

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

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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| OMB Number: | 3235-0287 |
| Estimated average burden hours per response: | 0.5 |

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|--|---------|----------|--|--|--|---|--|--|
| 1. Name and Address of Reporting Person* <u>Shea K Stuart</u> | | | 2. Issuer Name and Ticker or Trading Symbol <u>SAIC, Inc. [SAI]</u> | | | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) Group President | | |
| (Last) | (First) | (Middle) | 3. Date of Earliest Transaction (Month/Day/Year) <u>11/23/2008</u> | | | 6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person | | |
| <u>1710 SAIC DRIVE</u> | | | 4. If Amendment, Date of Original Filed (Month/Day/Year) | | | | | |
| (Street) <u>MCLEAN VA 22102</u> | | | | | | | | |
| (City) (State) (Zip) | | | | | | | | |

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially 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) | | 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 | | | | | | | | 1,641.8036 ⁽¹⁾ | I | By SAIC Retirement Plan |

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. Transaction 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 (Month/Day/Year) | | 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: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) | |
|--|--|--------------------------------------|--|--------------------------------|---|--|-----|--|-----------------|---|--|--|---|--|--------------------------------------|
| | | | | Code | V | (A) | (D) | Date Exercisable | Expiration Date | | | | | | Title |
| Class A Preferred Stock | \$0 ⁽²⁾ | 11/23/2008 | | F | | | 401 | (2) | (3) | Common Stock | 401 | \$18.09 | 45,324.2553 ⁽⁴⁾ | D | |
| Class A Preferred Stock | (2) | | | | | | | (2) | (3) | Common Stock | 11,283.1602 | | 11,283.1602 | I | By Key Executive Stock Deferral Plan |
| Class A Preferred Stock | (2) | | | | | | | (2) | (3) | Common Stock | 8,481.3544 | | 8,481.3544 ⁽⁵⁾ | I | By SAIC Retirement Plan |

Explanation of Responses:

- During the period of April 1, 2008 through September 30, 2008, the reporting person acquired 585.8036 shares of SAIC, Inc. Common Stock under the SAIC Retirement Plan. The balance is pursuant to the reporting person's most recent account statement available.
- Class A Preferred Stock is convertible into Common Stock on a 1 for 1 basis.
- Class A Preferred Stock has no expiration date.
- Includes 85.3815 shares acquired under the SAIC, Inc. 2006 Employee Stock Purchase Plan during the period July 1, 2008 through September 30, 2008.
- During the period of April 1, 2008 through September 30, 2008, the reporting person acquired 85.9844 shares of SAIC, Inc. Class A Preferred Stock under the SAIC Retirement Plan. The balance is pursuant to the reporting person's most recent account statement available.

Remarks:

N. Walker, Attorney-in-fact 11/25/2008

** 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.