FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

| STATEMENT | OF CHA | NGES IN | BENEFICIAL | OWNERSHIP |
|-----------|---------|-----------|-------------------|---------------|
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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.

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

| ı | nd Address o | f Reporting Person* | | | | suer Na lex F | | | | | g Symbol | | | | | o of Reportir licable) tor | ng Pers | on(s) to Is | |
|--|---|---------------------|---|--|---------|---|--------|---|--------------|---|--------------------|--|---|----------------------------------|--|---|------------|-------------|--|
| (Last) (First) (Middle) C/O SCILEX HOLDING COMPANY | | | 3. Date of Earliest Transaction (Month/Day/Year) 10/17/2024 | | | | | | | | | Office below | er (give title | | Other (s below) | specify | | | |
| 960 SAN ANTONIO ROAD | | | 4. If Amendment, Date of Original Filed (Month/Day/Year) | | | | | | | 6. Individual or Joint/Group Filing (Check Applicable | | | | | | | | | |
| (Street) PALO A | LTO CA | A 9 | 4303 | | | | | | | | | | | ine) | | filed by One filed by Mor on | | • | |
| (City) | (St | rate) (Ž | Zip) | | | | | | | | | | | | | | | | |
| | | Table | I - N | Ion-Deriva | tive \$ | Secui | rities | Ac | quire | d, Di | sposed of | f, or E | Benefic | ially | Own | ed | | | |
| 1. Title of Security (Instr. 3) 2. Transaction Date (Month/Day/Y | | | Execution Date, | | · | 3. Transaction Code (Instr. 8) 4. Securities Acquired (A) o Disposed Of (D) (Instr. 3, 4 a | | | | | and 5) Securi | | ties cially I Following | Form: | Direct Indirect str. 4) | 7. Nature of Indirect Beneficial Ownership | | | |
| | | | | | | | Code | v | Amount | (A) or (D) | Price | Tra | | rted saction(s) : 3 and 4) | | | (Instr. 4) | | |
| Common Stock 10/17/20 | | | 10/17/20 | 024 | | | | P ⁽¹⁾ | | 20,000 | A | \$0.949 | 496(2) | | 25,000 | | 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) | rivative Conversion Date Execution Date, curity or Exercise (Month/Day/Year) if any | | | Transaction of Code (Instr. Derivative | | Expiration Date (Month/Day/Year) | | 7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4) | | | | 9. Number derivative Securities Beneficially Owned Following Reported Transaction (Instr. 4) | Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | | 11. Nature of Indirect Beneficial Ownership (Instr. 4) | | | | |
| | | | | | Code | v | (A) | (D) | Date Exer | cisable | Expiration Date | Title | Amount or Number of Shares | | | | | | |

Explanation of Responses:

- 1. Open market purchase by the reporting person of 20,000 shares of common stock, par value \$0.0001 per share (the "Common Stock"). The number of shares of Common Stock reported represents an aggregate number of shares purchased in multiple open market transactions over a range of sales prices.
- 2. Reflects the weighted average price of the shares of Common Stock purchased on the open market in multiple transactions on October 17, 2024 at prices ranging from \$0.9479 to \$0.9497 per share, inclusive. The amount reflected has been rounded to four decimal points. The reporting person undertakes to provide to the issuer, any security holder of the issuer, or the staff of the U.S. Securities and Exchange Commission, upon request, full information regarding the number of such shares of Common Stock purchased at each separate price within such range.

/s/ Jaisim Shah, as Attorney-

10/17/2024

in-Fact

** Signature of Reporting Person Date

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.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.