Instruction 1(b)

FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington,	D.C. 20549
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL							
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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940 5. Relationship of Reporting Person(s) to Issuer 2. Issuer Name and Ticker or Trading Symbol 1. Name and Address of Reporting Person\* (Check all applicable) Leidos Holdings, Inc. [LDOS] Opiekun Deborah D. Director 10% Owner Officer (give title Other (specify X below) below) 3. Date of Earliest Transaction (Month/Day/Year) (First) (Middle) (Last) 02/09/2023 Chief Business Development 1750 PRESIDENTS STREET 4. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Check Applicable (Street) **RESTON** VA 20190 Form filed by One Reporting Person Form filed by More than One Reporting Person (City) (State) (Zip)

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)	Transaction Code (Instr.					5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership		
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(Instr. 4)		
Common Stock	02/09/2023		A		838	A	\$0	11,106.2561	D			
Common Stock	02/09/2023		F		324(1)	D	\$98.96	10,782.2561	D			
Common Stock	02/09/2023		A		2,249	A	\$0	4,954.7387	I	By Key Executive Stock Deferral Plan		

## Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) 1. Title of 3. Transaction 3A. Deemed 5. Number 6. Date Exercisable and 7. Title and 8. Price of 9. Number of 11. Nature 10. Date (Month/Day/Year) Expiration Date (Month/Day/Year) Amount of Securities derivative Securities Derivative Conversion **Execution Date** Transaction Ownership of Indirect Derivative Code (Instr. Security or Exercise if any Security Form: Beneficial Direct (D) (Month/Day/Year) Price of Derivative Underlying Derivative (Instr. 3) 8) Securities (Instr. 5) Beneficially Ownership Acquired (A) or Owned Following or Indirect (I) (Instr. 4) (Instr. 4) Security (Instr. Security Disposed of (D) Reported Transaction(s) 3 and 4) (Instr. 3, 4 and 5) (Instr. 4) Amount Number Date Expiration Date Code (A) (D) Exercisable Shares

## **Explanation of Responses:**

1. These shares were withheld by the Company to satisfy the reporting person's tax obligation associated with the settlement of performance shares. This share withholding was authorized in the performance share award agreement.

## Remarks:

/s/ Ramune M. Kligys, Attorney-in-Fact

02/13/2023

\*\* 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.