SEC Form 4

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
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	s of Reporting Person	*	2. Issuer Name and Ticker or Trading Symbol SAIC, Inc. SAI	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
DAHLBERG KENNETH C				X	Director	10% Owner			
(Last) (First)		(Middle)	3. Date of Earliest Transaction (Month/Day/Year)	X	Officer (give title below)	Other (specify below)			
10260 CAMPUS POINT DRIVE			04/04/2008		CEO and Chairman of the Board				
(Street)			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line)	idual or Joint/Group Filing (Check Applicable				
SAN DIEGO	CA	92121		X	Form filed by One Reporting	ng Person			
(City)	(State)	(Zip)			Form filed by More than O Person	ne 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. Transaction Code (Instr. 8) 4. Securities Act Disposed Of (D) 5)				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								100	D	
Common Stock								1,562 ⁽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. Transa Code (8)		5. Number Derivativ Securitie Acquired or Dispos of (D) (In 3, 4 and 5	re s I (A) sed str.	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)	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		(Instr. 4)		
Stock Option (Right to Buy)	\$18.73	04/04/2008		Α		430,750		04/04/2009 ⁽²⁾	04/03/2013	Common Stock	430,750	\$0	430,750	D	
Class A Preferred Stock	\$0 ⁽³⁾	04/04/2008		A		74,747		(3)	(4)	Common Stock	74,747	\$0	333,635	I	By Key Executive Stock Deferral Plan
Class A Preferred Stock	(3)							(3)	(4)	Common Stock	137,314		137,314	D	
Class A Preferred Stock	(3)							(3)	(4)	Common Stock	1,837		1,837	I	By SAIC Retirement Plan

Explanation of Responses:

1. During the period of January 1, 2008 through March 31, 2008, the reporting person acquired 532 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.

2. 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.

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

4. Class A Preferred Stock has no expiration date.

Remarks:

N. Walker, Attorney-in-fact

** Signature of Reporting Person

04/08/2008 Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

 \ast 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.