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 APPROVAL OMB Number

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1. Name and Addre Hartley John	ss of Reporting Person	n*	2. Issuer Name and Ticker or Trading Symbol SAIC, Inc. SAI	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
<u>11artiey John</u>	KUDEIL				Director	10% Owner			
(Last) (First) (Middle)			3. Date of Earliest Transaction (Month/Day/Year)	X	Officer (give title below)	Other (specify below)			
			10/04/2010		Senior VP and Controller				
(Street)			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indivi Line)	idual or Joint/Group Filing ((Check Applicable			
(Street) MCLEAN	VA	22102		X	Form filed by One Repor	ů.			
(City)	(State)	(Zip)			Form filed by More than Person	One Reporting			

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. Transa Code (8)				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	10/04/2010		М		37,497	A	\$14.4633	88,774.5427	D	
Common Stock	10/04/2010		F		1,345	D	\$16.03	87,429.5427	D	
Common Stock	10/04/2010		S ⁽¹⁾		33,834	D	\$16.03	53,595.5427 ⁽²⁾	D	
Common Stock								1,788.7586	I	By SAIC Retirement Plan

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

	(c.g., puls, cans, 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. Transa Code (8)		of Deri Sec Acq (A) o Disp of (I	umber vative urities uired or oosed O) (Instr. and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		Expiration Date of Securities		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				
Stock Option (Right to Buy)	\$14.4633	10/04/2010		М			37,497	11/22/2006	11/21/2010	Common Stock	37,497	\$0.0000	0.0000	D	

Explanation of Responses:

1. Transaction involved surrender of shares to SAIC, Inc. to pay exercise price for option exercise.

2. As a result of these transactions, Mr. Hartley increased his ownership in SAIC, Inc. by 2,318 shares of Common Stock.

N.	Walker,	Attorney	/-in-fact

** Signature of Reporting Person

10/05/2010 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.