

KRATOS DEFENSE & SECURITY SOLUTIONS, INC.  
Form SC 13G/A  
February 13, 2008

**SECURITIES AND EXCHANGE COMMISSION**

**WASHINGTON, DC 20549**

---

**SCHEDULE 13G**

**Under the Securities Exchange Act of 1934  
(Amendment No. 8)<sup>1</sup>**

Kratos Defense and Security Solutions, Inc. (formerly Wireless Facilities, Inc.)

(Name of Issuer)

Common Stock Par Value \$0.001

(Title of Class of Securities)

97653A103

(CUSIP Number)

December 31, 2007

(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

- Rule 13d-1(b)
- Rule 13d-1(c)
- Rule 13d-1(d)

---

<sup>1</sup>The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be filed for the purpose of Section 18 of the Securities Exchange Act of 1934 ( Act ) or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).



CUSIP No. 97653A103

13G

1. Names of Reporting Persons.

I.R.S. Identification Nos. of above persons (entities only).

Oak Investment Partners VI, Limited Partnership

06-1412578

2. Check the Appropriate Box if a Member of a Group (See Instructions)

(a)

(b)

3. SEC Use Only

4. Citizenship or Place of Organization

Delaware

Number of Shares Beneficially Owned by Each Reporting Person With	5.	Sole Voting Power	14,828 Shares of Common Stock
	6.	Shared Voting Power	Not applicable
	7.	Sole Dispositive Power	14,828 Shares of Common Stock
	8.	Shared Dispositive Power	Not applicable

9. Aggregate Amount Beneficially Owned by Each Reporting Person

14,828 Shares of Common Stock

10. Check if the Aggregate Amount in Row (9) Excludes

Certain Shares (See Instructions)

11. Percent of Class Represented by Amount in Row (9)

Less than 0.1%

12. Type of Reporting Person (See Instructions)

PN

CUSIP No. 97653A103

13G

1. Names of Reporting Persons.

I.R.S. Identification Nos. of above persons (entities only).

Oak Associates VI, LLC

06-1412579

2. Check the Appropriate Box if a Member of a Group (See Instructions)

(a)

(b)

3. SEC Use Only

4. Citizenship or Place of Organization

Delaware

Number of Shares Beneficially Owned by Each Reporting Person With	5.	Sole Voting Power	Not applicable
	6.	Shared Voting Power	14,828 Shares of Common Stock
	7.	Sole Dispositive Power	Not applicable
	8.	Shared Dispositive Power	14,828 Shares of Common Stock

9. Aggregate Amount Beneficially Owned by Each Reporting Person

14,828 Shares of Common Stock

10. Check if the Aggregate Amount in Row (9) Excludes

Certain Shares (See Instructions)

11. Percent of Class Represented by Amount in Row (9)

Less than 0.1%

12. Type of Reporting Person (See Instructions)

OO-LLC

CUSIP No. 97653A103

13G

1. Names of Reporting Persons.

I.R.S. Identification Nos. of above persons (entities only).

Oak VI Affiliates Fund, Limited Partnership

06-1414970

2. Check the Appropriate Box if a Member of a Group (See Instructions)

(a)

(b)

3. SEC Use Only

4. Citizenship or Place of Organization

Delaware

Number of Shares Beneficially Owned by Each Reporting Person With	5.	Sole Voting Power	346 Shares of Common Stock
	6.	Shared Voting Power	Not applicable
	7.	Sole Dispositive Power	346 Shares of Common Stock
	8.	Shared Dispositive Power	Not applicable

9. Aggregate Amount Beneficially Owned by Each Reporting Person

346 Shares of Common Stock

10. Check if the Aggregate Amount in Row (9) Excludes

Certain Shares (See Instructions)

11. Percent of Class Represented by Amount in Row (9)

Less than 0.1%

12. Type of Reporting Person (See Instructions)

PN



CUSIP No. 97653A103

13G

1. Names of Reporting Persons.

I.R.S. Identification Nos. of above persons (entities only).

