

OMB APPROVAL	
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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>Munger Edmund C</u> (Last) (First) (Middle) 5615 SCOTTS VALLEY DRIVE SUITE 110 (Street) SCOTTS VALLEY CA 95066 (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>VirnetX Holding Corp [VHC]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) 05/17/2010	
	4. If Amendment, Date of Original Filed (Month/Day/Year) 05/19/2010	6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person

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	05/17/2010 ⁽¹⁾		X		11,667	A	\$3	103,267	D	
Common Stock	05/17/2010 ⁽¹⁾		X		11,667	A	\$4	114,934	D	
Common Stock	05/17/2010		M		994,653	A	\$0.2409	1,109,587	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	Title	Amount or Number of Shares				
Common Stock Warrant	\$3	05/17/2010 ⁽¹⁾		X		11,667		01/30/2009	07/30/2010	Common Stock	11,667	\$0.00	0	D	
Common Stock Warrant	\$4	05/17/2010 ⁽¹⁾		X		11,667		01/30/2009	07/30/2010	Common Stock	11,667	\$0.00	0	D	
Stock option grant (right to buy)	\$0.2409	05/17/2010 ⁽¹⁾		M		994,653			03/22/2016	Common Stock	994,653	\$0.00	43,246	D	
Common Stock Warrant	\$2	03/03/2010		G ⁽³⁾		11,667		01/30/2009		Common Stock	11,667	\$0.00	0	D	

Explanation of Responses:

- This amendment is filed to correct a typographical error re the dates of the transactions reported on the original Form 4 filed on May 19, 2010. The correct date for each transaction was May 17, 2010, but was erroneously reflected in the original Form 4 as "March 17, 2010".
- 12/48th of the total shares vested and became exercisable on July 1, 2007 and 1/48th of the total shares vest and become exercisable on the same day of each month thereafter.
- This gift transaction is being voluntarily reported at this time.
- On February 24, 2010, the Issuer exercised its rights to call those certain warrants to purchase shares of Company Common Stock with an exercise price of \$2.00 per share (the "\$2 Warrants") issued pursuant to the Company's underwritten public offering that closed on January 30, 2009. The \$2 Warrants expired in their entirety on March 11, 2010 if not exercised.

Remarks:

/s/ Kendall Larsen, Attorney-in-Fact for Edmund C. Munger 06/08/2010

** 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.