SEC Form 4

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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| 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 [*] <u>Kellough Kjelti Wilkes</u> | 2. Issuer Name and Ticker or Trading Symbol Getty Images Holdings, Inc. [GETY] | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner | | | | | | | |
|---|---|--|--|--|--|--|--|--|--|
| (Last) (First) (Mide C/O GETTY IMAGES HOLDINGS, II | 3. Date of Earliest Transaction (Month/Day/Year) 06/25/2024 | Officer (give title Other (specify below) below) General Counsel | | | | | | | |
| 605 5TH AVENUE SOUTH, SUITE 40 (Street) | 4. If Amendment, Date of Original Filed (Month/Day/Year) | 6. Individual or Joint/Group Filing (Check Applicable Line) Form filed by One Reporting Person Form filed by More than One Reporting | | | | | | | |
| City) (State) (Zip) | Rule 10b5-1(c) Transaction Indication Check this box to indicate that a transaction was made pursuant satisfy the affirmative defense conditions of Rule 10b5-1(c). See | Person to a contract, instruction or written plan that is intended to | | | | | | | |
| | | satisfy the amirmative defense conditions of Kule 1005-1(c). See Instruction 10. | | | | | | | |

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 2A. Deemed Execution Date. 4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 1. Title of Security (Instr. 3) 2. Transaction Date 5. Amount of Securities 6. Ownership 7. Nature 3. Transaction Form: Direct of Indirect (Month/Day/Year) if any (Month/Day/Year) Code (Instr. Beneficially Owned Following (D) or Indirect Beneficial 5) 8) (I) (Instr. 4) Ownership Reported Transaction(s) (Instr. 4) (A) or (D) Code v Price Amount (Instr. 3 and 4) 06/25/2024 **S**⁽¹⁾ \$3.23(2) Class A Common Stock 8,273 D 246,750 D

 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) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | Execution Date, Tr if any C (Month/Day/Year) 8) | 4. Transaction Code (Instr. 8) | | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | | 6. Date Exercisable and Expiration Date (Month/Day/Year) | | 7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4) | | 8. Price of Derivative Security (Instr. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4) | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---|---|--|---|---|---|---|-----|--|--------------------|---|--|---|--|--|--|
| | | | | Code | v | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | | | |

Explanation of Responses:

1. The sales reported in this Form 4 were effected pursuant to Rule 10b5-1 trading plan instructions adopted to cover tax withholding obligations in connection with the vesting and settlement of restricted stock units by the Reporting Person in the award agreement, dated March 16, 2023, for the restricted stock units grant.

2. This transaction was executed in multiple trades at prices ranging from \$3.07 to \$3.34. The price reported above reflects the weighted average sale price. The Reporting Person hereby undertakes to provide upon request to the SEC staff, the Issuer or a security holder of the Issuer full information regarding the number of shares and prices at which the transaction was effected.

Remarks:

<u>/s/ Kjelti Kellough</u>

** Signature of Reporting Person Date

06/27/2024

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.