Oak VI Affiliates, LLC

06-1414968

2. Check the Appropriate Box if a Member of a Group (See Instructions)

(a)

(b)

3. SEC Use Only

4. Citizenship or Place of Organization

Delaware

Number of Shares Beneficially Owned by Each Reporting Person With	5.	Sole Voting Power	Not applicable
	6.	Shared Voting Power	346 Shares of Common Stock
	7.	Sole Dispositive Power	Not applicable
	8.	Shared Dispositive Power	346 Shares of Common Stock

9. Aggregate Amount Beneficially Owned by Each Reporting Person

346 Shares of Common Stock

10. Check if the Aggregate Amount in Row (9) Excludes

Certain Shares (See Instructions)

11. Percent of Class Represented by Amount in Row (9)

Less than 0.1%

12. Type of Reporting Person (See Instructions)

OO-LLC

CUSIP No. 97653A103

13G

1. Names of Reporting Persons.

I.R.S. Identification Nos. of above persons (entities only).

Oak Investment Partners IX, Limited Partnership

06-1556218

2. Check the Appropriate Box if a Member of a Group (See Instructions)

(a)

(b)

3. SEC Use Only

4. Citizenship or Place of Organization

Delaware

Number of Shares Beneficially Owned by Each Reporting Person With	5.	Sole Voting Power	1,402,084 Shares of Common Stock
	6.	Shared Voting Power	Not applicable
	7.	Sole Dispositive Power	1,402,084 Shares of Common Stock
	8.	Shared Dispositive Power	Not applicable

9. Aggregate Amount Beneficially Owned by Each Reporting Person

1,402,084 Shares of Common Stock

10. Check if the Aggregate Amount in Row (9) Excludes

Certain Shares (See Instructions)

11. Percent of Class Represented by Amount in Row (9)

1.9%

12. Type of Reporting Person (See Instructions)

PN

CUSIP No. 97653A103

13G

1. Names of Reporting Persons.

I.R.S. Identification Nos. of above persons (entities only).

Oak Associates IX, LLC

06-1556230

2. Check the Appropriate Box if a Member of a Group (See Instructions)

(a)

(b)

3. SEC Use Only

4. Citizenship or Place of Organization

Delaware

Number of Shares Beneficially Owned by Each Reporting Person With	5.	Sole Voting Power	Not applicable
	6.	Shared Voting Power	1,402,084 Shares of Common Stock
	7.	Sole Dispositive Power	Not applicable
	8.	Shared Dispositive Power	1,402,084 Shares of Common Stock

9. Aggregate Amount Beneficially Owned by Each Reporting Person

1,402,084 Shares of Common Stock

10. Check if the Aggregate Amount in Row (9) Excludes

Certain Shares (See Instructions)

11. Percent of Class Represented by Amount in Row (9)

1.9%

12. Type of Reporting Person (See Instructions)

OO-LLC

CUSIP No. 97653A103

13G

1. Names of Reporting Persons.

I.R.S. Identification Nos. of above persons (entities only).

Oak IX Affiliates Fund - A, Limited Partnership

06-1571899

2. Check the Appropriate Box if a Member of a Group (See Instructions)

(a)

(b)

3. SEC Use Only

4. Citizenship or Place of Organization

Delaware

Number of Shares Beneficially Owned by Each Reporting Person With	5.	Sole Voting Power	33,655 Shares of Common Stock
	6.	Shared Voting Power	Not applicable
	7.	Sole Dispositive Power	33,655 Shares of Common Stock
	8.	Shared Dispositive Power	Not applicable

9. Aggregate Amount Beneficially Owned by Each Reporting Person

33,655 Shares of Common Stock

10. Check if the Aggregate Amount in Row (9) Excludes

Certain Shares (See Instructions)

11. Percent of Class Represented by Amount in Row (9)

Less than 0.1%

12. Type of Reporting Person (See Instructions)

PN



CUSIP No. 97653A103

13G

1. Names of Reporting Persons.

I.R.S. Identification Nos. of above persons (entities only).

