**1. Name and Address of Reporting Person**
Carter David M
10680 TREENA STREET, SUITE 600
SAN DIEGO CA 92131

**2. Issuer Name and Ticker or Trading Symbol**
KRATOS DEFENSE & SECURITY SOLUTIONS, INC. [ KTOS ]

**3. Date of Earliest Transaction (Month/Day/Year)**
12/10/2019

**5. Relationship of Reporting Person(s) to Issuer**
10% Owner
President, DRSS Division

**4. If Amendment, Date of Original Filed**

**6. Individual or Joint/Group Filing (Check Applicable Line)**
Form filed by One Reporting Person
Form filed by More than One Reporting Person

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

<table>
<thead>
<tr>
<th>1. Title of Security (Instr. 3)</th>
<th>2. Transaction Date (Month/Day/Year)</th>
<th>3A. Deemed Execution Date, if any (Month/Day/Year)</th>
<th>4. Transaction Code (Instr. 8)</th>
<th>5. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)</th>
<th>6. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)</th>
<th>7. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)</th>
<th>8. Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Common Stock</td>
<td>12/10/2019</td>
<td>M(1)</td>
<td>A</td>
<td>15,000(1)</td>
<td>78,986(1)</td>
<td>D</td>
<td></td>
</tr>
<tr>
<td>Common Stock</td>
<td>12/10/2019</td>
<td>M(1)</td>
<td>A</td>
<td>15,000(1)</td>
<td>93,986(1)</td>
<td>D</td>
<td></td>
</tr>
<tr>
<td>Common Stock</td>
<td>12/10/2019</td>
<td>F(2)</td>
<td>D</td>
<td>8,587(2)</td>
<td>85,399(2)</td>
<td>D</td>
<td></td>
</tr>
<tr>
<td>Common Stock</td>
<td>12/10/2019</td>
<td>S(3)</td>
<td>D</td>
<td>21,413(3)</td>
<td>63,986(3)</td>
<td>D</td>
<td></td>
</tr>
</tbody>
</table>

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

<table>
<thead>
<tr>
<th>1. Title of Derivative Security (Instr. 3)</th>
<th>2. Conversion or Exercise Price of Derivative Security</th>
<th>3. Transaction Date (Month/Day/Year)</th>
<th>3A. Deemed Execution Date, if any (Month/Day/Year)</th>
<th>4. Transaction Code (Instr. 8)</th>
<th>5. Number of Derivative Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)</th>
<th>6. Date Exercisable and Expiration Date (Month/Day/Year)</th>
<th>7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)</th>
<th>8. Price of Derivative Security (Instr. 5)</th>
<th>9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)</th>
<th>10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)</th>
<th>11. Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Stock Option (right to buy)</td>
<td>$4.98</td>
<td>12/10/2019</td>
<td>M(1)</td>
<td>15,000</td>
<td>Common Stock 15,000</td>
<td>01/04/2018 01/04/2023</td>
<td>$0</td>
<td>0</td>
<td>D</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Stock Option (right to buy)</td>
<td>$4.98</td>
<td>12/10/2019</td>
<td>M(1)</td>
<td>15,000</td>
<td>Common Stock 15,000</td>
<td>11/08/2018 01/04/2023</td>
<td>$0</td>
<td>0</td>
<td>D</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

**Explanation of Responses:**
1. Exercise of stock option right to buy, which was granted 1/4/2013.
2. Shares withheld to cover exercise price of options exercised.
3. Open market sale of Issuer's common stock made in accordance with Issuer's trading policies.
4. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from $17.45 to $17.55 inclusive. The reporting person undertakes to provide to Issuer, any security holder of Issuer, or the staff of the SEC, 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.
5. Includes 10,003 shares purchased through Issuer's Employee Stock Purchase Plan and approximately 139 shares held in Issuer's 401(k) Plan.

David M. Carter, by Eva Yee, Attorney-In-Fact
12/12/2019
**Signature of Reporting Person**
**Date**
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.