval of Tonmya, the Company will be reviewing the presentation attached hereto as Exhibit 99.1, which is incorporated herein by reference.

#### 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 launch, commercialization and 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>	US Approval of Tonmya™ for the Treatment of Fibromyalgia		
	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: August 18, 2025 By: /s/ Bradley Saeng

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



#### **AGENDA + PARTICIPANTS**





















Introduction, Fibromyalgia Overview & Tonmya™ Label Seth Lederman, M.D. – Chief Executive Officer and Chairman

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#### Commercial and Go-To-Market Strategy

Thomas Englese - EVP, Commercial & President, Tonix Medicines

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#### Q&A

03

Seth Lederman, M.D. – Chief Executive Officer and Chairman Jessica Morris – Chief Operating Officer Gregory Sullivan, M.D. – Chief Medical Officer Thomas Englese – EVP, Commercial & President, Tonix Medicines



#### Cautionary Note on Forward-Looking Statements

Certain statements in this presentation regarding strategic plans, expectations and objectives for future operations or results are "forward-locking statements" as defined by the Private Securities Litigation Reform Act of 1995. These statements may be identified by the use of forward-locking words such as "anticipate," "believe," "expect", "plan", "forecast," "estimate" and "intend," among others. These forward-locking 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-locking statements.

These factors include, but are not limited to: the risks related to the failure to successfully launch and commercialize Tonmya and any of our approved products; risks related to failure to obtain FDA clearances or approvals and nancompliance with FDA regulations; risks related to the timing and progress of clinical development of our product candidates; our need for additional financing; uncertainties of patent protection and itigation; 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-tooking 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-tooking 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, 2024, as filed with the Securities and Exchange Commission (the "SEC") on March 18, 2025, and periodic reports and current reports filed with the SEC on or after the date thereof. All of Tonix's forward-tooking statements are expressly qualified by all such risk factors and other cautinancy statements.









Tonmya™ is the First FDA-Approved **Medicine for the Treatment of** Fibromyalgia in Over 15 Years

- Fibromyalgia: >10M people in the US living with this serious, debilitating condition
  - Characterized by chronic widespread pain<sup>1</sup>
- Approximately 80% are female
- Tonmya is a first-in-class medicine, uniquely designed to treat fibromyalgia
- Non-opioid analgesic. Not DEA<sup>2</sup> scheduled.
- Demonstrated rapid and durable improvement in chronic widespread pain
- Tonix is well positioned to support commercial launch, expected in Q4 2025
- Commercial infrastructure in place
- No debt; anticipated cash runway to support launch and other operations into Q3 2026  $\,$

Bhargava J, Goldin J. Fibromyalgia. [Updated 2025 Jan 31]. In: StatPeads [Internet]. Treasure Island (FL): StatPeads Publishing: 2025 Jan-. Available from: https://www.ncbi.nlm.nih.gov/books/NBK540924 US.Drugt-Enforcement Alterno.



## Tonmya™ is a Tertiary Amine Tricyclic that Bypasses First-Pass Liver Metabolism, Leading to Faster Absorption and Reduced norCyclobenzaprine ("norCBP")







- The sublingual tablet rapidly disintegrates, dissolves, and releases solubilized cyclobenzaprine ("CBP") into the saliva adjacent to the mucosal membrane
- The base drives formation of CBP free-base, which enters the bloodstream across the mucosal membrane (transmucosal absorption)
- Tonix's proprietary formulation contains a basic ingredient which drives transmucosal absorption and a cyclobenzaprine-mannitol eutectic that results in a stable tablet with a 4-year shelf-life.



