FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL OMB Number: 3235-0287

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See	STA
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

копр	Estimated average burden hours per response:	0.5
5. Relationship of Re	eporting Person(s) to Issu	er

1. Nume and Address of Reporting reison				2. Issuer Name and Ticker or Trading Symbol <u>SAIC, Inc.</u> [SAI]						ationship of Reporting k all applicable) Director		suer Dwner	
(Last) (First) (Middle) 1710 SAIC DRIVE			3. Date 11/16/	of Earliest Transac 2009	tion (Mo	onth/D	ay/Year)			Officer (give title below)	Other below	(specify)	
(Street) MCLEAN VA 22102 (City) (State) (Zip)			4. If An	4. If Amendment, Date of Original Filed (Month/Day/Year)					6. Indi Line) X				
		Table I - Noi	n-Derivative S	Securities Acq	uired,	Dis	posed of, o	r Bene	ficially	Owned			
Date		2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transa Code (8) Code					5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
				1	(1)	1		<u> </u>	+ • (1)		_		

Common Stock	11/16/2009	J ⁽¹⁾	V	76,424	Α	\$ <mark>0</mark> (1)	76,424	D		
Common Stock	11/16/2009	J ⁽¹⁾	v	11,951	А	\$0 ⁽¹⁾	11,951	Ι	By Key Executive Stock Deferral 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)		Derivative		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)		
Class A Preferred Stock	\$0 ⁽²⁾	11/16/2009		J ⁽¹⁾	v		76,424	(2)	(3)	Common Stock	76,424	\$0 ⁽¹⁾	0	D	
Stock Option (Right to Buy)	\$14.09	11/16/2009		J ⁽¹⁾	v		36,000	04/08/2006 ⁽⁴⁾	04/07/2010	Class A Preferred Stock	36,000	\$0 ⁽¹⁾	0	D	
Stock Option (Right to Buy)	\$14.64	11/16/2009		J ⁽¹⁾	v		33,000	03/31/2007 ⁽⁴⁾	03/30/2011	Class A Preferred Stock	33,000	\$0 ⁽¹⁾	0	D	
Stock Option (Right to Buy)	\$14.09	11/16/2009		J ⁽¹⁾	v	36,000		04/08/2006 ⁽⁴⁾	04/07/2010	Common Stock	36,000	\$0 ⁽¹⁾	36,000	D	
Stock Option (Right to Buy)	\$14.64	11/16/2009		J ⁽¹⁾	v	33,000		03/31/2007 ⁽⁴⁾	03/30/2011	Common Stock	33,000	\$0 ⁽¹⁾	33,000	D	
Class A Preferred Stock	\$0 ⁽²⁾	11/16/2009		J ⁽¹⁾	v		11,951	(2)	(3)	Common Stock	11,951	\$0 ⁽¹⁾	0	I	By Key Executive Stock Deferral Plan

Explanation of Responses:

1. Pursuant to a reclassification exempt under Rule 16b-7, each share of Class A Preferred Stock, par value \$0.0001 (10 votes per share) was reclassified into one share of Common Stock, par value \$0.0001 (one vote per share).

2. Class A Preferred Stock was convertible into Common Stock on a 1 for 1 basis.

3. Class A Preferred Stock had no expiration date.

4. 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.

Remarks:

N. Walker, Attorney-in-fact

** Signature of Reporting Person

11/18/2009 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.

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