

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

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

Check this box to indicate that a
transaction was made pursuant to a
contract, instruction or written plan for
the purchase or sale of equity
securities of the issuer that is intended
to satisfy the affirmative defense
conditions of Rule 10b5-1(c). See
Instruction 10.

1. Name and Address of Reporting Person* <u>Giordano Christopher Thomas</u> (Last) (First) (Middle) <u>101 GLEN LENNOX DRIVE, SUITE 300</u> (Street) <u>CHAPEL HILL NC 27517</u> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>TENAX THERAPEUTICS, INC. [TENX]</u> 3. Date of Earliest Transaction (Month/Day/Year) <u>07/13/2026</u> 4. If Amendment, Date of Original Filed (Month/Day/Year)	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) ☒ Director 10% Owner ☒ Officer (give title below) Other (specify below) <u>CEO</u> 6. Individual or Joint/Group Filing (Check Applicable Line) ☒ Form filed by One Reporting Person Form filed by More than One Reporting Person
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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	07/13/2026		M		219	A	\$3.549 ⁽¹⁾	2,824	D	
Common Stock	07/13/2026		M		8,500	A	\$5.94 ⁽¹⁾	11,324	D	

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Stock Option (right to buy)	\$3.549	07/13/2026		M			219	(2)	05/17/2034	Common Stock	219	\$0	218	D	
Stock Option (right to buy)	\$5.94	07/13/2026		M			8,500	12/10/2025	12/10/2034	Common Stock	8,500	\$0	1,241,500	D	
Stock Option (right to buy)	\$13.3							(3)	01/09/2036	Common Stock	450,000		450,000	D	
Stock Option (right to buy)	\$5.89							(4)	05/16/2035	Common Stock	1,400,000		1,400,000	D	
Stock Option (right to buy)	\$992							(5)	06/09/2032	Common Stock	125		125	D	
Stock Option (right to buy)	\$3,152							(6)	07/06/2031	Common Stock	157		157	D	

Explanation of Responses:

1. The aggregate exercise price was paid in cash.
2. The options vest and become exercisable as follows: 25% of the underlying shares of common stock vest and become exercisable on each of May 17, 2025, May 17, 2026, May 17, 2027, and May 17, 2028, subject to the Reporting Person's continued employment.
3. The options vest and become exercisable as follows: 25% of the underlying shares of common stock vest and become exercisable on January 9, 2027, and thereafter 1/36th of the remaining shares will vest on the last day of each following month for a period of 36 months, subject to the Reporting Person's continued employment.
4. The options vest and become exercisable as follows: 25% of the underlying shares of common stock vest and become exercisable on May 16, 2026, and thereafter 1/36th of the remaining shares will vest on the last day of each following month for a period of 36 months, subject to the Reporting Person's continued employment.
5. The options vested and became exercisable as follows: 25% of the underlying shares of common stock vested and became exercisable on each of June 9, 2023, June 9, 2024, June 9, 2025, and June 9, 2026, subject to the Reporting Person's continued employment.
6. The options vested and became exercisable as follows: 25% of the underlying shares of common stock vested and became exercisable on each of July 6, 2022, July 6, 2023, July 6, 2024, and July 6, 2025, subject to the Reporting Person's continued employment.

/s/ S. Halle Vakani, as Attorney-
in-Fact 07/14/2026

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 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).

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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