

OMB APPROVAL	
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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

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

1. Name and Address of Reporting Person* <u>Ballhaus William L</u>  (Last) (First) (Middle) <u>50 MINUTEMAN ROAD</u>  (Street) <u>ANDOVER MA 01810</u>  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>MERCURY SYSTEMS INC [ MRCY ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <b>President &amp; CEO</b>
	3. Date of Earliest Transaction (Month/Day/Year) <u>08/17/2023</u>	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	

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)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	08/17/2023		A		82,034 <sup>(1)</sup>	A	\$0	94,842	D	
Common Stock	08/17/2023		A		64,260 <sup>(2)</sup>	A	\$0	159,102	D	
Common Stock	08/17/2023		A		92,972 <sup>(3)</sup>	A	\$0	252,074	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)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. 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)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Employee Stock Option (Right to Buy)	\$42	08/17/2023		A		233,500		08/17/2026	08/17/2027	Common Stock	233,500	\$0	233,500	D	
Employee Stock Option (Right to Buy)	\$43	08/17/2023		A		233,500		08/17/2026	08/17/2027	Common Stock	233,500	\$0	233,500	D	
Employee Stock Option (Right to Buy)	\$46	08/17/2023		A		233,500		08/17/2027	08/17/2028	Common Stock	233,500	\$0	233,500	D	
Employee Stock Option (Right to Buy)	\$49	08/17/2023		A		233,500		08/17/2027	08/17/2028	Common Stock	233,500	\$0	233,500	D	

Explanation of Responses:

- Represents a matching award of restricted stock that will vest on August 17, 2026 contingent on the Reporting Person's purchase of at least \$1.5 million in Mercury common stock on or prior to December 15, 2023 and on the Reporting Person maintaining his existing ownership in Mercury common stock (including these additional purchased shares) through August 17, 2026.
- These shares of restricted stock vest in equal annual increments over the three-year period following the grant date.
- These shares of performance-based restricted stock vest between 0% and 225% of the amount listed in the table depending on the achievement of performance objectives for the three fiscal years ending July 3, 2026.

/s/ Michelle McCarthy,  
 Attorney-in-Fact for William Ballhaus 08/21/2023

\*\* 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.

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