FORM 4

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL										
OMB Number:	3235-0287									
Estimated average b	urden									

0.5

hours per response:

	Check this box if no longer subject to
$\neg$	Section 16. Form 4 or Form 5
J	obligations may continue. See
	Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

	. ,				or	Section	on 30(h) d	of the	Investment	Con	npany Act	of 1940							<u>.</u>	
1. Name and Address of Reporting Person*  TAYLOR SCOTT C						2. Issuer Name <b>and</b> Ticker or Trading Symbol VirnetX Holding Corp [ VHC ]									5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
TATLON SCOTT C													X	Directo	or		10% Ov	vner		
(Last) (First) (Middle) 5615 SCOTTS VALLEY DRIVE, SUITE 110						3. Date of Earliest Transaction (Month/Day/Year) 06/04/2010									Officer below)	officer (give title elow)		Other (s below)	specify	
(Street) SCOTTS CA 95066				4.1	4. If Amendment, Date of Original Filed (Month/Day/Year)								Individual or Joint/Group Filing (Check Applicable Line)     X Form filed by One Reporting Person							
VALLEY														Form filed by More than One Reporting Person						
(City)	(S	tate)	(Zip)																	
		Tab	le I - Nor	n-Deriv	/ativ	e Se	curities	s Ac	quired, [	Disp	osed o	f, or Be	enefi	cially	Owned					
1. Title of Security (Instr. 3)  2. Transa Date (Month/D						Execution Dat			Code (In	4. Securities Acquired (A Disposed Of (D) (Instr. 3, 5)		4 and Securi Benefi Owned		s ally following	Form (D) o	n: Direct r Indirect istr. 4)	7. Nature of Indirect Beneficial Ownership			
					Code				v	Amount	(A) (C)	or P	rice	Reported Transact (Instr. 3 a	tion(s)			(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)	vative Conversion Date Execution Date, irity or Exercise (Month/Day/Year) if any		Date,	4. Transaction Code (Instr. 8)				6. Date Exercisable and Expiration Date (Month/Day/Year)			7. Title and Amou of Securities Underlying Derivative Securi (Instr. 3 and 4)		Derivative Security		9. Numbe derivative Securities Beneficia Owned Following Reported Transactie (Instr. 4)	e s lly	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership t (Instr. 4)		
					Code	v	(A)	(D)	Date Exercisable		xpiration ate	Title	Amo or Nun of Sha							
Stock Option Grant (Right to Buy)	\$5.58	06/04/2010			A		10,000		06/04/2010	0	6/03/2020	Common Stock	10,	000	\$0.00	10,00	0	D		

Explanation of Responses:

Remarks:

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