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: 3235-0287						
Estimated average burden						
hours per response: 0.5						

1. Marile and Address of Reporting Feison			2. Issuer Name and Ticker or Trading Symbol SAIC, Inc. [SAI]		ationship of Reporting Person(s) to Issuer k all applicable) Director 10% Owner		
(Last) 1710 SAIC DRI	ast) (First) (Middle) 710 SAIC DRIVE		3. Date of Earliest Transaction (Month/Day/Year) 04/02/2010) Officer (give title below)			
			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line)	ridual or Joint/Group Filing (Check Applicable	
(Street) MCLEAN	VA	22102		X	Form filed by One Report Form filed by More than C Person	0	
(City)	(State)	(Zip)			Feison		

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)						5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership
			Code	v	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)		(Instr. 4)
Common Stock	04/02/2010		A		5,741	A	\$ <mark>0</mark>	10,917	D	
Common Stock	04/05/2010		A		1,750.8611(1)	A	\$17.42	3,248.4964	I	By Key Executive Stock Deferral Plan
Common Stock								450,000	I	FS Partners II, LLC

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. Numb of Derivati Securiti Acquire (A) or Dispose of (D) (II 3, 4 and	ive ies ed ed nstr.	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				
Stock Option (Right to Buy)	\$17.42	04/02/2010		A		13,959		(2)	04/01/2015	Common Stock	13,959	\$0	13,959	D	

Explanation of Responses:

1. Shares of Common Stock are issued in payment of deferred director's fees.

2. 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.

Remarks:

N. Walker, Attor	<u>mey-in-fact</u>
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** Signature of Reporting Person Date

04/06/2010

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.