Sublingual CBP enters the bloodstream directly through the mucosal membrane



Transmucosal CBP administered sublingually bypasses "first-pass" liver metabolism, leading to faster absorption and reduced norCBP







First-in-class, First-line Medicine for Fibromyalgia
Unique, Sublingual, Proprietary Formulation of Cyclobenzaprine HCI Designed to Optimize Efficacy, Delivery and Absorption





Rapid drug exposure following once daily sublingual administration, at bedtime



**Generally** well tolerated

Patent Protection / Exclusivity: Tonix owns worldwide rights to Tonmya™ with no royalties. In the US, issued composition of matter patent extending to 2034; pending method of use patents may extend exclusivity to 2044



## Tonmya™ Prescribing Information Highlights

Tonmya™ (cyclobenzaprine hydrochloride sublingual tablets)				
Indications and Usage	TONMYA is indicated for the treatment of fibromyalgia in adults			
Dosage and Administration	The recommended dosage of TONMYA is 5.6 mg administered sublingually once daily at bedtime:  • Starting dose: Days 1 to 14, administer 2.8 mg (1 sublingual tablet) once daily at bedtime  • Target dose: Days 15 and thereafter, administer 5.6 mg (2 sublingual tablets) once daily at bedtime  The recommended TONMYA dosage in geriatric patients and patients with mild hepatic impairment is 2.8 mg administered sublingually once daily at bedtime. TONMYA is not recommended in patients with moderate or severe hepatic impairment  Pregnancy testing is recommended in females of reproductive potential prior to initiating treatment with TONMYA			
Adverse Reactions	Most common adverse reactions (incidence ≥2% and at a higher incidence in TONMYA-treated patients compared to placebo- treated patients): oral hypoesthesia, oral discomfort, abnormal product taste, somnolence, oral paresthesia, oral pain, fatigue, dry mouth, and aphthous ulcer			

For full prescribing information and safety information, please visit www.Tonmya.com



#### **FDA Approval Based on Studies that Demonstrated Durable** Improvement in Pain Intensity Scores in Fibromyalgia Patients

Primary Efficacy Endpoint: Mean Change from Baseline in Weekly Average of Daily 24-Hour Recall Pain Intensity Scores at Week 14 in Adult Subjects with Fibromyalgia (Trials 1 and 3)

Tonmya™ (cyclobenzaprine HCl sublingual tablets) 28 mg



	Placebo		TONMYA	
Visit / Statistics	Value	Change from baseline	Value	Change from baseline
Trial 3				
Baseline				
N	225		231	
Mean (SD)	5.9 (1.08)		5.9 (1.05)	
(Minimum, Maximum)	(4, 9)		(4, 9)	
Week 14				
LS mean (SE)	4.7 (0.12)	-1.2 (0.12)	4.1 (0.12)	-1.8 (0.12)
95% CI <sup>1</sup>	(4.5, 5.0)	(-1.4, -0.9)	(3.8, 4.3)	(-2.0, -1.6)
Difference in LS mean (SE)				-0.7 (0.16) <sup>2</sup>
95% CI for difference in LS mean				(-1.0, -0.3)
p-value for difference				< 0.001

Trial 3



CI = confidence interval, LS = least squares, SD = standard deviation; SE = standard error

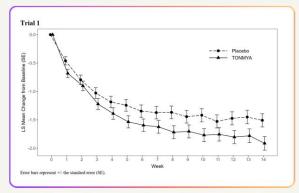
\*LS means, differences and CIs were based on a mixed model for repeated measures with fixed, categorical effects of treatment, center, study week, and treatment-by-study week interaction, as well as the fixed covariates of baseline value and baseline value and baseline value. Psy study week interactions. An unstructured covariance matrix was used.

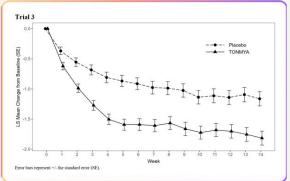
\*Difference of -0.7 is due to a rounding effect. TONMYA: -1.82, placebo: -1.16, and the difference in LS mean is -0.66.



