FORM 4

Check this box if no longer subject

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington D.C. 20549

| wasnington, | D.C. 2 | 20549 | |
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| | | | |

| STATEMENT | OF CHANGES | IN BENEFICIAL | OWNERSHIP |
|-----------|-------------------|---------------|------------------|
| | | | |

OMB APPROVAL

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Estimated average burden hours per response: 0.5

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* KRONE ROGER A | | | 2. Issuer Name and Ticker or Trading Symbol Leidos Holdings, Inc. [LDOS] | | | | | | | | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) | | | | | | | | |
|--|---|--|--|-----------------------|----------------|--|--------|---|---|-------|---|--|---|---|--|---|--|---|---------------------------------------|
| (Last) | (Fir | rst) (M | 3. Date of Earliest Transaction (Month/Day/Year) 03/31/2021 | | | | | | | | X Director 10% Owner X Officer (give title below) Other (specify below) CEO | | | | (specify | | | | |
| (Street) RESTON | | | 0190 | | 4. If <i>i</i> | 4. If Amendment, Date of Original Filed (Month/Day/Year) | | | | | | Line | 6. Individual or Joint/Group Filing (Check Applicable ine) X Form filed by One Reporting Person Form filed by More than One Reporting Person | | | | son | | |
| (City) | (St | | Zip) | on Dorive | tivo (| | rition | Λ. | auira | d Di | onesed of | or B | lonof | ioio | Illy Own | | | | |
| 1. Title of Security (Instr. 3) 2. Transactio Date (Month/Day/Y | | on Year) | 1 2A. Deemed Execution Date, | | te, | 3. 4. Transaction Di | | sposed of, or Benefic 4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 ar 5) | | | r | 5. Amount of Securities Beneficially Owned Following | | Form: Direct (D) or Indirect (I) (Instr. 4) | | 7. Nature of Indirect Beneficial Ownership | | | |
| | | | | | | | Code | v | Amount | (A) c | Pri | ice | Reported Transact (Instr. 3 a | ion(s) | | | (Instr. 4) | | |
| Common Stock | | 03/31/20 |)21 | | | | A | | 449.6319 ⁽¹⁾ |) A S | | \$0 | 153,528.5715 | | | | By Key Executive Stock Deferral Plan | | |
| Common Stock | | | | | | | | | | | | | 114 | ,391 | | I | By Trust | | |
| Common Stock | | | | | | | | | | | 204,544.1753 | | B 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) | Exec if any | Deemed ution Date, | 4. Transa | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | | mber vative rities ired r osed) | 6. Date Exercisable at Expiration Date (Month/Day/Year) | | rcisable and Jate (Year) | 7. Title and Amount of Securities | | etr. | 3. 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 | Beneficial Ownership (Instr. 4) |

Explanation of Responses:

1. Dividend equivalent rights.

Remarks:

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

** Signature of Reporting Person Date

04/02/2021

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.