

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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* <u>Cervantes de Burgreen Maria</u> (Last) (First) (Middle) 4820 EASTGATE MALL SUITE 200 (Street) SAN DIEGO CA 92121 (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>KRATOS DEFENSE & SECURITY SOLUTIONS, INC. [KTOS]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>VP & Corporate Controller</u>
	3. Date of Earliest Transaction (Month/Day/Year) 11/08/2016	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

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

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	11/08/2016		F		733 ⁽¹⁾	D	\$6.98	21,024 ⁽²⁾	D	
Common Stock	11/08/2016		F		733 ⁽¹⁾	D	\$6.98	20,291 ⁽²⁾	D	
Common Stock	11/08/2016		F		733 ⁽¹⁾	D	\$6.97	19,558 ⁽²⁾	D	
Common Stock	11/08/2016		F		734 ⁽¹⁾	D	\$6.91	18,824 ⁽²⁾	D	
Common Stock	11/08/2016		F		751 ⁽¹⁾	D	\$6.53	18,073 ⁽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)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		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)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date					

Explanation of Responses:

- Restricted stock units ("RSUs") representing contingent rights to receive common stock were previously reported in Table I on a Form 3 filed May 20, 2016 ("Form 3"). Of these RSUs, five tranches of 2,000 RSUs were released on November 8, 2016 and shares were withheld in net transactions to satisfy the minimum tax liability, in accordance with Issuer's trading policies, in connection with shares released.
- Includes 323 shares purchased through Issuer's Employee Stock Purchase Plan; 434 shares held in Issuer's 401(k) Plan; 1,000 RSUs that vest 100% on May 22, 2017, subject to the terms of the RSU agreement, as reported on the Form 3; and 10,000 RSUs that vest on May 12, 2021, subject to the terms of the RSU agreement, as reported on the Form 3.

Maria Cervantes de Burgreen, 11/10/2016
by Eva Yee, Attorney-In-Fact

** 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.