

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

**SCHEDULE 14A**

**Proxy Statement Pursuant to Section 14(a) of the  
Securities Exchange Act of 1934  
(Amendment No.\_\_\_\_)**

Filed by the Registrant

Filed by a Party other than the Registrant

Check the appropriate box:

- Preliminary Proxy Statement  
 Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))  
 Definitive Proxy Statement  
 Definitive Additional Materials  
 Soliciting Material Pursuant to § 240.14a-12

**TELOS CORPORATION**

(Name of Registrant as Specified in its Charter)

(Name of Person(s) Filing Proxy Statement if Other Than the Registrant)

Payment of Filing Fee (Check the appropriate box)

- No fee required.  
 Fee computed on table below per Exchange Act Rules 14a-6(i)(1) and 0-11.
- (1) Title of each class of securities to which transaction applies:  
\_\_\_\_\_
- (2) Aggregate number of securities to which transaction applies:  
\_\_\_\_\_
- (3) Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (Set forth the amount on which the filing fee is calculated and state how it was determined):  
\_\_\_\_\_
- (4) Proposed maximum aggregate value of transaction:  
\_\_\_\_\_
- (5) Total fee paid:  
\_\_\_\_\_
- Fee paid previously with preliminary materials.  
 Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the Form or Schedule and the date of its filing.
- (1) Amount Previously Paid:  
\_\_\_\_\_
- (2) Form, Schedule or Registration Statement No.:  
\_\_\_\_\_
- (3) Filing Party:  
\_\_\_\_\_
- (4) Date Filed:  
\_\_\_\_\_



TELOS CORPORATION  
19886 ASHBURN ROAD  
ASHBURN, VIRGINIA 20147

# Your **Vote** Counts!

## TELOS CORPORATION

2021 Annual Meeting

Vote by May 24, 2021 11:59 PM ET. For shares held in a Plan, vote by May 20, 2021 11:59 PM ET.



D49086-P52551

## You invested in TELOS CORPORATION and it's time to vote!

You have the right to vote on proposals being presented at the Annual Meeting. **This is an important notice regarding the availability of proxy material for the stockholder meeting to be held on May 25, 2021.**

### Get informed before you vote

View the Notice and Proxy Statement and Annual Report on Form 10-K online OR you can receive a free paper or email copy of the material(s) by requesting prior to May 11, 2021. If you would like to request a copy of the material(s) for this and/or future stockholder meetings, you may (1) visit [www.ProxyVote.com](http://www.ProxyVote.com), (2) call 1-800-579-1639 or (3) send an email to [sendmaterial@proxyvote.com](mailto:sendmaterial@proxyvote.com). If sending an email, please include your control number (indicated below) in the subject line. Unless requested, you will not otherwise receive a paper or email copy.



For complete information and to vote, visit [www.ProxyVote.com](http://www.ProxyVote.com)

Control #

#### Smartphone users

Point your camera here and vote without entering a control number



#### Vote Virtually at the Meeting\*

May 25, 2021  
10:00 AM, EDT

Virtually at:  
[www.virtualshareholdermeeting.com/TLS2021](http://www.virtualshareholdermeeting.com/TLS2021)

\*Please check the meeting materials for any special requirements for meeting attendance.

## THIS IS NOT A VOTABLE BALLOT

This is an overview of the proposals being presented at the upcoming stockholder meeting. Please follow the instructions on the reverse side to vote these important matters.

Voting Items	Board Recommends						
<p>1. <b>ELECTION OF DIRECTORS: To elect six Directors to the Board of Directors to serve until the 2022 Annual Meeting of Stockholders or until their successors are elected and qualified;</b> <b>Nominees:</b></p> <table><tbody><tr><td>01) John B. Wood</td><td>04) Maj. Gen. (ret) John W. Maluda</td></tr><tr><td>02) Bernard C. Bailey</td><td>05) Bonnie L. Carroll</td></tr><tr><td>03) David Borland</td><td>06) Fredrick D. Schaufeld</td></tr></tbody></table>	01) John B. Wood	04) Maj. Gen. (ret) John W. Maluda	02) Bernard C. Bailey	05) Bonnie L. Carroll	03) David Borland	06) Fredrick D. Schaufeld	✔ For
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02) Bernard C. Bailey	05) Bonnie L. Carroll						
03) David Borland	06) Fredrick D. Schaufeld						
<p>2. <b>INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM: To ratify the selection of BDO USA, LLP to serve as the Company's independent registered public accounting firm; and</b></p>	✔ For						
<p>3. <b>OTHER BUSINESS: To transact such other business as may properly come before the Annual Meeting and any adjournment or postponement thereof.</b></p>							

Prefer to receive an email instead? While voting on [www.ProxyVote.com](http://www.ProxyVote.com), be sure to click "Sign up for E-delivery".