SEC Form 4

FORM 4

Check this box if no longer subject to Section 16

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Form 4 or Form 5 oblig Instruction 1(b).	gations may continue. See	Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934							hours per response:		r response:	0.5		
				ection 30(h) of the I										
1. Name and Address of	Reporting Person*	2. Issuer Name and Ticker or Trading Symbol							5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
Morrow Pamela		Leonardo DRS, Inc. [DRS]							Director		10% Ow	ner		
		(Middle)	-						X	Officer (give title	le below)	Other (s	pecify below)	
(Last)	(First)	3. Date of Earliest Transaction (Month/Day/Year) 11/29/2022							S	VP and	Controller			
C/O LEONARDO D		11/29/2022	11/29/2022											
2345 CRYSTAL DR	IVE													
(Street)		4. If Amendment, Date of Original Filed (Month/Day/Year)							6. Individual or Joint/Group Filing (Check Applicable Line)					
ARLINGTON	VA	22202								X Form filed by One Reporting Person Form filed by More than One Reporting Person				
										Form filed by w	nore triai	Tone Reporting Fers		
(City)	(State)	(Zip)												
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned														
1. Title of Security (Instr	r. 3)	2. Transaction Date (Month/Day/Year)	te Execution Date, onth/Day/Year) if any		3. Transaction Code (Instr. 8) (D) (Instr. 3, 4 and 5)			isposed Of	5. Amount of Secu Beneficially Owne Following Reporte	ed ed	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial		
			(Month/Day/Year)	Code	v	Amount	(A) or (D)	Price	Transaction(s) (Ins and 4)	str. 3		Ownership (Instr. 4)		
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)	e 2. 3. Transaction Conversion Date Price of Derivative Security		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)				8. Price of Derivative Security (Instr. 5)	derivative Securities Beneficially Owned	Ownership Form: Direct (D) or Indirect (I)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
	Security			Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		Following Reported Transaction(s) (Instr. 4)	(Instr. 4)	
Restricted Stock Unit	(1)	11/29/2022		A ⁽¹⁾		10,132		(1)	(1)	Common Stock	10,132	\$0	10,132	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 RSU's 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 March 15, 2025.

Remarks:

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

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

OMB APPROVAL

3235-0287

OMB Number:

Estimated average burden

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

 ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78f(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.

LIMITED FOWER OF ATTORNEY FOR SECTION 16 REPORTING OBLIGATIONS Know all by these presents, that the undersigned hereby constitutes and appoints Katherine Krebel the undersigned's true and lawful attorney-in 1. execute for and on behalf of the undersigned, in the undersigned scapacity as an officer or director or both of Leonardo DRS, Inc. (the 2. do and perform any and all acts for and on behalf of the undersigned which may be necessary or desirable to complete and execute any sucl 3. seek or obtain, as the undersigned's representative and on the undersigned's behalf, information on transactions in the Company's securi-4. take any other action in connection with the foregoing which, in the opinion of such attorney-in-fact, may be of benefit to, in the best The undersigned hereby grants the attorney-in-fact full power and authority to do and perform any and every act and thing whatsoever required, The undersigned acknowledges that the foregoing attorney-in-fact, in serving in such capacity at the request and on the behalf of the undersign This Limited Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file Forms 3, 4, 5 and 144

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this 24th day of February, 2021.

By: /s/ Pamela J. Morrow

Name: Pamela J. Morrow