

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

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of
The Securities Exchange Act of 1934

Date of Report (Date of earliest event reported)
July 17, 2020

VirnetX Holding Corporation

(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction of incorporation)

001-33852
(Commission File Number)

77-0390628
(IRS Employer Identification No.)

308 Dorla Court, Suite 206
Zephyr Cove, Nevada 89448
(Address of principal executive offices, including zip code)

(775) 548-1785
(Registrant's telephone number, including area code)

Not Applicable
(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
 Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
 Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
 Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Securities registered pursuant to Section 12(b) of the Act:

Title of each class	Trading Symbols(s)	Name of each exchange on which registered
Common Stock, par value \$0.0001	VHC	NYSE American LLC

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (17 CFR §230.405) or Rule 12b-2 of the Securities Exchange Act of 1934 (17 CFR §240.12b-2). Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

Item 3.01 Notice of Delisting or Failure to Satisfy a Continued Listing Rule or Standard; Transfer of Listing

On July 17, 2020, VirnetX Holding Corporation, (the “Company”), announced that it has received approval to list its common stock, par value \$0.0001 per share (the “Common Stock”), on the New York Stock Exchange (“NYSE”). The Company provided written notice on July 17, 2020 to the NYSE American LLC (“NYSE American”) of its intention to list its Common Stock on the NYSE and to simultaneously delist such securities from the NYSE American. The Company anticipates that its Common Stock will begin trading on the NYSE at the commencement of trading on July 22, 2020 under the symbol “VHC”, and that until the close of trading on July 21, 2020, the Common Stock will continue to trade on the NYSE American under the symbol “VHC.” The Company’s Board of Directors has approved the transfer to the NYSE.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits

Exhibit No.	Description
99.1	Press release dated July 27, 2020, dated “VirnetX Announces Voluntary Transfer Listing of its Common Stock to the New York Stock Exchange.”
104	Cover Page Interactive Data File (embedded within the Inline XBRL document).

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

VirnetX Holding Corporation

By: _____ /s/ Kendall Larsen

Name: Kendall Larsen

Title: Chief Executive Officer

Dated: July 17, 2020



VirnetX Announces Voluntary Transfer Listing of its Common Stock to the New York Stock Exchange

ZEPHYR COVE, Nevada.– July 17, 2020 – VirnetX™ Holding Corporation (NYSE AMERICAN: VHC) (the “Company”, “VirnetX”), an Internet security software and technology company, announced today that it has voluntarily chosen to transfer the listing of its common stock from the NYSE American LLC (“NYSE American”) to the New York Stock Exchange (“NYSE”).

VirnetX anticipates its common stock will begin trading on the NYSE (under its current ticker symbol “VHC”) at the commencement of trading on July 22, 2020, and that its common stock will continue to trade on the NYSE American under the symbol “VHC” until the closing of trading on July 21, 2020.

“Moving to the NYSE ‘Big Board’ will be a very positive move for VirnetX,” said Kendall Larsen, VirnetX CEO and President. “We expect the NYSE will give us access to a wider group of investors.”

About VirnetX

VirnetX Holding Corporation is an Internet security software and technology company with patented technology for secure communications including 4G LTE and 5G security. The Company’s software and technology solutions, including its secure domain name registry and Gabriel Connection Technology™, are designed to facilitate secure communications and to create a secure environment for real-time communication applications such as instant messaging, VoIP, smart phones, e-Readers and video conferencing. The Company’s patent portfolio includes over 190 U.S. and foreign granted patents/validations and pending applications. For more information, please visit www.virnetx.com.

Forward-Looking Statements

Statements in this press release that are not statements of historical or current fact, including statements relating to the Company's uplisting to the NYSE, may constitute "forward-looking statements" within the meaning of the Private Securities Litigation Reform Act of 1995. Such forward-looking statements are based on expectations, estimates and projections, and certain assumptions made by management and involve known and unknown risks, uncertainties and other unknown factors that could cause the actual results of the Company to be materially different from the historical results or from any future results expressed or implied by such forward-looking statements, including but not limited to, statements relating to the Company's uplisting to the NYSE. The forward-looking statements contained herein are also subject generally to other risks and uncertainties that are described from time to time in the Company's reports and registration statements filed with the Securities and Exchange Commission, including those under the heading "Risk Factors" in the Company's Annual Report on Form 10-K filed on March 16, 2020 and subsequent filings with the Securities and Exchange Commission, as applicable. Many of the factors that will determine the outcome of the subject matter of this press release are beyond the Company's ability to control or predict. Except as required by law, the Company is under no duty to update any of the forward-looking statements after the date of this press release to conform to actual results.

Contact:

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