UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 10-O/A

(Amendment No. 2)

☑ QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

For the quarterly period ended September 30, 2024

☐ TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934 For the transition period from



GETTY IMAGES HOLDINGS, INC.

(Exact name of registrant as specified in its charter)

Delaware (State or other jurisdiction of incorporation or organization)

001-41453 (Commission File Number)

87-3764229 (I.R.S. Employer **Identification Number)**

605 5th Ave S. Suite 400 Seattle, WA 98104 (Address of principal executive offices) (Zip Code)

(206) 925-5000

(Registrant's telephone number, including area code)

Not Applicable

(Former name or former address, if changed since last report)

Title of each class		Trading ymbol(s)	Name of each exchange on which registered
Class A Common Stock	k	GETY	New York Stock Exchange
such shorter period that the registrant was rec	quired to file such reports), and (2) has been subj	ect to such filing requirements for the past	hange Act of 1934 during the preceding 12 months (or for 90 days. Yes ⊠ No □ It to Rule 405 of Regulation S-T (§232.405 of this chapter)
,	shorter period that the registrant was required to	• •	8 8
during the preceding 12 months (or for such	onorter period that the regionant was required to		
Indicate by check mark whether the registra		ler, a non-accelerated filer, a smaller repo	
Indicate by check mark whether the registra	ant is a large accelerated filer, an accelerated fi	ler, a non-accelerated filer, a smaller repo	· ·
Indicate by check mark whether the registra definitions of "large accelerated filer," "accele	ant is a large accelerated filer, an accelerated fi erated filer," "smaller reporting company," and "e	ler, a non-accelerated filer, a smaller repo merging growth company" in Rule 12b-2 c Accelerated f	f the Exchange Act.

standards provided pursuant to Section 13(a) of the Exchange Act. \square

Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act). Yes 🗆 No 🗵

As of November 5, 2024, 411,074,838 shares of Class A common stock, par value \$0.0001 per share, of Getty Images Holdings, Inc. were issued and outstanding.

EXPLANATORY NOTE

The sole purpose of this Amendment No. 2 is to provide the certification exhibits inadvertently omitted from Amendment No. 1 to the Company's September 30, 2024 Quarterly Report on Form 10-Q.

This Amendment No. 2 consists solely of the preceding cover page, this explanatory note, the list of exhibits filed or furnished with this Amendment No. 2, the signature page and the certifications filed or furnished as Exhibits 31.1(a), 31.2(a), 32.1(a) and 32.2(a).

Except as described above, this Amendment No. 2 does not reflect events occurring after the date of the filing of the Original Form 10-Q or Amendment No. 1 or modify or update any of the other disclosures contained therein in any way. Accordingly, this Amendment No. 2 should be read in conjunction with the Original Form 10-Q and Amendment No. 1 and the Company's other filings with the SEC.

Item 6. Exhibits

Exhibit Number	Description
31.1(a)*	Certification of Chief Executive Officer pursuant to Exchange Act Rules 13a-14(a) and 15d-14(a), as adopted pursuant to Section 302 of the Sarbanes-Oxley Act of 2002
31.2(a)*	Certification of Chief Financial Officer pursuant to Exchange Act Rules 13a-14(a) and 15d-14(a), as adopted pursuant to Section 302 of the Sarbanes-Oxley Act of 2002
32.1(a)**	Certification of Principal Executive Officer pursuant to 18 U.S.C. Section 1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002
32.2(a)**	Certification of Chief Financial Officer pursuant to 18 U.S.C. Section 1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002
101	iXBRL (Inline Extensible Business Reporting Language)
104	Cover Page Interactive Data File (formatted as Inline XBRL and contained in Exhibit 101)

^{*} Filed herewith.

^{**} Furnished herewith.

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, on November 8, 2024.

GETTY IMAGES HOLDINGS, INC.

