SEC For	m 4																			
	FORM	4	UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549														OMB APPROVAL			
Section 16. Form 4 or Form 5 obligations may continue. See					Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940											OMB Number: Estimated average burder hours per response:			0.5	
1. Name and Address of Reporting Person [*] O'BRIEN THOMAS M						2. Issuer Name and Ticker or Trading Symbol <u>VirnetX Holding Corp</u> [VHC]									eck all applie	cable) or	10% Owner			
	C/O 308 DORLA COURT				3. Date of Earliest Transaction (Month/Day/Year) 06/03/2022										 Officer (give title Other (specify below) 				pecify	
SUITE 206 (Street) ZEPHYR COVE NV 89448					4.1	4. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Fili Line) X Form filed by One Re Form filed by More th Person									e Repo	eporting Person				
(City)	(S	tate)	(Zip)																	
		Tab	ole I - No	n-Deriv	/ativ	e Se	curities	s Ac	quired, I	Disp	posed o	of, or	Ben	eficiall	y Owned					
Date				2. Trans Date (Month/		ear) I	2A. Deemed Execution Date, if any (Month/Day/Yea		Code (Inst				l (A) or . 3, 4 and		es For ally (D) Following (I) (n: Direct r Indirect Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
									Code	v	Amount	() (1	4) or D)	Price	Transac	Reported Transaction(s) (Instr. 3 and 4)			instr. 4)	
Common Stock 06/03,					3/202	2022			Α		8,333 ⁽¹⁾ A		\$0.00	0 188,327			D			
			Table II -						uired, Di , option						Owned					
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deeme Execution if any (Month/Day	Date,	4. Transa Code (8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exe Expiration (Month/Da	Date		of Sec Under Deriva	7. Title and Amount of Securities Jnderlying Derivative Security Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Numbe derivative Securities Beneficia Owned Following Reported Transacti (Instr. 4)	e s Ily J	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
					Code	v	(A)	(D)	Date Exercisabl		xpiration late	Title		Amount or Number of Shares						
Stock Option (Right to Buy)	\$1.22	06/03/2022			A		12,500		(2)	0	6/03/2032	Comn Stoc		12,500	\$0.00	12,50	0	D		

Explanation of Responses:

1. The restricted stock units shall vest and become exercisable upon the earlier of (a) one year from the date of grant or (b) the close of business on the day prior to the Company's 2023 annual meeting of stockholders, in either case, so long as the Participant (as defined in the Company's 2013 Equity Incentive Plan (the "Plan")) has not earlier terminated his control uses as a Service Provider (as defined in the Plan) occurs, all of the restricted stock units then unvested as of the date of the Change in Control, will vest and become exercisable immediately prior to the consummation of the Change in Control transaction.

2. All shares underlying this option shall vest and become exercisable upon the earlier of (a) one year from the date of grant or (b) the close of business on the day prior to the Company's 2023 annual meeting of stockholders, in either case, so long as the Participant (as defined in the Plan) has not earlier terminated his continuous status as a Service Provider (as defined in the Plan). If a Change in Control (as defined in the Plan) occurs, all shares underlying this option then unvested as of the date of the Change in Control, will vest and become exercisable immediately prior to the consummation of the Change in Control. This option will be exercisable for twelve (12) months after the Participant ceases to be a Service Provider, unless such termination is due to the Participant's death, Disability (as defined in the Plan), or Cause (as defined in the Plan), in which case the option shall vest in accordance with the terms of the Participant's option agreement.

Remarks:

/s/ Kendall Larsen, Attorney-in-06/14/2022

fact for Thomas M. O'Brien

** 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.