Oak IX Affiliates Fund, Limited Partnership

06-1556229

2. Check the Appropriate Box if a Member of a Group (See Instructions)

(a)

(b)

3. SEC Use Only

4. Citizenship or Place of Organization

Delaware

Number of Shares Beneficially Owned by Each Reporting Person With	5.	Sole Voting Power	14,942 Shares of Common Stock
	6.	Shared Voting Power	Not applicable
	7.	Sole Dispositive Power	14,942 Shares of Common Stock
	8.	Shared Dispositive Power	Not applicable

9. Aggregate Amount Beneficially Owned by Each Reporting Person

14,942 Shares of Common Stock

10. Check if the Aggregate Amount in Row (9) Excludes

Certain Shares (See Instructions)

11. Percent of Class Represented by Amount in Row (9)

Less than 0.1%

12. Type of Reporting Person (See Instructions)

PN

CUSIP No. 97653A103

13G

1. Names of Reporting Persons.

I.R.S. Identification Nos. of above persons (entities only).

Oak IX Affiliates, LLC

06-1556233

2. Check the Appropriate Box if a Member of a Group (See Instructions)

(a)

(b)

3. SEC Use Only

4. Citizenship or Place of Organization

Delaware

Number of Shares Beneficially Owned by Each Reporting Person With	5.	Sole Voting Power	Not applicable
	6.	Shared Voting Power	48,597 Shares of Common Stock
	7.	Sole Dispositive Power	Not applicable
	8.	Shared Dispositive Power	48,597 Shares of Common Stock

9. Aggregate Amount Beneficially Owned by Each Reporting Person

48,597 Shares of Common Stock

10. Check if the Aggregate Amount in Row (9) Excludes

Certain Shares (See Instructions)

11. Percent of Class Represented by Amount in Row (9)

Less than 0.1%

12. Type of Reporting Person (See Instructions)

OO-LLC

CUSIP No. 97653A103

13G

1. Names of Reporting Persons.

I.R.S. Identification Nos. of above persons (entities only).

Oak Investment Partners X, Limited Partnership

06-1601019

2. Check the Appropriate Box if a Member of a Group (See Instructions)

(a)

(b)

3. SEC Use Only

4. Citizenship or Place of Organization

Delaware

Number of Shares Beneficially Owned by Each Reporting Person With	5.	Sole Voting Power	3,819,983 Shares of Common Stock
	6.	Shared Voting Power	Not applicable
	7.	Sole Dispositive Power	3,819,983 Shares of Common Stock
	8.	Shared Dispositive Power	Not applicable

9. Aggregate Amount Beneficially Owned by Each Reporting Person

3,819,983 Shares of Common Stock

10. Check if the Aggregate Amount in Row (9) Excludes

Certain Shares (See Instructions)

11. Percent of Class Represented by Amount in Row (9)

5.1%

12. Type of Reporting Person (See Instructions)

PN

CUSIP No. 97653A103

13G

1. Names of Reporting Persons.

I.R.S. Identification Nos. of above persons (entities only).

Oak Associates X, LLC

06-1630661

2. Check the Appropriate Box if a Member of a Group (See Instructions)

(a)

(b)

3. SEC Use Only

4. Citizenship or Place of Organization

Delaware

Number of Shares Beneficially Owned by Each Reporting Person With	5.	Sole Voting Power	Not applicable
	6.	Shared Voting Power	3,819,983 Shares of Common Stock
	7.	Sole Dispositive Power	Not applicable
	8.	Shared Dispositive Power	3,819,983 Shares of Common Stock

9. Aggregate Amount Beneficially Owned by Each Reporting Person

3,819,983 Shares of Common Stock

10. Check if the Aggregate Amount in Row (9) Excludes

Certain Shares (See Instructions)

11. Percent of Class Represented by Amount in Row (9)

5.1%

12. Type of Reporting Person (See Instructions)

OO-LLC



CUSIP No. 97653A103

13G

1. Names of Reporting Persons.

I.R.S. Identification Nos. of above persons (entities only).