# Approval Based on Studies that Demonstrated Significant Improvement in Pain Intensity Scores in Fibromyalgia Patients

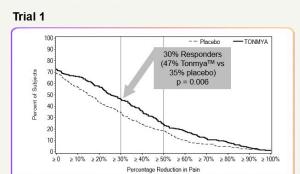
Pivotal Studies Included in Label Demonstrate Statistically Significant Mean Change from Baseline in Weekly Average of Daily 24-hour Recall Pain Intensity Scores at Week 14

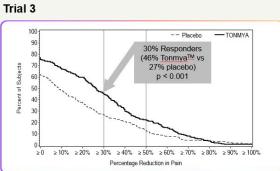




TONIX

# Greater Percentage of Study Participants Taking Tonmya Experienced a Clinically Meaningful (≥30%) Improvement in their Pain after Three Months, Compared to Placebo





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#### Generally Well Tolerated with an Established Safety Profile

- In Clinical Studies:
  - The most common adverse reactions (incidence ≥2% and at a higher incidence in TONMYA™-treated patients compared to placebo-treated patients) were: oral hypoesthesia, oral discomfort, abnormal product taste, somnolence, oral paresthesia, oral pain, fatigue, dry mouth, and aphthous ulcer
  - · Weight gain, and blood pressure were similar to placebo
  - · There were no reports of cognitive dysfunction or sexual dysfunction
  - · No evidence of abuse potential
- Pregnancy testing is recommended in females of reproductive potential prior to initiating treatment with TONMYA™
- Concomitant use of TONMYA with selective serotonin reuptake inhibitors (SSRIs), serotonin norepinephrine reuptake inhibitors (SNRIs), or tricyclic antidepressants, tramadol, bupropion, meperidine, verapamil, or MAO inhibitors increases the risk of serotonin syndrome



For full prescribing information and safety information, please visit www.Tonmya.com





## Tonix is Well Positioned to Support the Commercial Launch



Tonix Medicines markets two FDA-Approved
Rx migraine products and in launch Tonmya



Ended Q2 2025 with ~\$125 million in cash and cash equivalents

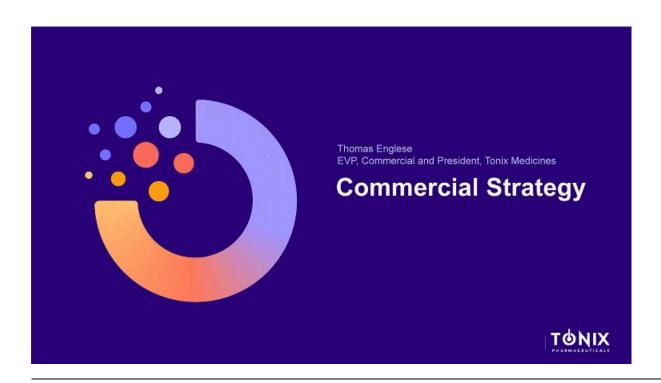


Raised ~\$50 million in Q3 2025 through August 11, 2025 via equity sales



Strong balance sheet: no debt; expected cash runway into Q3 2026







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# Tonix Medicines' Commercial Team has Extensive Commercial and Launch Expertise AMGEN AstraZeneca AstraZeneca Fisal Cotsuka Cotsuka Commercial Team has Externate American AstraZenecial and Launch Expertise Commercial Team has Externate American AstraZenecial and Launch Expertise Commercial Team has Externate American American American AstraZenecial and Launch Expertise Commercial Team has Externate American AstraZenecial Team has Extensive Commercial and Launch Expertise

#### Fibromyalgia is a Large, Underserved and Dissatisfied Population

Chronic pain disorder, resulting from amplified sensory and pain signaling within the central nervous system a serious condition comprised of the symptoms: chronic widespread pain, nonrestorative sleep, and fatigue



>10 million U.S. adults are affected—
predominantly women<sup>1,2</sup>
Debilitating and life-altering condition

Significant economic impact



Patients have expressed dissatisfaction with currently available therapies3,4

85% of first-line treatments fall with patients, citing efficacy and tolerability issues<sup>4</sup>



High patient churn on currently available

fibromyalgia treatments
Typical for patients to rotate between
different therapies
79% of patients are on multiple therapies<sup>4</sup>

