

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

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

1. Name and Address of Reporting Person* <u>Ji Henry</u> <hr/> (Last) (First) (Middle) C/O SCILEX HOLDING COMPANY 960 SAN ANTONIO ROAD <hr/> (Street) PALO ALTO CA 94303 <hr/> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Scilex Holding Co [SCLX]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>Executive Chairperson</u>
3. Date of Earliest Transaction (Month/Day/Year) <u>05/17/2024</u>		6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person
4. If Amendment, Date of Original Filed (Month/Day/Year)		
Rule 10b5-1(c) Transaction Indication <input type="checkbox"/> Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.		

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	05/17/2024		P		50,000 ⁽¹⁾	A	\$0.8797 ⁽²⁾⁽³⁾	50,070	I	By BioVintage, Inc.
Common Stock								2,749	I	By BioVintage, Inc. ⁽⁴⁾⁽⁵⁾
Common Stock								305,273	D	
Common Stock								292,264	I	See Footnote ⁽⁶⁾
Common Stock								5,640	I	By Spouse

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					

Explanation of Responses:

- Open market purchase by the reporting person of 50,000 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.
- Reflects the weighted average price of the shares of Common Stock purchased on the open market in multiple transactions on May 17, 2024 at prices ranging from \$0.8700 to \$0.8800 per share, inclusive. The amount reflected has been rounded to 4 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.
- On December 30, 2022, the Board of Directors of Sorrento Therapeutics, Inc. ("Sorrento") declared a stock dividend (the "Dividend") to all holders of record of its common stock as of the close of business on January 9, 2023, of 0.1410127 of a share of Common Stock for each one share of common stock, par value \$0.0001 per share, of Sorrento ("Sorrento Common Stock"). The reporting person wrote a put option in Sorrento Common Stock on August 26, 2022 (the "Put Option"), which was adjusted as a result of the Stock Dividend to relate to an aggregate of 19,500 shares of Sorrento Common Stock and 2,749 shares of Common Stock and to reflect a corresponding change to the exercise price of the Put Option to \$0.80268 per share of Sorrento Common Stock and \$8.6002 per share of Common Stock.
- (Continued from footnote 4) The Put Option settled on March 17, 2023 and resulted in the reporting person becoming entitled to receive 2,749 shares of Common Stock at a price of \$8.6002 per share of Common Stock, upon the expiration of the lock-up on such shares which is currently set to expire on September 30, 2024.
- Shares are held in family trusts of which the reporting person is a co-trustee with his spouse.

/s/ Jaisim Shah, as Attorney-in-Fact 05/17/2024

** 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.