Oak X Affiliates Fund, Limited Partnership

06-1622220

2. Check the Appropriate Box if a Member of a Group (See Instructions)

(a)

(b)

3. SEC Use Only

4. Citizenship or Place of Organization

Delaware

Number of Shares Beneficially Owned by Each Reporting Person With	5.	Sole Voting Power	61,316 Shares of Common Stock
	6.	Shared Voting Power	Not applicable
	7.	Sole Dispositive Power	61,316 Shares of Common Stock
	8.	Shared Dispositive Power	Not applicable

9. Aggregate Amount Beneficially Owned by Each Reporting Person

61,316 Shares of Common Stock

10. Check if the Aggregate Amount in Row (9) Excludes

Certain Shares (See Instructions)

11. Percent of Class Represented by Amount in Row (9)

0.1%

12. Type of Reporting Person (See Instructions)

PN

CUSIP No. 97653A103

13G

1. Names of Reporting Persons.

I.R.S. Identification Nos. of above persons (entities only).

Oak X Affiliates, LLC

06-1630662

2. Check the Appropriate Box if a Member of a Group (See Instructions)

(a)

(b)

3. SEC Use Only

4. Citizenship or Place of Organization

Delaware

Number of Shares Beneficially Owned by Each Reporting Person With	5.	Sole Voting Power	Not applicable
	6.	Shared Voting Power	61,316 Shares of Common Stock
	7.	Sole Dispositive Power	Not applicable
	8.	Shared Dispositive Power	61,316 Shares of Common Stock

9. Aggregate Amount Beneficially Owned by Each Reporting Person

61,316 Shares of Common Stock

10. Check if the Aggregate Amount in Row (9) Excludes

Certain Shares (See Instructions)

11. Percent of Class Represented by Amount in Row (9)

0.1%

12. Type of Reporting Person (See Instructions)

OO-LLC

CUSIP No. 97653A103

13G

1. Names of Reporting Persons.

I.R.S. Identification Nos. of above persons (entities only).

Oak Management Corporation  
06-0990851

2. Check the Appropriate Box if a Member of a Group (See Instructions)

(a)

(b)

3. SEC Use Only

4. Citizenship or Place of Organization

Delaware

Number of Shares Beneficially Owned by Each Reporting Person With	5.	Sole Voting Power	Not applicable
	6.	Shared Voting Power	5,347,154 Shares of Common Stock
	7.	Sole Dispositive Power	Not applicable
	8.	Shared Dispositive Power	5,347,154 Shares of Common Stock

9. Aggregate Amount Beneficially Owned by Each Reporting Person

5,347,154 Shares of Common Stock

10. Check if the Aggregate Amount in Row (9) Excludes

Certain Shares (See Instructions)

11. Percent of Class Represented by Amount in Row (9)

7.2%

12. Type of Reporting Person (See Instructions)

CO

CUSIP No. 97653A103

13G

1. Names of Reporting Persons.

I.R.S. Identification Nos. of above persons (entities only).

Bandel L. Carano

2. Check the Appropriate Box if a Member of a Group (See Instructions)

(a)

(b)

3. SEC Use Only

4. Citizenship or Place of Organization

United States

Number of Shares Beneficially Owned by Each Reporting Person With	5.	Sole Voting Power	2,554 Shares of Common Stock
	6.	Shared Voting Power	5,347,154 Shares of Common Stock
	7.	Sole Dispositive Power	2,554 Shares of Common Stock
	8.	Shared Dispositive Power	5,347,154 Shares of Common Stock

9. Aggregate Amount Beneficially Owned by Each Reporting Person