

# FORM 4

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

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### STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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 * <b>Virgin Investments Ltd</b>  (Last) (First) (Middle) <b>CRAIGMUIR CHAMBERS, ROAD</b> <b>TOWN</b>  (Street) <b>TORTOLA, D8 VG 1110</b>  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <b>Virgin Galactic Holdings, Inc [ SPCE ]</b>  3. Date of Earliest Transaction (MM/DD/YYYY) <b>8/10/2021</b>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  <input type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner <input type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below)  6. Individual or Joint/Group Filing (Check Applicable Line)  <input type="checkbox"/> Form filed by One Reporting Person <input checked="" type="checkbox"/> Form filed by More than One Reporting Person
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Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Trans. Date	2A. Deemed Execution Date, if any	3. Trans. Code (Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	8/10/2021		S		1597550	D	\$31.4409 (1)	55221710	I	See footnote (2)
Common Stock	8/10/2021		S		1259282	D	\$32.2836 (3)	53962428	I	See footnote (2)
Common Stock	8/10/2021		S		592021	D	\$33.3547 (4)	53370407	I	See footnote (2)
Common Stock	8/10/2021		S		301147	D	\$34.3877 (5)	53069260	I	See footnote (2)
Common Stock	8/11/2021		S		1402882	D	\$26.8339 (6)	51666378	I	See footnote (2)
Common Stock	8/11/2021		S		1373021	D	\$27.3113 (7)	50293357	I	See footnote (2)
Common Stock	8/11/2021		S		449056	D	\$28.2179 (8)	49844301	I	See footnote (2)
Common Stock	8/11/2021		S		416041	D	\$29.2964 (9)	49428260	I	See footnote (2)
Common Stock	8/12/2021		J (10)		57766	D	(10)	49370494	I	See footnote (2)
Common Stock	8/12/2021		S		1710092	D	\$25.7576 (11)	47660402	I	See footnote (2)
Common Stock	8/12/2021		S		1233660	D	\$26.4445 (12)	46426742	I	See footnote (2)
Common Stock	8/12/2021		S		81248	D	\$27.1739 (13)	46345494	I	See footnote (2)

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Trans. Date	3A. Deemed Execution Date, if any	4. Trans. 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		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 of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V		Date Exercisable	Expiration Date	Title	Amount or Number of Shares				

#### Explanation of Responses:

- The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$31.005 to \$31.995. The reporting persons undertake to provide the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.
- Virgin Investments Limited is the record holder of the common stock reported herein. Virgin Investments Limited's sole shareholder is Virgin Group Investments LLC, whose sole managing member is Corvina Holdings Limited, whose sole shareholder is Virgin Group Holdings Limited. Sir Richard

Branson owns and has the ability to appoint and remove the management of Virgin Group Holdings Limited and, as such, may indirectly control the decisions of Virgin Group Holdings Limited, regarding the voting and disposition of securities owned by Virgin Group Holdings Limited. As a result, each of the foregoing entities and Mr. Branson may be deemed to share beneficial ownership of the securities held by Virgin Investments Limited.

- (3) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$32.00 to \$32.99. The reporting persons undertake to provide the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.
- (4) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$33.00 to \$33.99. The reporting persons undertake to provide the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.
- (5) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$34.00 to \$34.76. The reporting persons undertake to provide the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.
- (6) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$26.50 to \$26.999. The reporting persons undertake to provide the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.
- (7) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$27.00 to \$27.81. The reporting persons undertake to provide the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.
- (8) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$28.00 to \$28.845. The reporting persons undertake to provide the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.
- (9) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$29.00 to \$29.91. The reporting persons undertake to provide the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.
- (10) Represents a transfer of shares in-kind to a former employee.
- (11) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$25.51 to \$25.995. The reporting persons undertake to provide the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.
- (12) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$26.00 to \$26.99. The reporting persons undertake to provide the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.
- (13) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$27.00 to \$27.40. The reporting persons undertake to provide the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.

#### Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
<b>Virgin Investments Ltd</b> <b>CRAIGMUIR CHAMBERS, ROAD TOWN</b> <b>TORTOLA, D8 VG 1110</b>		X		
<b>Virgin Group Investments LLC</b> <b>CRAIGMUIR CHAMBERS, ROAD TOWN</b> <b>TORTOLA, D8 VG 1110</b>		X		
<b>Corvina Holdings LTD</b> <b>CRAIGMUIR CHAMBERS, ROAD TOWN</b> <b>TORTOLA, D8 VG 1110</b>		X		
<b>Virgin Group Holdings LTD</b> <b>CRAIGMUIR CHAMBERS, ROAD TOWN</b> <b>TORTOLA, D8 VG 1110</b>		X		
<b>Branson Sir Richard</b> <b>BRANSON VILLA, NECKER BEACH ESTATE</b> <b>NECKER ISLAND, D8 VG 1150</b>		X		

#### Signatures

**Virgin Investments Limited By: /s/ James Cahillane, Attorney-in-fact**

--Signature of Reporting Person

**8/12/2021**

Date

**Virgin Group Investments LLC By: /s/ James Cahillane, Attorney-in-fact**

--Signature of Reporting Person

**8/12/2021**

Date

**Corvina Holdings Limited By: /s/ James Cahillane, Attorney-in-fact**

--Signature of Reporting Person

**8/12/2021**

Date

**Virgin Group Holdings Limited By: /s/ James Cahillane, Attorney-in-fact**

**--Signature of Reporting Person**

**8/12/2021**

Date

**Sir Richard Branson By: /s/ James Cahillane, Attorney-in-fact**

**--Signature of Reporting Person**

**8/12/2021**

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.

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