FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington,	D.C. 20549
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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

Name and Address of Reporting Person* DEMARCO ERIC M					2. Issuer Name and Ticker or Trading Symbol KRATOS DEFENSE & SECURITY SOLUTIONS, INC. [KTOS]									all app	or 10% Owner		vner	
,	, , ,				3. Date of Earliest Transaction (Month/Day/Year) 01/21/2021								X	Officer (give title below) President & CEO				
					4. If Amendment, Date of Original Filed (Month/Day/Year)								6. Indiv Line) X	Form Form	Form filed by One Reporting Person Form filed by More than One Reporting			
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1. Title of Security (Instr. 3) 2. Transaction Date				2A. Deemed Execution Date,		3. Ti	3. Transaction Code (Instr. 8)		4. Securities	d (A) or		5. Amount of Securities Beneficially Owned Followi		Form: Direct (D) or g Indirect (I)		7. Nature of Indirect Beneficial Ownership		
							С	ode	v	Amount	(A) or (D)	Price		Transa	action(s)	(Instr. 4	,	(Instr. 4)
Common Stock 01/21/202				1				S ⁽¹⁾		9,300(1)	D	\$29.2927(2)		39	90,350	I		by trust
Common Stock 01/21/202				1				S ⁽¹⁾		700(1)	D	\$29.8	371 ⁽³⁾	38	39,650	I		by trust
Common Stock 01/21/202				1				S ⁽¹⁾		1,110(1)	D	D \$29.25		53,612 ⁽⁶⁾		Γ)	
Common Stock 01/21/202				-		!	S ⁽¹⁾		100(1)	D	\$29.84		53,512 ⁽⁶⁾		Ι)		
Common Stock 01/21/2			01/21/202	1				S ⁽⁷⁾		1,208 ⁽⁷⁾	D	\$29.3	023 ⁽⁵⁾	0		I		by spouse
Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)																		
	3. Transaction Date (Month/Day/Year)	Exe if ar	cution Date, ny			of Deriva Secur Acqui (A) or Dispo of (D) (Instr.	ative ities red sed	Exp (Mo	oiration onth/Day	Date //Year)	Amo Secu Unde Deriv Secu 3 and	Amour		vative urity	derivative Securities Beneficially Owned Following Reported	Ov Fo Dii or (I)	vnership rm: rect (D) Indirect	11. Nature of Indirect Beneficial Ownership (Instr. 4)
	(Figure 1) (Figure 2) (Figure 2) (Figure 3) (Figure 3) (Figure 3) (Figure 4)	(First) (() REENA STREET, SUITE () EGO CA 9 (State) (() Table Security (Instr. 3) Stock	(First) (Middle REENA STREET, SUITE 600 EGO CA 9213 (State) (Zip) Table I - I Security (Instr. 3) Stock	(First)	(First) (Middle) REENA STREET, SUITE 600 Table I - Non-Derivative Security (Instr. 3) Security (Instr. 3) 2. Transaction Date (Month/Day/Year) Stock 01/21/2021 Stock 01/21/2021 Stock 01/21/2021 Table II - Derivative Security Stock 01/21/2021 Table II - Derivative Security Stock 01/21/2021 3. Die Month/Day/Year) Security (Instr. 3) 2. Transaction Date (Month/Day/Year) Stock 01/21/2021 Table II - Derivative Security Stock 2. Conversion or Exercise (e.g., puts, can be price of Derivative Security (Month/Day/Year) Price of Derivative Security (Month/Day/Year)	Conversion or Exercise Price of Derivative Security (Month/Day/Year) Solution of Exercise Price of Derivative Security (Month/Day/Year) Solution Security (Month/Day/Year) Conversion or Exercise Price of Derivative Security (Month/Day/Year) Conversion or Exercise Price of Derivative Security (Month/Day/Year) Conversion or Exercise Price of Derivative Security (Month/Day/Year) (Month/Day/Year) Conversion or Exercise Price of Derivative Security (Month/Day/Year) Co	(First) (Middle) REENA STREET, SUITE 600 Table I - Non-Derivative Securities Security (Instr. 3) 2. Transaction Date (Month/Day/Year) Stock 01/21/2021 Stock 01/21/2021 Stock 01/21/2021 Stock 01/21/2021 Table II - Derivative Securities A (e.g., puts, calls, warra 2. Transaction Date (e.g., puts, calls, warra) Table II - Derivative Securities A (e.g., puts, calls, warra) Table II - Derivative Securities A (e.g., puts, calls, warra) A Table II - Derivative Securities A (e.g., puts, calls, warra) A Tansaction Date (e.g., puts, calls, warra)	(First) (Middle) REENA STREET, SUITE 600 Table I - Non-Derivative Securities Act (Month/Day/Year) (State) (Zip) Table I - Non-Derivative Securities Act (Month/Day/Year) 2. Transaction Date (Month/Day/Year) (Month/Day/Year) Stock 01/21/2021 2. Transaction Date (Month/Day/Year) (Month/Day/Year) Stock 01/21/2021 Table II - Derivative Securities Acque (e.g., puts, calls, warrants 2. Transaction Date (fi any (Month/Day/Year)) Table II - Derivative Securities Acque (e.g., puts, calls, warrants) 3. Transaction Date (fi any (Month/Day/Year)) (Month/Day/Year) 3. Transaction Date (fi any (Month/Day/Year)) (Month/Day/Year) 3. Transaction Date (Month/Day/Year) 4. Transaction Code (Instr. Securities Acque (e.g., puts, calls, warrants) 4. Transaction Code (Instr. Securities) 5. Number Of of (D) (Instr. 