SEC Form 4	
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FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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 or Section 30(h) of the Investment Company Act of 1940

OMB APP	ROVAL
OMB Number:	3235-0287
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hours per response: 0).5

1. Name and Add Shea K Stu		g Person [*]		suer Name and Tick <u>IC, Inc.</u> [SAI	0	Symbol		tionship of Repor all applicable) Director	0 ()	o Issuer 6 Owner
(Last) 1710 SAIC D	(First) RIVE	(Middle)		ate of Earliest Trans 20/2010	action (Month	/Day/Year)	X	Officer (give title below) Grouj	e Oth belo p President	er (specify ow)
(Street) MCLEAN (City)	VA (State)	22102 (Zip)	4. If	Amendment, Date o	f Original File	d (Month/Day/Year)	6. Indiv Line) X	ridual or Joint/Gro Form filed by C Form filed by M Person	ne Reporting P	erson
		Table I - Non-De	rivative	Securities Acc	quired, Dis	posed of, or Benefi	cially	Owned		
1. Title of Security (Instr. 3) 2. Transact		nsaction	2A. Deemed	3.	4. Securities Acquired (A) o	r 5	. Amount of	6. Ownership	7. Nature of	

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	Code (Instr.					5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(Instr. 4)
Common Stock	12/20/2010		F		423	D	\$15.7	42,575.0512	D	
Common Stock								13,080.657	Ι	By Key Executive Stock Deferral Plan
Common Stock								11,761.2193	I	By SAIC Retirement Plan

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

			(0.9.) P	, .	·•••••,		,	•••••••			,				
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)		5. Nu of Deriv Secu Acqu (A) of Dispo of (D) (Instr and 5	rative rities ired r osed) . 3, 4	6. Date Exercisable and Expiration Date (Month/Day/Year)		nd 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				

Explanation of Responses:

N. Walker, Attorney-in-fact

** Signature of Reporting Person Date

12/21/2010

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.