

Leidos Holdings, Inc.
Form 15-12B
September 29, 2016

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

FORM 15

CERTIFICATION AND NOTICE OF TERMINATION OF REGISTRATION
UNDER SECTION 12(g) OF THE SECURITIES EXCHANGE ACT OF 1934
OR SUSPENSION OF DUTY TO FILE REPORTS UNDER SECTIONS 13 AND 15(d)
OF THE SECURITIES EXCHANGE ACT OF 1934

Commission File Number: 001-33072

Leidos Holdings, Inc.

(Exact name of registrant as specified in its charter)

11951 Freedom Drive, Reston, Virginia 20190

(571) 526-6000

(Address, including zip code, and telephone number, including area code, of registrant's principal executive offices)

4.450% Notes Due 2020

5.950% Notes Due 2040

(Title of each class of securities covered by this Form)

Common Stock, par value \$.0001 per share

(Titles of all other classes of securities for which a duty to file reports under section 13(a) or 15(d) remains)

Please place an X in the box(es) to designate the appropriate rule provision(s) relied upon to terminate or suspend the duty to file reports:

Rule 12g-4(a)(1)

Rule 12g-4(a)(2)

Rule 12h-3(b)(1)(i)

Rule 12h-3(b)(1)(ii)

Rule 15d-6

Rule 15d-22(b)

Approximate number of holders of record as of the certification or notice date: 58 holders of the 4.450% Notes Due 2020 and 37 holders of the 5.950% Notes Due 2040

Pursuant to the requirements of the Securities Exchange Act of 1934 Leidos Holdings, Inc. has caused this certification/notice to be signed on its behalf by the undersigned duly authorized person.

Date: September 29, 2016

LEIDOS HOLDINGS, INC.

By: /s/ Raymond L. Veldman

Name: Raymond L. Veldman

Title: Deputy General Counsel and Secretary