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 Number:	3235-0287										
	Estimated average b	ourden										

hours per response:	0.5
Estimated average burden	

1. Nume and Address of Reporting reison				Issuer Name <b>and</b> Ti <u>AIC, Inc.</u> [ SA		g Symbol	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner				
(Last) 1710 SAIC D	(First) RIVE	(Middle)		Date of Earliest Trai 1/30/2013	nsaction (Mon	th/Day/Year)	X	Officer (give title below)		er (specify ow)	
(Street) MCLEAN (City)	VA (State)	22102 (Zip)	4.	lf Amendment, Date	e of Original Fi	led (Month/Day/Year)	6. Indiv Line) X	idual or Joint/Grou Form filed by O Form filed by M Person	ne Reporting P	erson	
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned											
1. Title of Security (Instr. 3) 2. Transactio			ransaction	2A. Deemed	3.	4. Securities Acquired (A) or	5	Amount of	6. Ownership	7. Nature of	

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)					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	04/30/2013		A		94.8252 <sup>(1)</sup>	A	\$0.0000	106,509.7292	D	
Common Stock	04/30/2013		A	v	78.8317 <sup>(1)</sup>	A	\$0.0000	9,834.3288	Ι	By Key Executive Stock Deferral Plan
Common Stock								19,383.282	Ι	By SAIC Retirement Plan

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

			( 571	,	,			• •						
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		6. Date Exerc Expiration Da (Month/Day/Y	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)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			

Explanation of Responses:

1. Dividend equivalent rights.

## N. Walker, Attorney-in-fact 05/02/2013

\*\* Signature of Reporting Person

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.