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

**SCHEDULE 14A INFORMATION**

Proxy Statement Pursuant to Section 14(a) of  
the Securities Exchange Act of 1934

Filed by the Registrant

Filed by a Party other than the Registrant

Check the appropriate box:

- Preliminary Proxy Statement
- Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))
- Definitive Proxy Statement
- Definitive Additional Materials
- Soliciting Material Pursuant to Rule 14a-12

**TENAX THERAPEUTICS, INC.**

(Name of Registrant as Specified In Its Charter)

Not Applicable

(Name of Person(s) Filing Proxy Statement if other than the Registrant)

Payment of Filing Fee (Check all boxes that apply):

- No fee required.
- Fee paid previously with preliminary materials.
- Fee computed on table in exhibit required by Item 25(b) per Exchange Act Rules 14a-6(i)(1) and 0-11.
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SCAN TO  
VIEW MATERIALS & VOTE



Dear Tenax Therapeutics, Inc. Stockholder:

A Special Meeting of Tenax stockholders is scheduled to be held on November 30, 2023, to consider the proposal to approve a reverse stock split. The Board unanimously recommends you vote **FOR** the proposal, given its importance to the Company's future, and to protect stockholder investment. Below are the main reasons the Board encourages you to approve the proposal:

- The Board believes a reverse stock split will make Tenax common stock more attractive to a broad range of investors. The current market price of our common stock may deter, and in many cases even prevent, certain institutional investors, professional investors, and other members of the investing public from purchasing Tenax stock.
- In addition, if the reverse stock split proposal is not approved by its stockholders, the bid price for Tenax common stock may remain below \$1.00, causing the Company to be delisted from The Nasdaq Capital Market, negatively impacting the liquidity of our common stock, and therefore the Company and its stockholders. This will make it more difficult for stockholders to trade our common stock.
- The Board believes the reverse stock split is the best option to eliminate the stockholder risk described above, and to position the Company to capitalize on recent successes, including the granting of a U.S. patent covering (through 2040) the use of oral levosimendan in patients with PH-HFpEF, which the Company plans to develop in an upcoming Phase 3 trial. Levosimendan is the first drug to demonstrate improved exercise tolerance in this patient population in a clinical trial. There are no therapies currently approved to treat PH-HFpEF. In the open label extension to Tenax' HELP study, Tenax's oral levosimendan formulation demonstrated numeric improvements in multiple efficacy metrics after patients were transitioned from the weekly IV

to daily oral levosimendan dosing. The HELP Study was a randomized, double-blind, placebo controlled trial in which patients treated with weekly IV infusions of levosimendan exhibited a 29 meter improvement in 6 minute walk distance compared to placebo treated patients.

Even if you plan to attend the meeting, we urge you to vote your shares now, so they can be tabulated prior to the meeting.

### **YOUR VOTE IS VERY IMPORTANT**

**The fastest and easiest way to vote is by telephone or online, or you can scan the QR Code [above/below] to view materials and vote.** Instructions on how to vote your shares by telephone or online are enclosed. Alternatively, you may sign and return the enclosed voting form in the envelope provided. Please note that if you own shares of Tenax stock in multiple accounts, you may receive multiple packages that are not duplicates. Please be sure to vote all of your accounts of Tenax stock.

***If you have questions or need help voting your shares, please call our proxy solicitation firm, Morrow Sodali LLC at 1-800-607-0088.***

Thank you for your investment in Tenax Therapeutics, Inc. and for taking the time to vote your shares.