3, 4 and 5) (Month/Day/Year)	RECO ERIC M (First) (Middle) REENA STREET, SUITE 600 Table I - Non-Derivative Securities Acquire (Month/Day/Year) Security (Instr. 3) 2. Transaction Date (Month/Day/Year) (Month/Day/Year) Stock 01/21/2021 2. Transaction Date (Month/Day/Year) (Month/Day/Year) Stock 01/21/2021 2. Transaction Date (Month/Day/Year) (Month/Day/Year) Stock 01/21/2021 2. Transaction Date (Month/Day/Year) (Month/Day/Year) Stock 01/21/2021 2. Transaction Date (Month/Day/Year) (Month/Day/Year) Stock 01/21/2021 3. Transaction Date (Month/Day/Year) Stock 01/21/2021 5(1) Table II - Derivative Securities Acquired (e.g., puts, calls, warrants, op of Derivative Securities Acquired (Month/Day/Year) Table II - Derivative Securities Acquired (Parasaction Date (Month/Day/Year) Stock 1. Stock 1. Stock 1. Stock 1. Stock 2. Transaction Date (Month/Day/Year) Stock 1. Stock 1. Stock 2. Transaction Date (Month/Day/Year) Stock 3. Transaction Date (Parasaction Date (Month/Day/Year) Conversion or Exercise Price of Operivative Securities Acquired (A) or Disposed of (D) (Instr. 8) Conversion Operivative Securities Acquired (A) or Disposed of (D) (Instr. 8) Date Date (Month/Day/Year) Date (Month/Day/Year)	Code V Code Cod	Conversion Con	RROO ERIC M SINCE Color	REO ERIC M (First) (Middle) REENA STREET, SUITE 600 Table I - Non-Derivative Securities Acquired, Disposed of, or Benefic (Month/Day/Year) Security (Instr. 3) Z Transaction Date (Month/Day/Year) Price of O1/21/2021 Stock O1/21/2021	REO ERIC M (First) (Rist) (Middle) REENA STREET, SUITE 600 REGO CA 92131 (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Code (Instr. 3) 2. Transaction (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) 2. Transaction (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Stock 01/21/2021 Stock 01/	Check all app X Direct	RECO ERIC M (First) (Middle) REENA STREET, SUITE 600 Table I - Non-Derivative Securities Acquired (Disposed of, or Beneficially Owned Execution Date, (Month/Day/Year) Security (Instr. 3) Stock O1/21/2021 Stock O1/21/2021 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (Onth/Day/Year) Stock O1/21/2021 S(3) 3. Deemed Execution Date, (Month/Day/Year) Execution Date, (Month/Day/Year) Execution Date, (Month/Day/Year) Stock O1/21/2021 S(3) 3. Deemed Execution Date, (Month/Day/Year) Execution Date, (Month	Check all applicables X Director X Direct	KRATOS DEFENSE & SECURITY Check all applicable) X Director 10% On the (solid) President & CEO

Explanation of Responses:

- 1. This transaction was effected pursuant to a 10b5-1 trading plan adopted by the reporting person.
- 2. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$28.77 to \$29.73 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.
- 3. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$29.80 to \$29.90 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
- 4. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$28.84 to \$29.70 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. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$28.87 to \$29.84 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.
- 6. Includes 37,246 shares purchased through Issuer's Employee Stock Purchase Plan and approximately 16,266 shares held through Issuer's 401(k) Plan.
- 7. This transaction was effected pursuant to a 10b5-1 trading plan.

Eric M. DeMarco, by Eva Yee, Attorney-In-Fact

01/22/2021

** 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.