FORM 4

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549	OMB APPROVAL			
STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP	OMB Number:	3235-0287		
	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*  Fendley Steven S.					2. Issuer Name and Ticker or Trading Symbol KRATOS DEFENSE & SECURITY SOLUTIONS, INC. [KTOS]									Check	ionship of Reportin all applicable) Director Officer (give title		ng Person(s) to Is 10% Ov Other (s		wner
(Last) 10680 T	st) (First) (Middle) 80 TREENA STREET, SUITE 600				3. Date of Earliest Transaction (Month/Day/Year) 04/29/2024									X	below)  President, U		US I	below)	
(Street)	Street) SAN DIEGO CA 92131				4. If Amendment, Date of Original Filed (Month/Day/Year)									. Indiv ine) X	ridual or Joint/Group Filing (Check Applicable  Form filed by One Reporting Person  Form filed by More than One Reporting  Person				
(City)	(St	ate) (Z	Zip)		Rule 10b5-1(c) Transaction Indication  Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.								ended to						
		Table	· <b>I</b> - I	Non-Deriva	tive	Secui	rities	Acc	quir	ed, Di	sposed o	f, or	Benefic	ially	Own	ed			
1. Title of Security (Instr. 3)  2. Transaction Date (Month/Day/Ye				ar) E	2A. Deem Execution if any (Month/D		, Ti C	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 an			d 5) Secur Benef		cially d Following	Forr (D) o	m: Direct or rect (I)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
								С	ode	v /	Amount	(A) or (D)	Price	Transa		action(s) 3 and 4)		u. 4)	(111511. 4)
Common Stock			04/29/2024				5	S <sup>(1)</sup>		7,000(1)	D	\$18.757	7572(2)		423,098(3)		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)	Exe if a	Deemed scution Date, ny snth/Day/Year)	4. Transa Code 8)		5. Numof of Derive Securion Acquired (A) or Disposof (D) (Instrand 5	ative rities ired osed	Exp (Mo	oiration I onth/Day	(Year)	Amo Secu Unde Deriv Secu 3 and	Amount or Number of			9. Number derivative Securities Beneficially Owned Following Reported Transaction (Instr. 4)	,	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)

## **Explanation of Responses:**

- 1. This transaction was effected pursuant to a 10b5-1 trading plan adopted by the reporting person on June 1, 2023.
- 2. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$18.615 to \$19.01 inclusive. The reporting person undertakes to provide to Issuer, any security holder of 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 ranges set forth in this footnote to this Form 4.
- 3. Includes approximately 1,586 shares held through Issuer's 401(k) Plan.

Steven S. Fendley, by Eva Yee, Attorney-In-Fact

05/01/2024

\*\* Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

- $^{\star}$  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.