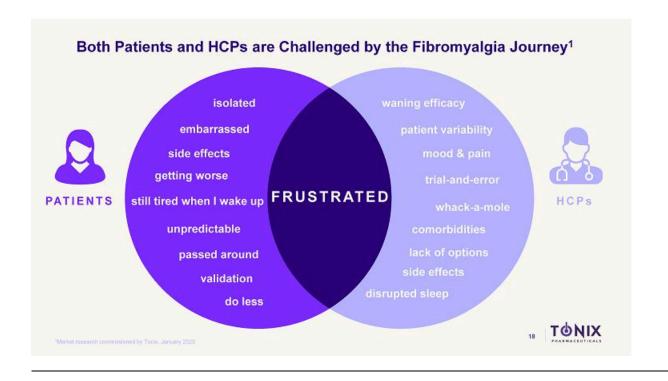


2.7 million patients diagnosed

and treated annually<sup>5</sup>
~15 milion prescriptions are written for the treatment of fibromyalgia (on- and off-label usage) each year<sup>6</sup>

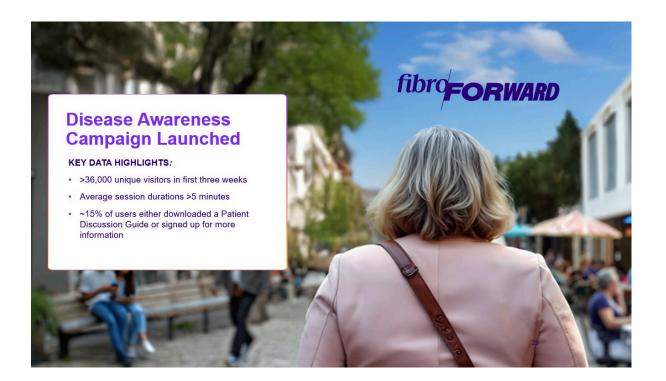
No new FDA approved fibromyalgia therapies in over 15 years4

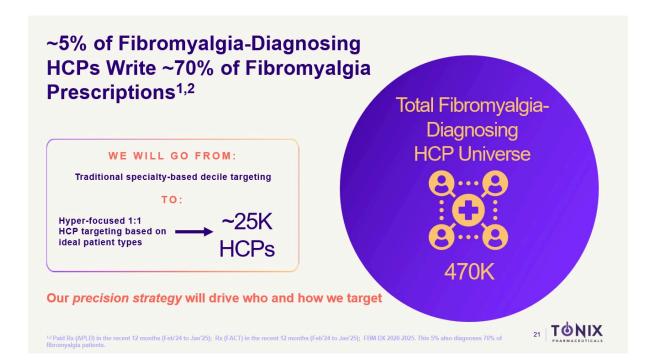
TONIX

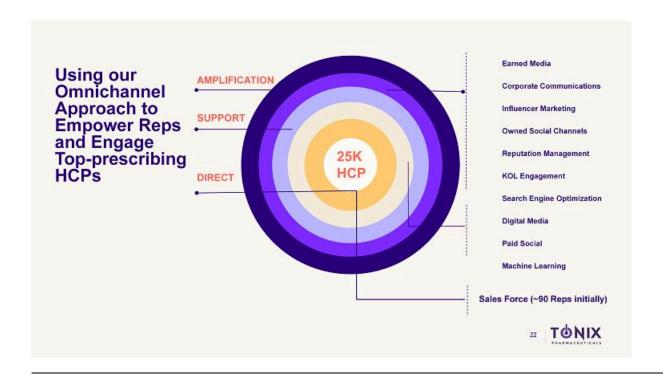


# Patient and HCP Dissatisfaction has Led to Significant Off-label Use Off-label Opioids are Commonly Prescribed within 18 Months of Fibromyalgia Diagnosis 17.6% 11.7% 19 TONIX











# Robust Patient Access & Support Services On Track to be in Place at Launch

#### **ACCESS PATHWAYS<sup>1</sup>**



#### Payer Education & Engagement

Payer Research and Value Analysis

Pre-Approval Information **Exchange Meetings** 

Burden of Disease & Payer Value Proposition



#### **Digital Pharmacy Experience**

Bridge Program

Streamlined Enrollment & Enhanced Prior Authorization Support

Free Home Delivery, Enhancing Convenience and Access



#### **Traditional Pharmacy Savings Program**

Copay Support for Eligible Patients Digital & Text Enrollment

Prior Authorization Support

¹ Programs are for patients whom their HCP has determined Tonmya™ is appropriate for them.



