FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL							
	OMB Number:	3235-0287					
1	Estimated average burden						
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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

Name and Address of Reporting Person Carroll Bonnie Lynn					2. Issuer Name and Ticker or Trading Symbol TELOS CORP [TLS]							(Check	S. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director 10% Owner				ner	
(Last)	(First)	(Mi	iddle)		3. Date of Earliest Transaction (Month/Day/Year) 05/21/2024						Officer (give below)	title			pecify below)			
C/O TELOS CORPORATION 19886 ASHBURN ROAD				4	4. If Amendment, Date of Original Filed (Month/Day/Year)						6. Indivi	Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person						
(Street) ASHBURN	VA 20147 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							nse										
(City) (State) (Zip)																		
Dat				Date	Transaction 2A. Deemed Execution Date onth/Day/Year)			3. Transaction Code (Instr. 8) 4. Securities Acquired (A) or D (D) (Instr. 3, 4 and 5)			Disposed Of	Beneficially Owned		6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nature of Indirect Beneficial		
				<u> </u>	• /	(Month/Day/Year)		Code	v	Amount (A)		(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)				Ownership (Instr. 4)
Common Stock			05/2	21/2024			Α		40,32	23(1)	A	\$0	\$0 131,848			D		
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)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Trans Code (I		5. Number Derivative Securities (A) or Dis (D) (Instr. 5)	Acquired posed of	6. Date Exercisable and Expiration Date (Month/Day/Year) 7. Title and Amount of Underlying Derivative (Instr. 3 and 4)			8. Price of Derivative Security (Instr. 5)	Derivative derivativ Security Securitie		10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)			
				Code	v	(A)	(D)	Date Exercis		Expiration Date	Title		Amount or Number of Shares	Transaction(tion(s)		

Explanation of Responses:

1. These shares of common stock represent restricted share units granted pursuant to an award agreement between the reporting person and the Issuer and are subject to forfeiture. The restricted share units awarded will vest and be settled in shares of Issuer common stock on May 21, 2026.

Remarks:

/s/ Helen M. Oh, attorney-in-fact

05/22/2024

** 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 (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).

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.

POWER OF ATTORNEY

The undersigned hereby appoints E. Hutchinson Robbins, Jr. and Helen M. Oh as my true and lawful attorneys-in-fact, each individually with the power to:

- (1) execute for and on behalf of the undersigned, in the undersigned's capacity as an officer and/or director of Telos Corporation (the "Company"), Forms 3, 4 and 5 in accordance with Section 16(a) of the Securities Exchange Act of 1934 and the rules thereunder; and
- (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 such Form 3, 4 or 5 and timely file such form with the U.S. Securities and Exchange Commission, NASDAQ, New York Stock Exchange, and/or similar authority.

All prior Power of Attorney granting these same powers are hereby revoked.

The undersigned hereby grants to each such attorney-in-fact full power and authority to do and perform any and every act and thing whatsoever requisite, necessary, or proper to be done in the exercise of any of the rights and powers herein granted, as fully as the undersigned could do if personally present, with full power of substitution or revocation, hereby ratifying and confirming all such attorneys-in-fact shall lawfully do or cause to be done by virtue of this Power of Attorney. The undersigned acknowledges that the foregoing attorneys-in-fact in acting in such capacities at the request of the undersigned, are not assuming, nor is the Company assuming, any of the undersigned's responsibilities to comply with Section 16(a) of the Securities Exchange Act of 1934.

This Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file statements or reports under Section 16(a) of the Act with respect to the undersigned's holdings of and transactions in securities issued by the Company, unless earlier revoked by the undersigned in a signed writing delivered to the foregoing attorneys-in-fact.

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this th day of November 2023.

Bonnie Carroll

ACKNOWLEDGEMENT FOR POWER OF ATTORNEY

COMMONWEALTH OF VIRGINIA)
COUNTY OF LOUDOUN)
The foregoing instrument was acknowledged be Carroll.	pefore me this the day of November 2023 by Bonnie C.

Notary Public

My commission expires: September 30,000!

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