FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washir

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

ngton, D.C. 20549	OMB APPROVAL

OMB Number:	3235-0287							
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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).

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* Zegart Amy					2. Issuer Name and Ticker or Trading Symbol KRATOS DEFENSE & SECURITY							5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
					SOLUTIONS, INC. [KTOS]							X Directo	r	10% O	wner	
(Last)	(Fi	rst)	(Middle)	[<u> </u>		, ,			Officer below)	(give title	Other (below)	specify	
4820 EASTGATE MALL SUITE 200					3. Date of Earliest Transaction (Month/Day/Year) 01/04/2016											
(Street) SAN DIEGO CA 92121					4. If Amendment, Date of Original Filed (Month/Day/Year)						Line	Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting				
(City)	(St	tate)	(Zip)									Persor				
		Tab	le I - Non-	Derivat	ive S	ecurities	s Ac	quired, D	sposed o	of, or Be	neficial	ly Owned				
Date			2. Transact Date Month/Day		2A. Deemo Execution if any (Month/Da	Date,	3. Transaction Code (Instr. 8) 4. Securities Acquired (A) Disposed Of (D) (Instr. 3, 5)			Beneficia	es Fori ally (D) Following (I) (I	i. Ownership Form: Direct D) or Indirect I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)			
							Code V	Amount	(A) or (D)	Price	Transact (Instr. 3	ion(s)				
		٦	Table II - D (e					uired, Dis s, options,				Owned				
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	Date (Month/Day/Year) i	3A. Deemed Execution Date, if any (Month/Day/Year)	Coc	nsactio de (Instr		ive ies ed ed ed nstr.	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s (Instr. 4)	Ownership Form: Direct (D) or Indirect (I) (Instr. 4	Beneficial Ownership (Instr. 4)	
				Cod	le V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares					
Restricted Stock Units	(2)	01/04/2016		A		10,000		(1)	(1)	Common Stock	10,000	\$0	10,000	D		

Explanation of Responses:

- 1. 5,000 RSUs vest 100% on the five year anniversary of the date of grant, unless earlier vested or terminated pursuant to the terms of the RSU agreement. The other 5,000 RSUs vest 20% upon each 10% increase in the coloring market price of the Issuer's common stock measured from the RSU grant date through the 10-year anniversary of the RSU grant date, unless earlier vested or terminated pursuant to the
- 2. Each RSU represents a contingent right to receive one share of Issuer's common stock.

Amy Zegart, by Eva Yee, Attorney-In-Fact

01/05/2016

** Signature of Reporting Person

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.