# **Building a Market Leader**



Sales force onboarding HCP & Patient Omnichannel education and awareness campaign launch



Q4 2025

- Commercial and sample availability
- Sales representatives in field & tele-sales campaign initiated



Q1 2026

- Plan to expand commercial access
- Ramp up of educational speaker programs



Q2 2026

- Expect increased access
- Launch broader digital advertising campaign





#### **Unlocking Transformational Potential in Treating Fibromyalgia**



#### First FDA-approved medicine for the treatment of fibromyalgia in over 15 years

First-in-class medicine; non-opioid analgesic

Demonstrated rapid and durable improvement in chronic widespread pain and was generally well tolerated



#### Large market opportunity with significant unmet need

10M potential patients; 2.7M diagnosed and treated patients High level of patient and HCP dissatisfaction with current therapies

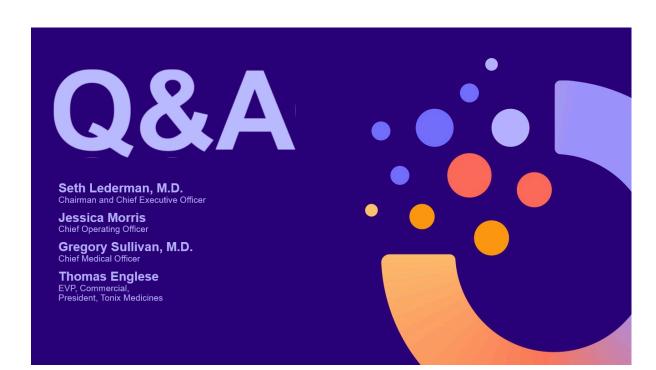


#### Prepared and poised for commercial launch targeted for Q4 2025

Commercial activities underway

No debt; anticipated cash runway to support launch and other operations, into Q3 2026





TONMYA™ (cyclobenzaprine hydrochloride sublingual tablets)

INDICATION
TONMYA is indicated for the treatment of fibromyalgia in adults.

#### IMPORTANT SAFETY INFORMATION

In patients with hypersensitivity to cyclobenzaprine or any inactive ingredient in TONMYA. Hypersensitivity reactions may manifest as an anaphylactic reaction, urticaria, facial and/or tongue swelling, or pruritus. Discontinue TONMYA if a hypersensitivity reaction is suspected.

With concomitant use of monoamine oxidase (MAO) inhibitors or within 14 days after discontinuation of an MAO inhibitor. Hyperpyretic crisis seizures and deaths have occurred in patients who received cyclobenzaprine (or structurally similar tricyclic antidepressants) concomitantly with MAO inhibitors drugs.

During the acute recovery phase of myocardial infarction, and in patients with arrhythmias, heart block or conduction disturbances, or congestive heart failure

In patients with hyperthyroidism.

#### WARNINGS AND PRECAUTIONS

Transfer of pregnancy. Advise females of reproductive potential of the potential risk and to use effective contraception during treatment and for two weeks after the final dose. Perform a pregnancy test prior to initiation of treatment with TONMYA to exclude use of TONMYA during the first trimester of pregnancy.

Serotonin syndrome: Concomitant use of TONMYA with selective serotonin reuptake inhibitors (SSRIs), serotonin norepinephrine reuptake inhibitors (SNRIs), tricyclic antidepressants, tramadol, bupropion, meperidine, verapamil, or MAO inhibitors increases the risk of serotonin syndrome, a potentially life-threatening condition. Serotonin syndrome symptoms may include mental status changes, autonomic instability, neuromuscular abnormalities, and/or gastrointestinal symptoms. Treatment with TONMYA and any concomitant period register stream in the supportive symptomatic treatment should be initiated. If concomitant treatment with TONMYA and other serotonergic dugs is clinically warranted, careful observation is advised, particularly during treatment initiation or

Tricyclic antidepressant-like adverse reactions: Cyclobenzaprine is structurally related to TCAs. TCAs have been reported to produce arrhythmias, sinus tachycardia, prolongation of the conduction time leading to myocardial infarction and stroke. If clinically significant central nervous system (CNS) symptoms develop, consider discontinuation of TONMYA. Caution should be used when TCAs are given to patients with a history of seizure disorder, because TCAs may lower the seizure threshold. Patients with a history of seizures should be monitored during TCA use to identify recurrence of seizures or an increase in the frequency of seizures.

