

| OMB APPROVAL                                 |           |
|----------------------------------------------|-----------|
| OMB Number:                                  | 3235-0287 |
| Estimated average burden hours per response: | 0.5       |

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

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

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*<br><u>Naylor Stuart</u> |         |          | 2. Issuer Name and Ticker or Trading Symbol<br><u>MeiraGTx Holdings plc [ MGTX ]</u> |                                                                                                                                                                                                                                                                                    |  | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable)<br>Director _____ 10% Owner _____<br><input checked="" type="checkbox"/> Officer (give title below) _____ Other (specify below) _____<br><b>CHIEF DEV. OFFICER</b> |  |  |
| (Last)                                                           | (First) | (Middle) | 3. Date of Earliest Transaction (Month/Day/Year)<br><u>01/07/2024</u>                |                                                                                                                                                                                                                                                                                    |  | 6. Individual or Joint/Group Filing (Check Applicable Line)<br><input checked="" type="checkbox"/> Form filed by One Reporting Person<br><input type="checkbox"/> Form filed by More than One Reporting Person                             |  |  |
| 450 EAST 29TH STREET<br>14TH FLOOR                               |         |          | 4. If Amendment, Date of Original Filed (Month/Day/Year)                             |                                                                                                                                                                                                                                                                                    |  |                                                                                                                                                                                                                                            |  |  |
| (Street)                                                         | (City)  | (State)  | (Zip)                                                                                | Rule 10b5-1(c) Transaction Indication<br><input type="checkbox"/> Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10. |  |                                                                                                                                                                                                                                            |  |  |
| NEW YORK NY 10016                                                |         |          |                                                                                      |                                                                                                                                                                                                                                                                                    |  |                                                                                                                                                                                                                                            |  |  |

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction 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  |                                                                                               |                                                          |                                                       |
| Ordinary Shares                 | 01/07/2024                           |                                                    | M                              |   | 75,000 <sup>(1)</sup>                                             | A          | (2)    | 565,792                                                                                       | D                                                        |                                                       |
| Ordinary Shares                 | 01/07/2024                           |                                                    | F                              |   | 35,250 <sup>(3)</sup>                                             | D          | \$6.3  | 530,542                                                                                       | D                                                        |                                                       |
| Ordinary Shares                 | 01/08/2024                           |                                                    | M                              |   | 40,000 <sup>(4)</sup>                                             | A          | (2)    | 570,542                                                                                       | D                                                        |                                                       |
| Ordinary Shares                 | 01/08/2024                           |                                                    | F                              |   | 18,800 <sup>(3)</sup>                                             | D          | \$6.63 | 551,742                                                                                       | 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) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 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 |
| Restricted Share Units                     | (2)                                                    | 01/07/2024                           |                                                    | M                              |   |                                                                                        | 75,000 | (1)                                                      | (1)             | Ordinary Shares                                                                   | 75,000                                     | \$0                                                                                                | 75,000                                                    | D                                                      |       |
| Restricted Share Units                     | (2)                                                    | 01/08/2024                           |                                                    | M                              |   |                                                                                        | 40,000 | (4)                                                      | (4)             | Ordinary Shares                                                                   | 40,000                                     | \$0                                                                                                | 0                                                         | D                                                      |       |

**Explanation of Responses:**

- Represents vesting of one-half of restricted share units granted on January 7, 2022.
- Each restricted share unit converts into one ordinary share upon vesting.
- Shares withheld for payment of taxes upon vesting of award.
- Represents vesting of one-quarter of restricted share units granted on January 8, 2020.

/s/ Richard Giroux, Attorney-in-Fact for Stuart Naylor 01/09/2024

\*\* 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.