

SRA INTERNATIONAL INC
 Form 3
 November 10, 2008

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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)

<p>1. Name and Address of Reporting Person *</p> <p>Atkin Timothy James</p> <p>(Last) (First) (Middle)</p> <p>4300 FAIR LAKES COURT</p> <p>(Street)</p> <p>FAIRFAX, VA 22033</p> <p>(City) (State) (Zip)</p>	<p>2. Date of Event Requiring Statement</p> <p>(Month/Day/Year)</p> <p>10/30/2008</p>	<p>3. Issuer Name and Ticker or Trading Symbol</p> <p>SRA INTERNATIONAL INC [SRX]</p>	<p>4. Relationship of Reporting Person(s) to Issuer</p> <p>(Check all applicable)</p> <p><input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below) Senior Vice President</p>	<p>5. If Amendment, Date Original Filed(Month/Day/Year)</p>	<p>6. Individual or Joint/Group Filing(Check Applicable Line)</p> <p><input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person</p>
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Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Class A Common Stock	913 ⁽¹⁾	D	^
Class A Common Stock	1,165 ⁽²⁾	D	^
Class A Common Stock	3,500 ⁽³⁾	D	^
Class A Common Stock	8,562 ⁽⁴⁾	D	^
Class A Common Stock	820	I	By 401 (k)

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

SEC 1473 (7-02)

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

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1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
Stock Option (Right to Buy)	Â (5)	08/05/2014	Class A Common Stock	5,810	\$ 21.13	D	Â
Stock Option (Right to Buy)	Â (6)	08/04/2015	Class A Common Stock	20,150	\$ 35.4	D	Â
Stock Option (Right to Buy)	Â (7)	08/07/2016	Class A Common Stock	4,397	\$ 25.105	D	Â
Stock Option (Right to Buy)	Â (8)	08/13/2017	Class A Common Stock	5,064	\$ 25.59	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Atkin Timothy James 4300 FAIR LAKES COURT FAIRFAX, VA 22033	Â	Â	Â Senior Vice President	Â

Signatures

/s/ Charles G. Crotty, attorney-in-fact for Timothy James
Atkin 11/07/2008

**Signature of Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 5(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).
- (1) These restricted stock shares vest annually in equal installments on the first four anniversaries of the grant date. These shares were granted on August 7, 2006. Shares were withheld to cover payment of the tax liability on the prior vesting dates. The amount reported includes 550 unvested restricted stock shares.
- (2) These restricted stock shares vest annually in equal installments on the first four anniversaries of the grant date. These shares were granted on August 13, 2007. Shares were withheld to cover payment of the tax liability on the prior vesting date. The amount reported includes 951 unvested restricted stock shares.
- (3) These restricted stock shares vest annually in equal installments on the first four anniversaries of the grant date. These shares were granted on February 8, 2008.
- (4) These restricted stock shares vest annually in equal installments on the first four anniversaries of the grant date. These shares were granted on August 15, 2008.

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- (5) These options are fully exercisable.
- (6) These stock options vest annually in equal installments on the first four anniversaries of the grant date. These options were granted on August 4, 2005.
- (7) These stock options vest annually in equal installments on the first four anniversaries of the grant date. These options were granted on August 7, 2006.
- (8) These stock options vest annually in equal installments on the first four anniversaries of the grant date. These options were granted on August 13, 2007.

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.