FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL OMB Number: Estimated average burden hours per response: 0.5

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*  KRAEMER HARRY M JANSEN JR						2. Issuer Name <b>and</b> Ticker or Trading Symbol Leidos Holdings, Inc. [ LDOS ]									k all app Dired	ctor	ng Per	son(s) to Is	
(Last) 11951 FF	) (First) (Middle) 51 FREEDOM DRIVE					3. Date of Earliest Transaction (Month/Day/Year) 03/30/2018									Offic below	er (give title w)	e Other (s below)		
(Street) RESTON (City)	RESTON VA 20190				4. If	4. If Amendment, Date of Original Filed (Month/Day/Year)								6. Ind Line) X	Forn Forn	l or Joint/Group Filing (Check Applicable orm filed by One Reporting Person orm filed by More than One Reporting erson			
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned																			
1. Title of Security (Instr. 3)  2. Transact Date (Month/Day						Execution Da			3. Transa Code ( 8)			Acquired (A) or f (D) (Instr. 3, 4 ar			5. Amount of Securities Beneficially Owned Following Reported		6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nature of Indirect Beneficial Ownership (Instr. 4)
								Code	v	Amount	(A) o (D)	Price	•	Transaction(s) (Instr. 3 and 4)				(Instr. 4)	
Common Stock 03/30/2					018	18		A		513.891 <sup>(1)</sup>	A	\$0.0	\$0.0000		104,851.8564		I	By Key Executive Stock Deferral Plan	
Common Stock														63	63,279		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)	Executi if any	Execution Date, if any		Transaction Code (Instr.		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		e Exerc tion D n/Day/\		7. Title and Amount of Securities Underlying Derivative Security (Inst and 4)		Dei Sec (Ins	Price of rivative curity str. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction (Instr. 4)	/ E	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
					Code	v	(A)	(D)	Date Exerci	sable	Expiration Date	Title	Amoun or Numbe of Shares						

## **Explanation of Responses:**

1. Dividend euivalent rights.

/s/ Raymond L. Veldman, Attorney-in-Fact

04/03/2018

Date

\*\* 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.