

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL	
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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>Sorrento Therapeutics, Inc.</u> (Last) (First) (Middle) 4955 DIRECTORS PLACE (Street) SAN DIEGO CA 94303 (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) Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) 01/19/2023	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

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	01/19/2023		J ⁽¹⁾⁽²⁾		73,740,795 ⁽¹⁾⁽²⁾	D	\$0.00	61,985,795	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					

Explanation of Responses:

- On January 19, 2023, the Reporting Person paid its previously announced stock dividend (the "Dividend") consisting of an aggregate of 75,999,853 shares of common stock of Scilex Holding Company held by the Reporting Person (the "Dividend Shares") to record holders of the Reporting Person's common stock and certain warrants to purchase the Reporting Person's common stock as of January 9, 2023 (the "Record Date"). An aggregate of 2,259,058 Dividend Shares are being held in abeyance by the Reporting Person for the benefit of certain holders of warrants to purchase shares of common stock of the Reporting Person who may be entitled to such shares pursuant to the terms of the applicable warrants following the exercise of such warrants, and at the time such shares are distributed to the applicable warrant holders, the Reporting Person will file a Form 4 reporting such distribution.
- (Continued from footnote 1) The Reporting Person distributed 0.1410127 of a share of the Issuer's common stock for each share of the Reporting Person's common stock outstanding as of the close of business on the Record Date. The stock ratio was calculated by dividing 76,000,000 by the number of shares of the Reporting Person's common stock and warrants to purchase shares of the Reporting Person's common stock outstanding on the Record Date. No fractional shares were issued in connection with the Dividend and the equityholders of the Reporting Person who were entitled to receive fractional shares of the Dividend Stock received cash (without interest) in lieu of such fractional shares.

Remarks:

/s/ Henry Ji, Ph.D., President,
Chief Executive Officer and
Chairman of the Board, 01/23/2023
Sorrento Therapeutics, Inc

** 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.

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