

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

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

<p>1. Name and Address of Reporting Person*</p> <p><u>Prior Lawrence B III</u></p> <p>(Last) (First) (Middle)</p> <p>1710 SAIC DRIVE</p> <p>(Street)</p> <p>MCLEAN VA 22102</p> <p>(City) (State) (Zip)</p>	<p>2. Issuer Name and Ticker or Trading Symbol</p> <p><u>SAIC, Inc. [SAI]</u></p> <p>3. Date of Earliest Transaction (Month/Day/Year)</p> <p>06/11/2009</p> <p>4. If Amendment, Date of Original Filed (Month/Day/Year)</p>	<p>5. Relationship of Reporting Person(s) to Issuer (Check all applicable)</p> <p>Director 10% Owner</p> <p><input checked="" type="checkbox"/> Officer (give title below) Other (specify below)</p> <p style="text-align: center;">Chief Operating Officer</p> <p>6. Individual or Joint/Group Filing (Check Applicable Line)</p> <p><input checked="" type="checkbox"/> Form filed by One Reporting Person</p> <p>Form filed by More than One Reporting Person</p>
---	---	---

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			

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	Amount or Number of Shares				
Class A Preferred Stock	\$0 ⁽¹⁾	06/11/2009		M		12,300		(1)	(2)	Common Stock	12,300	\$13.5166	38,434.5214	D	
Class A Preferred Stock	\$0 ⁽¹⁾	06/11/2009		F			1,437	(1)	(2)	Common Stock	1,437	\$18.15	36,997.5214	D	
Class A Preferred Stock	\$0 ⁽¹⁾	06/11/2009		S ⁽³⁾		9,160		(1)	(2)	Common Stock	9,160	\$18.15	27,837.5214	D	
Stock Option (Right to Buy)	\$13.5166	06/11/2009		M		12,300		03/31/2006 ⁽⁴⁾	03/30/2010	Class A Preferred Stock	12,300	\$0	55,996	D	
Class A Preferred Stock	\$0 ⁽¹⁾	06/12/2009		M		31,750		(1)	(2)	Common Stock	31,750	\$14.64	59,587.5214	D	
Class A Preferred Stock	\$0 ⁽¹⁾	06/12/2009		F			2,725	(1)	(2)	Common Stock	2,725	\$18.02	56,862.5214	D	
Class A Preferred Stock	\$0 ⁽¹⁾	06/12/2009		S ⁽³⁾		25,794		(1)	(2)	Common Stock	25,794	\$18.02	31,068.5214	D	
Stock Option (Right to Buy)	\$14.64	06/12/2009		M		31,750		03/21/2007 ⁽⁴⁾	03/20/2011	Class A Preferred Stock	31,750	\$0	88,250	D	
Class A Preferred Stock	(1)							(1)	(2)	Common Stock	72,514		72,514	I	By Key Executive Stock Deferral Plan
Class A Preferred Stock	(1)							(1)	(2)	Common Stock	3,016.6711		3,016.6711	I	By SAIC Retirement Plan

Explanation of Responses:

- Class A Preferred Stock is convertible into Common Stock on a 1 for 1 basis.
- Class A Preferred Stock has no expiration date.
- Transaction involved non-exempt surrender of shares to SAIC, Inc. to pay exercise price for option exercise.
- The option is exercisable according to the following annual vesting schedule: 20% in years 1, 2 and 3, and 40% in year 4. The date exercisable set forth above is the first anniversary of the date of grant of each option and represents the date on which the option first became exercisable with respect to 20% of the underlying shares in accordance with the aforementioned vesting schedule.

Remarks:

N. Walker, Attorney-in-fact 06/12/2009
 ** 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.

