SEC Form 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNER

OMB	APPR	OVAL

3235-0287

0.5

SHIP	OMB Number:	32
	Estimated average bu	rden
	hours per response:	

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 Add CAMBRIA	•	•	2. Issuer Name and Ticker or Trading Symbol <u>MERCURY SYSTEMS INC</u> [MRCY]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner						
(Last) 50 MINUTEN	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 09/06/2023	X Officer (give title Other (specify below) below) EVP, Gen Counsel & Secretary						
			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable						
(Street)			09/08/2023	Line)						
		01810		X Form filed by One Reporting Person						
		01010	_	Form filed by More than One Reporting Person						
(City)	(State)	(Zip)	Rule 10b5-1(c) Transaction Indication	•						
			Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.							

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. Transa Code (8)					5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)		7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	v	Amount	(A) or (D)	Price			
Common Stock	09/06/2023		S		1,508	D	\$36.6528	135,721	D	
Common Stock								545	Ι	401K Plan

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

			(e.g., pr	iis, ca	ans, v	varia	ants,	options, c	convertio	ie se	cunties)			
vative urity	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transa Code (8)		Secu Acqu (A) of Dispo of (D)	vative rities hired r osed) r. 3, 4	Expiration Date (Month/Day/Year)		e Amount of sar) Securities		curities Derivative curities Security derlying (Instr. 5) rivative curity (Instr.		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				

Explanation of Responses:

Remarks:

This Form 4 is being amended to remove 9 shares of common stock underlying performance stock awards that were forfeited on August 31, 2023 due to performance, but were inadvertently included in the total shares of stock beneficially owned by the reporting person as of September 6, 2023.

<u>/s/ Michelle McCarthy,</u>
attorney-in-fact for
Christopher C. Cambria

09/26/2023

** 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.

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.