SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

\Box	Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b)
$^{\circ}$	Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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									
OMB Number: 3235-028									
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1. Name and Address of Reporting Person [*] <u>SIMPSON LOUIS A</u>			2. Issuer Name and Ticker or Trading Symbol SAIC, Inc. [SAI]		tionship of Reporting Perso all applicable) Director	on(s) to Issuer 10% Owner				
(Last) 10260 CAMPU	(First) (Middle) PUS POINT DRIVE		3. Date of Earliest Transaction (Month/Day/Year) 04/03/2009		Officer (give title below)	Other (specify below)				
(Street) SAN DIEGO	CA (State)	92121 (Zip)	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line) X	idual or Joint/Group Filing Form filed by One Repo Form filed by More than Person	rting Person				
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned										

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

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)			4. Securities Disposed Of 5)			Securities Beneficially	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	 Reported Transaction(s) (Instr. 3 and 4) 		(1130.4)

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

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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. Transa Code (8)		of		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	Amount or Number of Shares				
Class A Preferred Stock	\$0 ⁽¹⁾	04/03/2009		A		5,418		(1)	(2)	Common Stock	5,418	\$0	18,816	D	
Stock Option (Right to Buy)	\$18.46	04/03/2009		A		11,545		(3)	04/02/2014	Common Stock	11,545	\$0	11,545	D	

Explanation of Responses:

1. Class A Preferred Stock is convertible into Common Stock on a 1 for 1 basis.

2. Class A Preferred Stock has no expiration date.

3. The option may be exercised as to 100% of the option shares on or after the later of: (i) the first-year anniversary of the grant date or (ii) the date the annual meeting of stockholders of the Company following the grant date is concluded.

Remarks:

N. Walker, Attorney-in-fact

** Signature of Reporting Person

04/07/2009 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.