FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT	OF CHANGES	IN BENEFICIAL	OWNERSHIP
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l	OMB APPE	ROVAL				
	OMB Number:	3235-0287				
Estimated average burden						
l	hours per response.	0.5				

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

Name and Address of Reporting Person* TAYLOR SCOTT C					2. Issuer Name and Ticker or Trading Symbol VirnetX Holding Corp [VHC]					(Ch	Relationship of Reporting Person(s (Check all applicable) X Director				uer vner	
(Last) (First) (Middle) 5615 SCOTTS VALLEY DRIVE, SUITE 110					3. Date of Earliest Transaction (Month/Day/Year) 05/28/2009						Officer below)	(give title		Other (s below)	pecify	
(Street) SCOTTS VALLEY (City)	. C.		95066 (Zip)	4.	If Ame	endment, [Oate (of Original File	ed (Month/Da	ay/Year)	Line	X Form f	iled by One	Repo	(Check Apporting Person	1
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned																
1. Title of Security (Instr. 3) 2. Transa Date			ransactior e enth/Day/Y	Execution Date,		Code (Ins	n Dispose	Securities Acquired (A) or		5. Amount of Securities Beneficially		Form (D) or	: Direct r Indirect str. 4)	7. Nature of Indirect Beneficial Ownership Instr. 4)		
	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 Am of Securities Underlying Derivative Secu (Instr. 3 and 4)			ies g Security	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s (Instr. 4)		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					
Stock Option Grant (right to buy)	\$1.58	05/28/2009		A		10,000		05/28/2009	05/27/2019	Common Stock	10,000	\$0.00	10,000)	D	

Explanation of Responses:

Remarks:

/s/ Kendall Larsen, Attorney-in-Fact for Scott C. Taylor 05/28/2009

** 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.