By: /s/ Craig Peters

Name: Craig Peters

Title: Chief Executive Officer

(Principal Executive Officer)

By: /s/ Jennifer Leyden

Name: Jennifer Leyden
Title: Chief Financial Office

e: Chief Financial Officer (Principal Financial Officer)

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By: /s/ Chris Hoel

Name: Chris Hoel

Title: Chief Accounting Officer

(Principal Accounting Officer)

CERTIFICATION PURSUANT TO RULES 13a-14(a) AND 15d-14(a) UNDER THE SECURITIES EXCHANGE ACT OF 1934, AS ADOPTED PURSUANT TO SECTION 302 OF THE SARBANES-OXLEY ACT OF 2002

I, Craig Peters, certify that:

- 1. I have reviewed this Quarterly Report on Form 10-Q/A of Getty Images Holdings, Inc., for the quarter ended September 30, 2024;
- 2. Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this report;
- 3. The registrant's other certifying officer and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f)) for the registrant and have:
 - 1. Designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared;
 - 2. Designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles;
 - 3. Evaluated the effectiveness of the registrant's disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; and
 - 4. Disclosed in this report any change in the registrant's internal control over financial reporting that occurred during the registrant's most recent fiscal quarter (the registrant's fourth fiscal quarter in the case of an annual report) that has materially affected, or is reasonably likely to materially affect, the registrant's internal control over financial reporting; and
- 5. The registrant's other certifying officer and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrant's auditors and the audit committee of the registrant's board of directors (or persons performing the equivalent functions):
 - 1. All significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrant's ability to record, process, summarize and report financial information; and
 - 2. Any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant's internal control over financial reporting.

Date: November 8, 2024	Ву:	/s/ Craig Peters
	Name:	Craig Peters
	Title:	Chief Executive Officer and Director
		(Principal Executive Officer)

CERTIFICATION PURSUANT TO RULES 13a-14(a) AND 15d-14(a) UNDER THE SECURITIES EXCHANGE ACT OF 1934, AS ADOPTED PURSUANT TO SECTION 302 OF THE SARBANES-OXLEY ACT OF 2002

I, Jennifer Leyden, certify that:

- 1. I have reviewed this Quarterly Report on Form 10-Q/A of Getty Images Holdings, Inc., for the quarter ended September 30, 2024;
- 2. Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this report;
- 3. The registrant's other certifying officer and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(f)) and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f)) for the registrant and have:
 - 1. Designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared;
 - 2. Designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles;
 - 3. Evaluated the effectiveness of the registrant's disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; and
 - 4. Disclosed in this report any change in the registrant's internal control over financial reporting that occurred during the registrant's most recent fiscal quarter (the registrant's fourth fiscal quarter in the case of an annual report) that has materially affected, or is reasonably likely to materially affect, the registrant's internal control over financial reporting; and
- 5. The registrant's other certifying officer and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrant's auditors and the audit committee of the registrant's board of directors (or persons performing the equivalent functions):
 - 1. All significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrant's ability to record, process, summarize and report financial information; and
 - 2. Any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant's internal control over financial reporting.

Date: November 8, 2024	By:	/s/ Jennifer Leyden
	Name:	Jennifer Leyden
	Title:	Chief Financial Officer
		(Principal Financial Officer)

CERTIFICATION PURSUANT TO 18 U.S.C. SECTION 1350, AS ADOPTED PURSUANT TO SECTION 906 OF THE SARBANES-OXLEY ACT OF 2002

In connection with the Quarterly Report on Form 10-Q/A of Getty Images Holdings, Inc. (the "Company"), for the quarter ended September 30, 2024, as filed with the Securities and Exchange Commission on the date hereof (the "Report"), I, Craig Peters, Chief Executive Officer of the Company, certify pursuant to 18 U.S.C. Section 1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002, that, to the best of my knowledge:

1. the Report fully complies with the requirements of Section 13(a) or 15(d) of the Securities Exchange Act of 1934; and

2. the information contained in the Report fairly presents, in all material respects, the financial condition and results of operations of the Company.

Date: November 8, 2024 By: /s/ Craig Peters

Name: Craig Peters

Title: Chief Executive Officer and Director

(Principal Executive Officer)

CERTIFICATION PURSUANT TO 18 U.S.C. SECTION 1350, AS ADOPTED PURSUANT TO SECTION 906 OF THE SARBANES-OXLEY ACT OF 2002

In connection with the Quarterly Report on Form 10-Q/A of Getty Images Holdings, Inc. (the "Company"), for the quarter ended September 30, 2024, as filed with the Securities and Exchange Commission on the date hereof (the "Report"), I, Jennifer Leyden, Chief Financial Officer of the Company, certify pursuant to 18 U.S.C. Section 1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002, that, to the best of my knowledge:

1. the Report fully complies with the requirements of Section 13(a) or 15(d) of the Securities Exchange Act of 1934; and

2. the information contained in the Report fairly presents, in all material respects, the financial condition and results of operations of the Company.

Date: November 8, 2024 By: /s/ Jennifer Leyden

Name: Jennifer Leyden

Title: Chief Financial Officer

(Principal Financial Officer)