

Science Applications International Corp  
 Form 4  
 October 01, 2013

**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 \*  
**KEENAN BRIAN F**

2. Issuer Name and Ticker or Trading Symbol  
**Science Applications International Corp [SAIC]**

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

3. Date of Earliest Transaction (Month/Day/Year)  
 09/27/2013

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
 Executive Vice President

MCLEAN, VA 22102  
 (City) (State) (Zip)

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

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 Indirect Beneficial Ownership (Instr. 4)		
			Code	V	Amount	(A) or (D)	Price		
Common Stock	09/27/2013		A <sup>(1)</sup>		20,856.5773	A	\$ 0 20,856.5773	I	By Key Executive Stock Deferral Plan
Common Stock	09/27/2013		A <sup>(1)</sup>		1,344 <sup>(2)</sup>	A	\$ 0 22,200.5773	I	By Key Executive Stock Deferral Plan
Common Stock	09/27/2013		A <sup>(1)</sup>		3,741 <sup>(3)</sup>	A	\$ 0 25,941.5773	I	By Key Executive Stock Deferral Plan

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Common Stock	09/27/2013	A <sup>(1)</sup>	5,914 <sup>(4)</sup>	A	\$ 0	31,855.5773	I	By Key Executive Stock Deferral Plan
Common Stock	09/27/2013	A <sup>(1)</sup>	2,002.2485	A	\$ 0	2,002.2485	I	By Management Stock Compensation Plan
Common Stock						7,982 <sup>(5)</sup>	D	
Common Stock						2,381 <sup>(6)</sup>	I	By 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)

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 Securities (Instr. 3 and 4)	8. Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	
Stock Option (Right to Buy)	\$ 37.8911	09/27/2013		A <sup>(1)</sup>	33,859	<sup>(7)</sup>	04/02/2014	Common Stock	33,859
Stock Option (Right to Buy)	\$ 35.7565	09/27/2013		A <sup>(1)</sup>	35,558	<sup>(8)</sup>	04/01/2015	Common Stock	35,558
Stock Option (Right to Buy)	\$ 27.1151	09/27/2013		A <sup>(1)</sup>	40,152	<sup>(10)</sup>	03/29/2019	Common Stock	40,152
	\$ 27.8128	09/27/2013		A <sup>(1)</sup>	33,460	<sup>(11)</sup>	04/04/2020		33,460

