

SAIC, Inc.
Form 4
April 18, 2007

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
Smith Theoren P III

(Last) (First) (Middle)
1710 SAIC DRIVE
(Street)

MCLEAN, VA 22102

(City) (State) (Zip)

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

3. Date of Earliest Transaction
(Month/Day/Year)
04/16/2007

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)
EVP & Chief Technology Officer

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 Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	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 Ownership (Instr. 4)
Common Stock				(A) or (D) Price	736	I	By SAIC Retirement Plan

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

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

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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. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Security (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount
Class A Preferred Stock ⁽²⁾	<u>(3)</u>	04/16/2007		M		419		<u>(3)</u>	<u>(4)</u>	Common Stock	
Class A Preferred Stock ⁽²⁾	<u>(3)</u>	04/16/2007		F		65		<u>(3)</u>	<u>(4)</u>	Common Stock	
Class A Preferred Stock ⁽²⁾	<u>(3)</u>	04/16/2007		S ⁽⁵⁾		219		<u>(3)</u>	<u>(4)</u>	Common Stock	
Class A Preferred Stock ⁽²⁾	<u>(3)</u>	04/17/2007		M		59,999		<u>(3)</u>	<u>(4)</u>	Common Stock	5
Class A Preferred Stock ⁽²⁾	<u>(3)</u>	04/17/2007		F		9,352		<u>(3)</u>	<u>(4)</u>	Common Stock	
Class A Preferred Stock ⁽²⁾	<u>(3)</u>	04/17/2007		S ⁽⁵⁾		30,958		<u>(3)</u>	<u>(4)</u>	Common Stock	3
Stock Option (Right to Buy) ⁽²⁾	\$ 9.6333	04/16/2007		M		419		10/04/2003 ⁽⁷⁾	10/03/2007	Class A Preferred Stock ⁽³⁾	
Stock Option (Right to Buy) ⁽²⁾	\$ 9.6333	04/17/2007		M		59,999		10/04/2003 ⁽⁷⁾	10/03/2007	Class A Preferred Stock ⁽³⁾	5
Class A Preferred Stock ⁽²⁾	\$ 0 ⁽³⁾							<u>(3)</u>	<u>(4)</u>	Common Stock	2
Class A Preferred Stock ⁽²⁾	\$ 0 ⁽³⁾							<u>(3)</u>	<u>(4)</u>	Common Stock	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Smith Theoren P III 1710 SAIC DRIVE MCLEAN, VA 22102			EVP & Chief Technology Officer	

Signatures

By: N. Walker, 04/18/2007
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).
- (2) On October 16, 2006, SAIC, Inc. became the successor to Science Applications International Corporation pursuant to a merger. The 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.
- (3) 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.
- (4) Class A Preferred Stock has no expiration date.
- (5) Non-exempt stock for stock option exercise.
- (6) Includes 1,405.2839 shares acquired under the SAIC, Inc. 2006 Employee Stock Purchase Plan during the period January 1, 2007 through March 31, 2007.
- (7) 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.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.