

FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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.

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF
SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or
Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL
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1. Name and Address of Reporting Person * JACOBS SOLUTIONS INC. (Last) (First) (Middle) 1999 BRYAN STREET, SUITE 3500 (Street) DALLAS, TX 75201 (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol Amentum Holdings, Inc. [AMTM]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) ____ Director _____ <input checked="" type="checkbox"/> 10% Owner ____ Officer (give title below) _____ Other (specify below)
3. Date of Earliest Transaction (MM/DD/YYYY) 3/13/2025		6. Individual or Joint/Group Filing (Check Applicable Line) ____ Form filed by One Reporting Person <input checked="" type="checkbox"/> Form filed by More than One Reporting Person
4. If Amendment, Date Original Filed (MM/DD/YYYY)		

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Trans. Date	2A. Deemed Execution Date, if any	3. Trans. Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	3/13/2025		J ⁽¹⁾		19,464,174 ⁽¹⁾	D	⁽¹⁾
					0 ⁽²⁾	I	See footnote ⁽³⁾

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Trans. Date	3A. Deemed Execution Date, if any	4. Trans. 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	7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Explanation of Responses:

- (1) On March 13, 2025, Jacobs Engineering Group Inc. ("JEG"), a wholly-owned subsidiary of Jacobs Solutions Inc. (the "Company" or "Jacobs"), exchanged 19,464,174 shares of common stock, par value \$0.01 per share, of Amentum Holdings, Inc. (the "Amentum Common Stock") for approximately 240 million Pounds in aggregate principal amount of term loans under its Amended and Restated Term Loan Agreement, dated as of February 6, 2023, by and among inter alia JEG, as borrower, Jacobs, as guarantor, the lenders party thereto and Bank of America, N.A., as amended. The exchanged portion of term loans have been retired. After giving effect to such exchange and retirement, Jacobs' aggregate outstanding borrowings decreased by approximately 240 million Pounds, or the equivalent of approximately \$312 million based on an exchange rate of \$1.2990 per 1 Pound.
- (2) An additional 9,732,087 shares of Amentum Common Stock remain in escrow, subject to final determination of certain performance milestones in connection with a post-closing adjustment to the merger consideration provided in the transaction documents relating to the combination of Jacobs' Critical Mission Solutions and Cyber & Intelligence businesses with Amentum Parent Holdings LLC on September 27, 2024. While such Amentum Common Stock remains in escrow, Jacobs does not beneficially own or have any pecuniary interest in such Amentum Common Stock. To the extent any such Amentum Common Stock is released to Jacobs, Jacobs will not have voting power over the Amentum Common Stock and Jacobs will distribute to Jacobs' shareholders, on a pro rata basis, any such shares received by it.
- (3) The shares of Amentum Common Stock beneficially owned by Jacobs were owned directly by JEG. Jacobs was an indirect beneficial owner of the retained securities.

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other

JACOBS SOLUTIONS INC. 1999 BRYAN STREET, SUITE 3500 DALLAS, TX 75201		X		
JACOBS ENGINEERING GROUP INC /DE/ 1999 BRYAN STREET, SUITE 3500 DALLAS, TX 75201		X		

Signatures

<u>/s/ Justin Johnson, General Counsel, Executive Vice President & Secretary</u>	<u>3/13/2024</u>
<u>Signature of Reporting Person</u>	Date
<u>/s/ Justin Johnson, Executive Vice President & Secretary</u>	<u>3/13/2024</u>
<u>Signature of Reporting Person</u>	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 control number.