# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

## FORM 4

**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

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1. **Name and Address of Reporting Person**
   - **DISBROW LISA S**
     - (Last) DISBROW
     - (First) LISA
     - (Middle) S
     - 50 MINUTEMAN ROAD
     - ANDOVER MA 01810

2. **Issuer Name and Ticker or Trading Symbol**
   - **MERCURY SYSTEMS INC** [ MRCY ]

3. **Date of Earliest Transaction (Month/Day/Year)**
   - 10/23/2019

4. **Relationship of Reporting Person(s) to Issuer**
   - X Director
   - 10% Owner
   - Officer (give title below)
   - Other (specify below)

5. **Transaction Information**

<table>
<thead>
<tr>
<th>Title of Security</th>
<th>Date of Transaction</th>
<th>Deemed Execution Date</th>
<th>Transaction Code</th>
<th>Securities Acquired (A) or Disposed Of (D)</th>
<th>Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)</th>
<th>Ownership Form: Direct (D) or Indirect (I) (Instr. 4)</th>
<th>Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Common Stock</td>
<td>10/23/2019</td>
<td>A</td>
<td>1,961**</td>
<td>$0.00</td>
<td>9,916</td>
<td>D</td>
<td>V</td>
</tr>
</tbody>
</table>

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**Explanation of Responses:**
1. These shares of restricted stock vest at 100% on the first anniversary of the grant date.

**Remarks:**

/s/ Michelle McCarthy, Attorney-in-Fact for LISA S DISBROW 10/25/2019

**Signature of Reporting Person**

**Date**

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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).


Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 5 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.