



DIVISION OF  
CORPORATION FINANCE

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

August 30, 2021

Michael B. Jebsen  
President and Chief Financial Officer  
Tenax Therapeutics, Inc.  
ONE Copley Parkway, Suite 490  
Morrisville, NC 27560

**Re: Tenax Therapeutics, Inc.**  
**Registration Statement on Form S-3**  
**Filed August 20, 2021**  
**File No. 333-258981**

Dear Mr. Jebsen:

This is to advise you that we have not reviewed and will not review your registration statement.

Please refer to Rules 460 and 461 regarding requests for acceleration. We remind you that the company and its management are responsible for the accuracy and adequacy of their disclosures, notwithstanding any review, comments, action or absence of action by the staff.

Please contact Gary Guttenberg at 202-551-6477 with any questions.

Sincerely,

Division of Corporation Finance  
Office of Life Sciences

cc: Margaret Rosenfeld, Esq.