SEC Form 4

FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5

Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan for

the purchase or sale of equity securities of the issuer that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c) See Instruction 10.

obligations may continue. See Instruction 1(b). UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP	OMB Number:	32
	Estimated average bu	ırden
Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934	hours per response:	
or Section 30(h) of the Investment Company Act of 1940		

ed pursuant to Section 16(a) of the Securities Exchange Act of 1934	hours per response:	0.5	l
or Section 30(h) of the Investment Company Act of 1940			

OMB APPROVAL

3235-0287

1. Name and Address of Reporting Person [*] <u>Rock Stacey G</u>			2. Issuer Name and Ticker or Trading Symbol <u>KRATOS DEFENSE & SECURITY</u> <u>SOLUTIONS, INC.</u> [KTOS]		ionship of Reporting Person all applicable) Director Officer (give title below)	n(s) to Issuer 10% Owner Other (specify below)
(Last) (First) (M 10680 TREENA STREET, SUITE 60		(Middle) 600	3. Date of Earliest Transaction (Month/Day/Year) 12/13/2024		President, KTT Di	,
(Street) SAN DIEGO (City)	CA (State)	92131 (Zip)	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indivi Line)	idual or Joint/Group Filing (Form filed by One Report Form filed by More than C Person	ing Person

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	3. Transa Code (5. Amount of Securities Beneficially	6. Ownership Form: Direct (D) or Indirect	7. Nature of Indirect Beneficial	
		(Month/Day/Year)	8) Code V		Amount	(A) or (D)	Price	Owned Following Reported Transaction(s) (Instr. 3 and 4)	(l) (Instr. 4)	Ownership (Instr. 4)
Common Stock	12/13/2024		М		7,500 ⁽²⁾	Α	\$ <mark>0</mark>	54,513(4)	D	
Common Stock	12/13/2024		F		2,951(3)	D	\$26.84	51,562 ⁽⁴⁾	D	

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

	(e.g., puis, cans, 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. Transa Code (8)		of Deri Sec Acq (A) Disp of (I	oosed D) tr. 3, 4	Expiration Date // (Month/Day/Year)		e Amount of		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	Ownership Form:	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Restricted Stock Units	(1)	12/13/2024		М			7,500	(2)	(2)	Common Stock	7,500	\$0	7,500	D	

Explanation of Responses:

1. Each Restricted Stock Unit (RSU) represents a contingent right to receive one share of Issuer's common stock.

2. RSUs were granted and previously reported on a Form 4 filed December 15, 2023, where 15,000 RSUs vest ratably on each of the first two anniversaries of the December 13, 2023 date of grant.

3. Shares withheld in a net transaction to satisfy the tax liability, in accordance with Issuer's trading policies, in connection with shares vested as reported in this Form 4.

4. Includes 2,682 shares purchased through Issuer's Employee Stock Purchase Plan and approximately 6,456 shares held through Issuer's 401(k).

Stacey G. Rock, by Eva Yee,
Attorney-In-Fact12/13/2024

** 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.