As filed with the Securities and Exchange Commission on June 28, 2026

Registration No. 333-___________

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM S-1

REGISTRATION STATEMENT
UNDER THE SECURITIES ACT OF 1933

HELIXOR BIOSCIENCES, INC.

(Exact name of registrant as specified in its charter)

Delaware	**2836**	**87-1934572**
(State of incorporation)	(Primary SIC Code)	(I.R.S. Employer I.D.)

1400 Cortlandt Way, Suite 600, Cambridge, MA 02142 • (617) 555–0142

(Address and telephone number of principal executive offices)

Dr. Amara Osei, Chief Executive Officer • Helixor Biosciences, Inc.

(Name and address of agent for service)

Copies to: Whitmore & Lang LLP, 500 Beacon St., Boston, MA

CALCULATION OF REGISTRATION FEE

Title of securities	Amount registered	Proposed max. price	Registration fee
Common Stock, $0.001 par value	8,000,000 shares	$136,000,000	$20,067.20

The registrant hereby amends this registration statement on such date as may be necessary to delay its effective date until the registrant shall file a further amendment.

1. Prospectus Summary

Helixor Biosciences is a clinical-stage biotechnology company developing precision RNA therapeutics for rare metabolic disorders. Our lead candidate, **HLX-201**, is in a Phase 2 trial for hereditary tyrosinemia, with topline data expected in the first half of 2027. This prospectus relates to our initial public offering of common stock.

2. The Offering

Common stock offered	8,000,000 shares
Price range (estimated)	$15.00 – $17.00 per share
Shares outstanding after offering	41,300,000 shares
Proposed exchange / symbol	Nasdaq Global Market / “HLXR”
Use of proceeds	Fund the HLX-201 Phase 3 program, advance the preclinical pipeline, and for working capital and general corporate purposes.

3. Summary Financial Data

($ in thousands)	FY 2025	FY 2024
Research and development expense	(48,210)	(36,940)
General and administrative expense	(14,760)	(11,320)
Net loss	(61,540)	(46,880)
Cash and cash equivalents	92,410	71,200

4. Risk Factors (Summary)

- We have incurred significant losses and expect to continue to incur losses for the foreseeable future.
- Our business depends substantially on the success of our lead candidate, HLX-201.
- Clinical trials are lengthy, expensive, and uncertain in outcome.
- We will require substantial additional financing to achieve our goals.

The information in this prospectus is not complete and may be changed. These securities may not be sold until the registration statement filed with the SEC is effective.