FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERS

	OMB APPROVAL							
WNERSHIP	OMB Number:	3235-0287						
WITEITOIIII	Estimated average burden							

hours per response:

0.5

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* Carter David M (Last) (First) (Middle) 4820 EASTGATE MALL				KR	Issuer Name and Ticker or Trading Symbol KRATOS DEFENSE & SECURITY SOLUTIONS, INC. [KTOS] 3. Date of Earliest Transaction (Month/Day/Year) 01/25/2016									Check	all applicable) Director		10%	Issuer Owner er (specify
														Х	below) below) President, DRSS Division			w)
				4. If	Ameı	ndment,	Date o	of Origina	ıl Filed	I (Month/Da	ay/Yea	ar)			Form	i filed by One	e Reporting Pe	rson
	Tabl	e I - Nor	n-Deriva	ative	Sec	curitie	s Acc	quired	, Dis	posed o	f, or	Bene	eficia	ally (Owne	ed		
Date			Execution Date, ay/Year) if any		Transaction Disposed Of (D) (Instr. 3, 4 Code (Instr. 5)				4 and Securi Benefi Owned		ties cially I Following	Form: Direct (D) or Indirect	7. Nature of Indirect Beneficial Ownership (Instr. 4)					
						Code	v	Amount (A) or (D)			Price	. 1	Transaction(s) (Instr. 3 and 4)			(11150.4)		
Stock			01/25/	/2016				F		3,456	(1)	D	\$4	.1	60	,203 ⁽²⁾	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) 1. Title of Conversion or Exercise Price of Derivative Security		Execution if any	ition Date, Tra				6. Date Exercisable and Expiration Date (Month/Day/Year)			Amo Seci Und Deri Seci	ount of urities erlying vative urity (In: 4) Amo or Nun	ount	Deriv Secu	vative urity tr. 5)	derivative Securities Beneficially Owned Following Reported	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership (Instr. 4)	
	CGO CA (St Stock 2. Conversion or Exercise Price of Derivative	Conversion or Exercise Price of Derivative (Strokt Manual	Conversion or Exercise Price of Derivative (Middle) (First) (Middle) (Middle) (Middle) (State) (Zip) Table I - Nor Table II - I (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Middle) (Zip) Table II - I (Conversion Date (Month/Day/Year) (Month/Day/Year) (Month/Day/Year)	(First) (Middle) STGATE MALL (State) (Zip) Table I - Non-Derivation (Month/D) Stock Table II - Derivati (e.g., pu 2. Transaction Date (Month/Day/Year) Month/Day/Year) 3. Transaction Date (Month/Day/Year) (Month/Day/Year) (Month/Day/Year)	(First) (Middle) STGATE MALL (State) (Zip) Table I - Non-Derivative Security (Instr. 3) Stock Table II - Derivative Security 2. Transaction Date (Month/Day/Year) Table II - Derivative Security 2. Transaction Date (e.g., puts, c.g., puts,	Conversion or Exercise Price of Derivative o	Conversion of Exercise Price of Derivative Security 3. Date of Earlies 01/25/2016 Table I - Non-Derivative Securities (Month/Day/Year) Table II - Derivative Securities (e.g., puts, calls, warrange) 2. Table II - Derivative Securities (e.g., puts, calls, warrange) 2. Table II - Derivative Securities (e.g., puts, calls, warrange) 2. Table II - Derivative Securities (e.g., puts, calls, warrange) 2. Table II - Derivative Securities (e.g., puts, calls, warrange) 2. Table II - Derivative Securities (e.g., puts, calls, warrange) 2. Table II - Derivative Securities (e.g., puts, calls, warrange) 2. Table II - Derivative Securities (e.g., puts, calls, warrange) 3. Transaction Date (month/Day/Year) (month/Day/Year) 3. Transaction Date (month/Day/Year) (month/Day/Year) (month/Day/Year)	Conversion or Exercise Price of Derivative Security Stock Stock	Code Canversion or Exercise Price of Derivative Security Stock Canversion or Exercise Price of Derivative Security Securit	Code Conversion or Exercise of Date of Execution Date of Conversion or Exercise of Date of Execution Date of Conversion or Date of Execution Date of Execution Date of Execution Date of Conversion or Exercise of Derivative Security (Month/Day/Year) Code Conversion of Date of Execution Date of Original Filed	Code Non-Derivative Securities Acquired, Disposed of Security (Instr. 3) Code Non-Derivative Securities Acquired, Disposed of (e.g., puts, calls, warrants, options, convertibe Security (Month/Day/Year) Security (Month/Day/Year) Security (Month/Day/Year) Security (Month/Day/Year) Securities Acquired, Disposed of (e.g., puts, calls, warrants, options, convertibe Securities Acquired (A) or Disposed of (Disposed of (Disposed of (A) or Disposed of (Month/Day/Year) Securities Acquired (A) or Disposed of (Month/Day/Year) Securities Acquired (A) or Disposed of (Disposed o	Conversion of Exercise Conversion of Exerc	Code V Amount Code (Instr. B) Code V Amount Code (Instr. B) Code Conversion or Exercise Price of Derivative Security Salar Salar Code (Instr. Code (Instr. B) Code (Instr. B) Code (Instr. Code (Instr. B) Code (Instr.	KRATOS DEFENSE & SECURITY SOLUTIONS, INC. [KTOS] STGATE MALL STGATE MALL STATE MALL	Check Chec	Check all app Direct SOLUTIONS, INC. [KTOS] SOLUTIONS, INC. [KT	KRATOS DEFENSE & SECURITY SOLUTIONS, INC. [KTOS] Check all applicable Director X Officer (give title below) President, D Olivers O	Check all applicable) Director 10% SOLUTIONS, INC. KTOS SOLUTIONS, INC. KTOS STGATE MALL STGATE MALL 3. Date of Earliest Transaction (Month/Day/Year) 3. Date of Earliest Transaction (Month/Day/Year)

Explanation of Responses:

- 1. Share tendered for payment of minimum tax liability, pursuant to a Rule 10b5-1 Plan, in connection with shares vested as reported on a Form 4 filed January 5, 2016 and released January 25, 2016.
- $2. \ Includes \ 8,675 \ shares \ purchased \ through \ Issuer's \ Employee \ Stock \ Purchase \ Plan \ and \ 9,606 \ shares \ held \ in \ Issuer's \ 401(k) \ Plan.$

<u>David M. Carter, by Eva Yee,</u> <u>Attorney-In-Fact</u>

01/27/2016

** 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.