

MeiraGTx Holdings plc
Form SC 13G
March 04, 2019

SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

SCHEDULE 13G
(Rule 13d-102)

INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT
TO RULES 13d-1(b),(c) AND (d) AND AMENDMENTS THERETO FILED
PURSUANT TO RULE 13d-2(b)
(Amendment No.)¹

MeiraGTx Holdings plc
(Name of Issuer)

Ordinary Shares, \$.00003881 par value
(Title of Class of Securities)

G59665102
(CUSIP Number)

March 1, 2019
(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

Rule 13d-1(b)

Rule 13d-1(c)

Rule 13d-1(d)

¹ The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page. The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act.

CUSIP No. G59665102

1. NAME OF REPORTING PERSON
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

Johnson & Johnson
EIN: 22-1024240

2. CHECK THE APPROPRIATE BOX
IF (a)
A (b)
MEMBER OF A GROUP
3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION
New Jersey

5. SOLE VOTING POWER -0- SHARED VOTING POWER
6. 2,898,550 SOLE DISPOSITIVE POWER -0- SHARED DISPOSITIVE POWER
7. 2,898,550
8. 2,898,550

9. NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH
AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 2,898,550

10.

- CHECK
BQX
IF
THE
AGGREGATE
AMOUNT
IN
ROW
(9)
EXCLUDES
CERTAIN
SHARES
PERCENT OF
CLASS
11. REPRESENTED
BY AMOUNT IN
ROW (9) 8.7%*
TYPE OF
12. REPORTING
PERSON CO

* Based on 33,183,734 Ordinary Shares outstanding as of March 1, 2019, consisting of 27,386,632 Ordinary Shares outstanding as of October 31, 2018, as reported in the Issuer's Quarterly Report on Form 10Q for the period ended September 30, 2018 filed with the Securities and Exchange Commission on November 8, 2018, and 5,797,102 Ordinary Shares issued in a private placement that closed on March 1, 2019 (the "Private Placement"). The shares reported herein were acquired by JJDC in the Private Placement.

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CUSIP No. G59665102

1. NAME OF REPORTING PERSON
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

Johnson & Johnson
Innovation-JJDC,
Inc.
EIN: 22-2007137

2. CHECK THE APPROPRIATE BOX
IF (a)
A (b)
MEMBER OF

3. A GROUP
SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION
New Jersey

5. SOLE VOTING POWER -0-
SHARED VOTING POWER

6. 2,898,550
SOLE DISPOSITIVE POWER -0-
SHARED DISPOSITIVE POWER

8. 2,898,550

9. NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH
AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING

- PERSON 2,898,550
CHECK
BOX
IF
THE
AGGREGATE
10. AMOUNT
IN[]
ROW
(9)
EXCLUDES
CERTAIN
SHARES
PERCENT OF
CLASS
11. REPRESENTED
BY AMOUNT IN
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* Based on 33,183,734 Ordinary Shares outstanding as of March 1, 2019, consisting of 27,386,632 Ordinary Shares outstanding as of October 31, 2018, as reported in the Issuer's Quarterly Report on Form 10Q for the period ended September 30, 2018 filed with the Securities and Exchange Commission on November 8, 2018, and 5,797,102 Ordinary Shares issued in a private placement that closed on March 1, 2019 (the "Private Placement"). The shares reported herein were acquired by JJDC in the Private Placement.

CUSIP No. G59665102

SCHEDULE 13G

ITEM
1(a) NAME OF ISSUER:

MeiraGTx Holdings plc

ITEM
1(b) ADDRESS OF ISSUER'S PRINCIPAL EXECUTIVE OFFICES:

430 East 29th Street, 10th Floor, New York, NY 10016

ITEM
2(a) NAME OF PERSON FILING:

This statement is being filed by Johnson & Johnson, a New Jersey corporation ("J&J"), and Johnson & Johnson Innovation-JJDC, Inc., a New Jersey corporation ("JJDC"). JJDC is a wholly-owned subsidiary of J&J. The securities reported herein as being held by J&J and JJDC are directly beneficially owned by JJDC. J&J may be deemed to indirectly beneficially own the securities that are directly beneficially owned by JJDC.

ITEM
2(b) ADDRESS OF PRINCIPAL BUSINESS OFFICE:

J&J: One Johnson & Johnson Plaza, New Brunswick, NJ 08933
JJDC: 410 George Street, New Brunswick, NJ 08901

ITEM
2(c) CITIZENSHIP:

J&J: New Jersey
JJDC: New Jersey

ITEM
2(d) TITLE OF CLASS OF SECURITIES:

Ordinary Shares, \$.00003881 par value ("Ordinary Shares")

ITEM
2(e) CUSIP NUMBER:

G59665102

ITEM
3 STATEMENTS FILED PURSUANT TO RULES 13D-1(B) OR 13D-2(B) OR (C):

Not applicable.

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CUSIP No. G59665102

ITEM 4 OWNERSHIP:

The information set forth in the cover pages of this Schedule 13G is incorporated herein by reference.

ITEM 5 OWNERSHIP OF FIVE PERCENT OR LESS OF A CLASS:

Not applicable.

ITEM 6 OWNERSHIP OF MORE THAN FIVE PERCENT ON BEHALF OF ANOTHER PERSON:

Not applicable.

ITEM 7 IDENTIFICATION AND CLASSIFICATION OF THE SUBSIDIARY WHICH ACQUIRED THE SECURITY BEING REPORTED ON BY THE PARENT COMPANY:

Not applicable.

ITEM 8 IDENTIFICATION AND CLASSIFICATION OF MEMBERS OF THE GROUP:

Not applicable.

ITEM 9 NOTICE OF DISSOLUTION OF GROUP:

Not applicable.

ITEM
10 CERTIFICATION:

By signing below the undersigned certify that, to the best of their knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the Issuer and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

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CUSIP No. G59665102

SIGNATURE

After reasonable inquiry and to the best of their knowledge and belief, the undersigned certify that the information set forth in this statement is true, complete and correct.

Dated: March 4, 2019

JOHNSON & JOHNSON

By: /s/ Thomas Spellman III
Name: Thomas Spellman III
Title: Secretary

JOHNSON & JOHNSON
INNOVATION-JJDC, INC.

By: /s/ Kevin Norman
Name: Kevin Norman
Title: Assistant Secretary