Atropine-like effects: Use with caution in patients with a history of urinary retention, angle-closure glaucoma, increased intraocular pressure, and in patients taking anticholinergic drugs.

CNS depression and risk of operating a motor vehicle or hazardous machinery: TONMYA monotherapy may cause CNS depression. Concomitant use of TONMYA with alcohol, barbiturates, or other CNS depressants may increase the risk of CNS depression. Advise patients not to operate a motor vehicle or dangerous machinery until they are reasonably certain that TONMYA therapy will not adversely affect their ability to engage in such activities.

Oral mucosal adverse reactions: In clinical studies with TONMYA, oral mucosal adverse reactions occurred more frequently in patients treated with TONMYA compared to placebo.
Advise patients to moisten the mouth with sips of water before administration of TONMYA to reduce the risk of oral sensory changes (hypoesthesia). Consider discontinuation of TONMYA fisewer reactions occur.



#### IMPORTANT SAFETY INFORMATION (CONT'D)

ADVERSE REACTIONS
The most common adverse reactions (incidence ×2% and at a higher incidence in TONMYA-treated patients compared to placebo-treated patients) were oral hypoesthesia, oral discomfort, abnormal product taste, somnotence, oral paresthesia, oral pain, fatigue, dry mouth, and aphthous ulcer.

DRUG INTERACTIONS
MAO inhibitors: Life-threatening interactions may occur.

Other serotonergic drugs: Serotonin syndrome has been reported.

CNS depressants: CNS depressant effects of alcohol, barbiturates, and other CNS depressants may be enhanced.

Tramadol: Seizure risk may be enhanced.

Guanethidine or other similar acting drugs: The antihypertensive action of these drugs may be blocked,

USE IN SPECIFIC POPULATIONS
Pregnancy: Based on animal data, TONMYA may cause fetal harm when administered to a pregnant woman. The limited amount of available observational data on oral cyclobenzaprine use in pregnancy is of insufficient quality to inform a TONMYA-associated risk of major birth defects, miscarriage, or adverse maternal or fetal outcomes. Advise pregnant woman about the potential risk to the fetus with maternal exposure to TONMYA and a varieties of available of TONMYA two weeks prior to conception and through the first timester of pregnancy. Report pregnancies to the Tonix Medicines, Inc., adverse-event reporting line at 1-888-869-7633 (1-889-TINXPIMED).

Lactation: A small number of published cases report the transfer of cyclobenzaprine into human milk in low amounts, but these data cannot be confirmed. There are no data on the effects of cyclobenzaprine on a breastled intent, or the effects on milk production. The developmental and health benefits of breastleding should be considered along with the mother's clinical need for TONMYA and any potential adverse effects on the breastled child from TONMYA or from the underlying maternal condition.

Pediatric use: The safety and effectiveness of TONMYA have not been established.

Geriatric patients: Of the total number of TONMYA-treated patients in the clinical trials in adult patients with storomyalgia, none were 85 years of age and older. Clinical trials of TONMYA did not include sufficient numbers of patients 65 years of age and older to determine whether they respond differently from younger adult patients.

Hepatic impairment: The recommended dosage of TONMYA in patients with mild hepatic impairment (HI) (Child Pugh A) is 2.8 mg once daily at bedtime, lower than the recommended dosage in patients with mormal hepatic function. The use of TONMYA is not recommended in patients with moderate HI (Child Pugh B) or severe HI (Child Pugh C). Cyclobenzaprine exposure (AUC) was increased in patients with mild HI and moderate HI compared to subjects with normal hepatic function, which may increase the risk of TONMYA-associated adverse reactions.

Please see additional safety information in the full Prescribing Information

To report suspected adverse reactions, contact Tonix Medicines, Inc. at 1-888-869-7633, or the FDA at 1-800-FDA-1088 or www.fda.gov/medwatch.

