

SAIC, Inc.

Form 4

January 08, 2007

**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 OF  
SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,  
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section  
30(h) of the Investment Company Act of 1940

## OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**ROPER WILLIAM A JR**

(Last) (First) (Middle)

10260 CAMPUS POINT DRIVE

(Street)

SAN DIEGO, CA 92121

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading  
Symbol  
**SAIC, Inc. [SAI]**

3. Date of Earliest Transaction  
(Month/Day/Year)  
**01/04/2007**

4. If Amendment, Date Original  
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

\_\_\_\_ Director \_\_\_\_ 10% Owner  
☒ Officer (give title below) \_\_\_\_ Other (specify below)

**EXECUTIVE VICE PRESIDENT**

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
☒ Form filed by One Reporting Person  
\_\_\_\_ Form filed by More than One Reporting  
Person

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

| 1. Title of<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3. Transaction<br>Code<br>(Instr. 8) | 4. Securities<br>Acquired (A) or<br>Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form: Direct<br>(D) or Indirect<br>(I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|----------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------|-------------------------------------------------------------------|
|                                       |                                         |                                                             | Code                                 | V                                                                          | Amount                                                                                                             | (D)                                                                  | Price                                                             |

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

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SEC 1474  
(9-02)

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

| 1. Title of<br>Derivative<br>Security | 2. Conversion<br>or Exercise | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any | 4. Transaction<br>Code | 5. Number of<br>Derivative<br>Securities | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) | 7. Title and Amount of<br>Underlying Securities<br>(Instr. 3 and 4) | 8. De |
|---------------------------------------|------------------------------|-----------------------------------------|-----------------------------------------|------------------------|------------------------------------------|----------------------------------------------------------------|---------------------------------------------------------------------|-------|
|---------------------------------------|------------------------------|-----------------------------------------|-----------------------------------------|------------------------|------------------------------------------|----------------------------------------------------------------|---------------------------------------------------------------------|-------|

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| (Instr. 3)                                   | Price of<br>Derivative<br>Security | (Month/Day/Year) | (Instr. 8)       | Acquired (A)<br>or Disposed of<br>(D)<br>(Instr. 3, 4,<br>and 5) |     |        |                     |                    |                 |                                  |    |  |
|----------------------------------------------|------------------------------------|------------------|------------------|------------------------------------------------------------------|-----|--------|---------------------|--------------------|-----------------|----------------------------------|----|--|
|                                              |                                    |                  | Code             | V                                                                | (A) | (D)    | Date<br>Exercisable | Expiration<br>Date | Title           | Amount or<br>Number of<br>Shares |    |  |
| Class A<br>Preferred<br>Stock <sup>(1)</sup> | <u>(2)</u>                         | 01/04/2007       | D <sup>(3)</sup> |                                                                  |     | 47,500 | <u>(2)</u>          | <u>(4)</u>         | Common<br>Stock | 47,500                           | \$ |  |
| Class A<br>Preferred<br>Stock <sup>(1)</sup> | \$ 0 <u>(2)</u>                    |                  |                  |                                                                  |     |        | <u>(2)</u>          | <u>(4)</u>         | Common<br>Stock | 343,256                          |    |  |
| Class A<br>Preferred<br>Stock <sup>(1)</sup> | \$ 0 <u>(2)</u>                    |                  |                  |                                                                  |     |        | <u>(2)</u>          | <u>(4)</u>         | Common<br>Stock | 26,104                           |    |  |
| Class A<br>Preferred<br>Stock <sup>(1)</sup> | \$ 0 <u>(2)</u>                    |                  |                  |                                                                  |     |        | <u>(2)</u>          | <u>(4)</u>         | Common<br>Stock | 114                              |    |  |

## Reporting Owners

| Reporting Owner Name / Address                                        | Relationships |           |                          |       |
|-----------------------------------------------------------------------|---------------|-----------|--------------------------|-------|
|                                                                       | Director      | 10% Owner | Officer                  | Other |
| ROPER WILLIAM A JR<br>10260 CAMPUS POINT DRIVE<br>SAN DIEGO, CA 92121 |               |           | EXECUTIVE VICE PRESIDENT |       |

## Signatures

By: N. Walker,  
Attorney-in-fact

**\*\*Signature of Reporting Person**

Date \_\_\_\_\_

### Explanation of Responses:

- \* 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).

On October 16, 2006, SAIC, Inc. became the successor to Science Applications International Corporation pursuant to a merger. The

- (1) merger resulted in SAIC, Inc. becoming the parent holding company of Science Applications International Corporation, but did not alter the proportionate interests of security holders.

- (2) Class A Preferred Stock is convertible into Common Stock on a 1 for 1 basis on and after the following dates and in the proportionate amounts for each Series: 20% allocated to Series A-1 and convertible on January 11, 2007; 20% allocated to Series A-2 and convertible on April 11, 2007; 30% allocated to Series A-3 and convertible on July 10, 2007; 30% allocated to Series A-4 and convertible on October 8, 2007.

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- Shares repurchased by the Issuer in accordance with a right to require repurchase by the Issuer at the prevailing public market price
- (3) granted to the reporting person under terms then available to all eligible participants of the SAIC Retirement Plan in connection with a prior in-kind distribution of Issuer stock from the Plan.
  - (4) Class A Preferred Stock has no expiration date.

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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