2/5/23, 8:41 AM SEC FORM 4

SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL								
OMB Number:	3235-0287							
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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b)

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

1. Name and Address of Reporting Person*				2. Issuer Name and Ticker or Trading Symbol Leonardo DRS, Inc. [DRS]								Relationship of Reporting Person(s) to Issuer (Check all applicable)				
<u>Lynn William III</u>					2001	iarao D	<u>, , , , , , , , , , , , , , , , , , , </u>	<u> 1110-</u> [D1]				X Directo	r	10% Ov	vner
(Last)	(F	First)		Date of Earliest Transaction (Month/Day/Year)								X Officer below)	(give title	Other (sbelow)	specify	
(Last) (First) (Middle) C/O LEONARDO DRS, INC.					11/29/2022							Chief Executive Officer				
2345 CRYSTAL DRIVE																
				⁴	4. If Amendment, Date of Original Filed (Month/Day/Year)							6. Individual or Joint/Group Filing (Check Applicable Line)				
(Street) ARLING	STON V	Ά	22202										X Form fi	led by One F	Reporting Perso	n
													Form fi Person		than One Repo	rting
(City)	(\$	State)	(Zip)													
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned																
Date				. Transacti Date Month/Day	Execution Da			e, Transaction Disp Code (Instr. 5)		Dispose	curities Acquired (A) osed Of (D) (Instr. 3, 4		Beneficia Owned F	s Fally (ollowing (7. Nature of Indirect Beneficial Ownership
							Code	v	Amoun	t (A)	or Price	Reported Transact (Instr. 3 a	ion(s)		(Instr. 4)	
Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned																
(e.g., puts, calls, warrants, options, convertible securities)																
Derivative Conversion Date Execution D Security or Exercise (Month/Day/Year) if any			3A. Deemed Execution Date if any (Month/Day/Ye	Transaction Code (Instr.				6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amoun 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)	Ownership Form: Direct (D) or Indirect (I) (Instr. 4	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	v	(A)	(D)	Date Exercisable		piration ate	Title	Amount or Number of Shares		(Instr. 4)	,	
Restricted Stock Unit	(1)	11/29/2022		A ⁽¹		181,358		(1)		(1)	Common Stock	181,358	\$0	181,358	D	

Explanation of Responses:

1. Each restricted stock unit ("RSU") was granted under the Issuer's 2022 Omnibus Equity Compensation Plan, and represents a contingent right to receive one share of the common stock of the Issuer or the cash equivalent thereof. The RSUs are scheduled to vest one-third annually on each of March 15, 2023, March 15, 2024 and March 15, 2025, subject to the Reporting Person's continued employment with the Issuer through each date. The number of RSUs that vest on each of March 15, 2023 and March 15, 2024 shall be rounded down to the nearest whole number of RSUs and the remaining RSUs shall vest on

See Exhibit 24 - Power of Attorney. This is an inadvertent late filing due to an administrative error.

/s/ Katherine Krebel, Attorney-01/30/2023 in-Fact ** Signature of Reporting Person

Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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.

^{*} 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).