SEC Form 3 FORM 3

## UNITED STATES SECURITIES AND EXCHANGE

Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0104

## INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

Estimated average burden hours per 0.5 response:

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 <sup>*</sup> <u>Koch Icon Investments, LLC</u>			e of Event ring Statemen n/Day/Year)	3. Issuer Name and Ticker or Trading Symbol <u>Getty Images Holdings, Inc.</u> [ GETY ]						
(Last) (First) (Middle) 4111 E. 37TH STREET NORTH		0//22	2/2022	4. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director X 10% Ow		/ner		If Amendment, Date of Original led (Month/Day/Year) 7/22/2022		
(Street) WICHITA KS (City) (State)	67220 (Zip)			Officer (give title below)		Other (s below)	pecify	6. Individual or Joint/Group Filing (Check Applicable Line) Form filed by One Reporting Person X Form filed by More than One Reporting Person		
Table I - Non-Derivative Securities Beneficially Owned										
1. Title of Security (Instr. 4)				2. Amount of Securities Beneficially Owned (Instr. 4)3. Owned Form: Di (D) or Int (I) (Instr.		rect direct		4. Nature of Indirect Beneficial Ownership (Instr. 5)		
Table II - Derivative Securities Beneficially Owned   (e.g., puts, calls, warrants, options, convertible securities)										
4)		Expiration Date			Title and Amount of Securities nderlying Derivative Security (Instr.		4. Conversion or Exercise Price of		5. Ownership Form: Direct (D)	6. Nature of Indirect Beneficial Ownership (Instr.
		Date Exercisable	Expiration Date	Title	Numb	Amount or Number of Shares		itive ity	or Indirect (I) (Instr. 5)	5)
Earnout Shares		(1)	(1)	Class A Common Stock	14,50	63,505 <sup>(2)</sup>	(1	.)	D <sup>(3)</sup>	
1. Name and Address of Reporting Person <sup>*</sup> Koch Icon Investments, LLC										
(Last) (Firs 4111 E. 37TH STREI	,	(Middle)								
(Street) WICHITA KS		67220								
(City) (Sta	te)	(Zip)								
1. Name and Address of Reporting Person <sup>*</sup> KOCH INDUSTRIES INC										
(Last) (First) (Mide 4111 E. 37TH STREET NORTH		(Middle)								
(Street) WICHITA KS		67220								
(City) (Sta	te)	(Zip)								

## **Explanation of Responses:**

1. Pursuant to the Business Combination Agreement, dated as of December 9, 2021, among Getty Images Holdings, Inc. (the "Issuer") and certain other parties (the "Agreement"), Koch Icon Investments, LLC ("Koch Icon") has the contingent right to receive a pro rata amount of Class A common stock of the Issuer (the "Class A Common Stock") in each of three earnout periods, if at any time during the 10 year period following July 22, 2022 the volume weighted average price of a Class A Common Stock is greater than or equal to, for any 20 trading days within any 30 consecutive trading day period (an "earnout period"): \$12.50 for the first earnout period; \$15.00 for the second earnout period; and \$17.50 for the third earnout period as adjusted pursuant to the Agreement.

2. In accordance with Instruction 8(a) to Form 3, this amendment is filed solely to add the line of information to Table II included here; as provided in that instruction, the remainder

of the information in the original filing is not restated in this amendment, and no other amendment is made to the original filing.

3. Koch Icon is beneficially owned by Koch Equity Development LLC ("Koch Equity"), Koch Equity is beneficially owned by Koch Investments Group, LLC ("KIG"), KIG is beneficially owned by Koch Investments Group Holdings, LLC ("KIGH"), and KIGH is beneficially owned by Koch Industries, Inc. ("Koch Industries"), in each case by means of ownership of all voting equity instruments. Koch Industries, Koch Equity, KIG, and KIGH may be deemed to beneficially own the shares of Class A Common Stock of the Issuer held by Koch Icon by virtue of (i) Koch Industries' beneficial ownership of KIGH, (ii) KIGH's beneficial ownership of KIG, (iii) KIG's beneficial ownership of Koch Equity and (iv) Koch Equity's beneficial ownership of Koch Icon.

## **Remarks:**

Michael Harris and Brett Watson serve on the Issuer's board of directors as designees of Koch Icon and, therefore, each of Koch Icon and Koch Industries may be deemed a "director by deputization" of the Issuer.

<u>Koch Icon Investments,</u>	
LLC, /s/ Raffaele G. Fazio,	07/27/2022
Vice President and	0//2//2022
<u>Secretary</u>	
Koch Industries, Inc., /s/	
Raffaele G. Fazio,	07/27/2022
Assistant Secretary	
** 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 5 (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.