FORM 4

Instruction 1(b).

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

| Check this box if no longer subject to | STATEMENT OF |
|--|--------------|
| Section 16. Form 4 or Form 5           |              |
| obligations may continue. See          |              |

## CHANGES IN BENEFICIAL OWNERSHIP

**OMB APPROVAL** OMB Number: Estimated average burden hours per response: 0.5

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

|   | Name and Address of Reporting Person*  NUSSDORF LAWRENCE C            |  |   |         |  | 2. Issuer Name <b>and</b> Ticker or Trading Symbol SAIC, Inc. [SAI] |        |         |   |            |   |  |  |   | tionship o<br>all applic<br>Directo | able)   | ng Person(s) to Issuer  10% Owner |  |                                       |
|---|---|--|---|---------|--|---|--------|---------|---|------------|---|--|--|---|-------------------------------------|---|-----------------------------------|--|---------------------------------------|
| (Last)<br>1710 SA   | (F<br>IC DRIVE  | 03   | 3. Date of Earliest Transaction (Month/Day/Year) 03/30/2012 |         |  |   |        |         |   |            |   | below)   | (give title  | below) `  |                                     |   |                                   |  |                                       |
| (Street)  MCLEAN VA 22102  (City) (State) (Zip)                                     |   |  |   |         |  | 4. If Amendment, Date of Original Filed (Month/Day/Year)            |        |         |   |            |   |  |  | Individual or Joint/Group Filing (Check Applicable ne)  X Form filed by One Reporting Person Form filed by More than One Reporting Person |                                     |   |                                   |  |                                       |
| Table I - Non-Deriva  1. Title of Security (Instr. 3)  2. Transac Date (Month/Date) |   |  |   | saction | ear) i                                 | 2A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year)         |        | 3. 4. S |   | 4. Securit | if, or Bei<br>ies Acquire<br>Of (D) (Inst | d (A) or   | or 5. Amou<br>and 5) Securiti<br>Benefici<br>Owned I |   | nt of<br>s<br>ally<br>following     | 6. Ownership<br>Form: Direct<br>(D) or Indirect<br>(I) (Instr. 4)   |                                   | 7. Nature<br>of Indirect<br>Beneficial<br>Ownership                      |                                       |
| Common Stock  |   |  |   | 02/2    | 0/2012                                 | 1   |        |         | Code  | v          | Amount 7,571                              | (A) or (D)   | Price  | 200   | Reported<br>Transact<br>(Instr. 3 a | ion(s)  | D                                 |  | (Instr. 4)                            |
| Common  | Stock   | -  | Table II -  | Deriva  | ative                                  | Sec   |        |         | uired, Di   |            |   | or Bene  | eficiall   | y Oı  |                                     | J42   |                                   | Б  |                                       |
| 1. Title of<br>Derivative<br>Security<br>(Instr. 3)                                 | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction<br>Date<br>(Month/Day/Year) | 3A. Deeme<br>Execution<br>if any<br>(Month/Da               | Date,   | 4.<br>Transaction<br>Code (Instr<br>8) |   |        |         | 6. Date Exercisa<br>Expiration Date<br>(Month/Day/Yea |            | •   | 7. Title and Amour<br>of Securities<br>Underlying<br>Derivative Security<br>(Instr. 3 and 4) |  | Derivative<br>Security  |                                     | 9. Number<br>derivative<br>Securities<br>Beneficial<br>Owned<br>Following<br>Reported<br>Transactio<br>(Instr. 4) | у                                 | 10.<br>Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I) (Instr. 4) | Beneficial<br>Ownership<br>(Instr. 4) |
|   |   |  |   |         | Code                                   | v   | (A)    | (D)     | Date<br>Exercisabl                                    |            | Expiration<br>Date                        | Title  | Amoun<br>or<br>Numbe<br>of<br>Shares                 |   |                                     |   |                                   |  |                                       |
| Stock<br>Option<br>(Right to  | \$13.21   | 03/30/2012                                 |   |         | A                                      |   | 30,121 |         | (1)   |            | 03/29/2019                                | Common<br>Stock  | 30,12  | 1 \$  | 60.0000                             | 30,121  | 1                                 | D  |                                       |

## **Explanation of Responses:**

1. 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.

> N. Walker, Attorney-in-fact 04/03/2012

> > Date

\*\* Signature of Reporting Person

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.