SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

\Box	Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b)
	Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

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

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	ess of Reporting Pe <u>F LAWRENC</u>		2. Issuer Name and Ticker or Trading Symbol <u>Leidos Holdings, Inc.</u> [LDOS]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director 10% Owner		
(Last) 11951 FREED	(First) OM DRIVE	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 05/10/2019		Officer (give title below)	Other (specify below)
			4. If Amendment, Date of Original Filed (Month/Day/Year)		idual or Joint/Group Filing	(Check Applicable
(Street) RESTON	VA	20190		Line)	X Form filed by One Reporting Person Form filed by More than One Reporting	
(City)	(State)	(Zip)			Person	
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned						

1. Title of Security (Instr. 3)	Date Execu (Month/Day/Year) if any	2A. Deemed Execution Date, if any (Month/Day/Year)	Code (Instr.		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported	(D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(1130.4)
Common Stock	05/10/2019		A		1,400	Α	\$0.0000	43,842.9717	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) 3. Transaction Date 3A. Deemed Execution Date, 5. Number 6. Date Exercisable and 7. Title and 8. Price of 9. Number of 11. Nature 10. Conversion Transaction Expiration Date Amount of Derivative derivative Ownership of Indirect if any (Month/Day/Year) Security (Instr. 5) or Exercise (Month/Dav/Year) Code (Instr. Derivative (Month/Day/Year) Securities Securities Form: Beneficial Price of 8) Direct (D) Ownership Securities Underlying Beneficially Acquired (A) or Disposed or Indirect (I) (Instr. 4) Derivative **Derivative Security** Owned (Instr. 4) Security (Instr. 3 and 4) Following Reported of (D) (Instr. 3, 4 Transaction(s) (Instr. 4) and 5) Amount or Number Date Expiration of Code v (A) (D) Exercisable Date Title Shares Stock Option Commor 05/10/2019 05/09/2026 \$75.02 05/10/2020⁽¹⁾ 3,345 \$0,0000 3 345 Α 3 3 4 5 D (Right to Stock Buy)

Explanation of Responses:

1. The option shall vest and become exercisable in full on the earlier of (i) the first anniversary of the Grant Date, or (ii) the date that the next annual meeting of the stockholders of the Company is concluded.

<u>/s/ Raymond L. Veldman,</u>
Attorney-in-Fact
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** Signature of Reporting Person

05/14/2019

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.