Instruction 1(b).

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See

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 [*] Schaufeld Fredrick			2. Issuer Name and Ticker or Trading Symbol <u>TELOS CORP</u> [TLS]						5. Relationship of Reporting Person(s) to Issuer (Check all applicable) V Director 10% Owner					
(Last)	(First)	(Mido	lle)	3. Date of Earliest T 06/10/2024	ransacti	on (M	onth/Day/Yea		Officer (give below)		Other (specify elow)			
	ELOS CORPORATION ASHBURN ROAD			4. If Amendment, Da	ate of Or	iginal	Filed (Month/	Ĺir	6. Individual or Joint/Group Filing (Check Applicable Line) Form filed by One Reporting Person					
(Street) ASHBURN	VA	2014	17	Form filed by More than One Reporting Person 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.										
(City)	(State)	(Zip)												
	Tal	ole I -	Non-Derivat	tive Securities A	Acquir	ed,	Disposed	of, or	Benefici	ally Owned				
1. Title of Security (Instr. 3)			2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)					5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I)	7. Nature of Indirect Beneficial Ownership		
					Code	v	Amount	(A) or (D)	Price	 Reported Transaction(s) (Instr. 3 and 4) 	(Instr. 4)	(Instr. 4)		
Common Stock			06/10/2024		Р		57,909	A	\$4.05 ⁽¹⁾	1,118,490	I	By Fredrick D. Schaufeld Rev Trust		
Common Stock			06/11/2024		Р		130,000	A	\$3.93 ⁽²⁾	1,248,490	I	By Fredrick D. Schaufeld Rev Trust		
Common Stock			06/12/2024		Р		95,657	A	\$ 4.08 ⁽³⁾	1,344,147	I	By Fredrick D. Schaufeld Rev Trust		
Common Stock										189,620	D			
Common Stock										250,000	I	By FDS New River Farm 2017 Irrevocable Trust		
Common Stock										181,498	I	River Farm Investments, LLC		
Common Stock										84,603	I	By Haley E. Schaufeld Irr Trust		
Common Stock										84,602	I	By Jacob A. Schaufeld Irr Trust		
Common Stock										84,602	I	By Max R. Schaufeld Irr Trust		
4 Title of 2	2 Transaction			ve Securities Acts, calls, warran	its, op	tion		ible se	ecurities			dd Noture		

7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4) 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) Date (Month/Day/Year) of Indirect Beneficial Ownership (Instr. 4) Derivative Expiration Date (Month/Day/Year) Derivative Conversion Execution Date, Transaction derivative of of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4) or Exercise Price of Derivative Security Security (Instr. 3) if any (Month/Day/Year) Security (Instr. 5) Code (Instr. 8) and 5)

Provide a second separate price within the range set roturn in the rotundes. Disposed 3 and 4) Reported 2. The price reported in Column 4 is a weighted average price. The shares were sold in MidPiple transactions at prices ranging from \$3.85 to \$4.09, inclusive. Transaction(s) 3. The price reported in Column 4 is a weighted average price. The shares were sold in analysis Image: set of the shares were sold in analysis Image: set of the shares were sold in analysis Remarks: /s/ Helen M. Oh, attorney-in-fact 06/12/2024	
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Remarks: /s/ Helen M. Oh, attorney-in- fact	
/s/ Helen M. Oh, attorney-in- fact	
fact	
fact	İ
** 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 v(b)(v). (A) (D) Exercisable Date Title Shares	

** 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.