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

# **SCHEDULE 13G**

Under the Securities Exchange Act of 1934 (Amendment No. )\*

# **Science Applications International Corporation**

(Name of Issuer)						
	Common Stock, par value \$0.0001 per share					
	(Title of Class of Securities)					
	808625107					
	(CUSIP Number)					
	January 14, 2019					
	(Date of Event Which Requires Filing of this Statement)					
Check the app	propriate box to designate the rule pursuant to which this Schedule is filed:					
	Rule 13d-1(b)					
$\boxtimes$	Rule 13d-1(c)					
	Rule 13d-1(d)					
	der of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for not amendment containing information which would alter disclosures provided in a prior cover page.					
The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).						

1		NAME OF REPORTING PERSON  KKR 2006 Fund L.P.			
2	<b>CHECK</b> (a)□ (b)□				
		SEC USE ONLY			
4		CITIZENSHIP OR PLACE OF ORGANIZATION Delaware			
	LLY		SOLE VOTING POWER 3,649,792		
NUMBER OF SI BENEFICIAL OWNED BY E			SHARED VOTING POWER 0		
REPORTING PI		7	SOLE DISPOSITIVE POWER  3,649,792		
		8	SHARED DISPOSITIVE POWER 0		
9	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 3,649,792				
10	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTION IN COMPANY OF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTION IN COMPANY OF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTION IN COMPANY OF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTION IN COMPANY OF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTION IN COMPANY OF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTION IN COMPANY OF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTION IN COMPANY OF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTION IN COMPANY OF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTION IN COMPANY OF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTION IN COMPANY OF THE AGGREGATE AMOUNT A				
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) 6.2%				
12	TYPE OF REPORTING PERSON (SEE INSTRUCTIONS) PN				

1		DPERF Co-Investment LLC				
2	<b>CHECK</b> (a)□ (b)□					
3	SEC US	SEC USE ONLY				
4		CITIZENSHIP OR PLACE OF ORGANIZATION Delaware				
	LLY EACH		SOLE VOTING POWER 68,977			
NUMBER OF SI BENEFICIAL OWNED BY E			SHARED VOTING POWER 0			
REPORTING PI			SOLE DISPOSITIVE POWER 68,977			
		8	SHARED DISPOSITIVE POWER 0			
9	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 68,977					
10	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS					
11	<b>PERCE</b> 0.1%	NT OF C	CLASS REPRESENTED BY AMOUNT IN ROW (9)			
12	TYPE O	TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)  OO				

1		NAME OF REPORTING PERSON  KKR Associates 2006 L.P.				
2	<b>CHECK</b> (a)□ (b)□					
3	SEC US	SEC USE ONLY				
4		CITIZENSHIP OR PLACE OF ORGANIZATION  Delaware				
	LLY EACH		SOLE VOTING POWER 3,718,769			
NUMBER OF SI BENEFICIAL OWNED BY E			SHARED VOTING POWER 0			
REPORTING PI			SOLE DISPOSITIVE POWER  3,718,769			
	1	8	SHARED DISPOSITIVE POWER 0			
9		AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 3,718,769				
10	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTION					
11	<b>PERCE</b> 6.3%	NT OF C	CLASS REPRESENTED BY AMOUNT IN ROW (9)			
12	TYPE O	TYPE OF REPORTING PERSON (SEE INSTRUCTIONS) PN				

1	NAME (		ORTING PERSON LC			
2	<b>CHECK</b> (a)□ (b)□					
3	SEC US	SEC USE ONLY				
4		CITIZENSHIP OR PLACE OF ORGANIZATION  Delaware				
	LLY EACH		SOLE VOTING POWER 3,718,769			
NUMBER OF SI BENEFICIAL OWNED BY E			SHARED VOTING POWER 0			
REPORTING PI			SOLE DISPOSITIVE POWER  3,718,769			
		8	SHARED DISPOSITIVE POWER 0			
9	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 3,718,769					
10	СНЕСК □	BOX II	THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)			
11	<b>PERCE</b> 6.3%	NT OF C	CLASS REPRESENTED BY AMOUNT IN ROW (9)			
12	TYPE O	TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)  OO				

1	NAME OF REPORTING PERSON						
-	8 North America Investor L.P.						
2	CHECK (a)□	THE A	PPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)				
	(b)□	(b)□					
3	SEC US	SEC USE ONLY					
_	CITIZE	NSHIP (	OR PLACE OF ORGANIZATION				
4	Cayman	Islands					
		_	SOLE VOTING POWER				
	5		205,680				
MIMPED OF C	TADEC	C	SHARED VOTING POWER				
NUMBER OF SI BENEFICIAL OWNED BY E	LLY	6	0				
REPORTING PI		-	SOLE DISPOSITIVE POWER				
WITH	7	7	205,680				
		0	SHARED DISPOSITIVE POWER				
		8	0				
0	AGGRE	GATE A	AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON				
9	205,680						
4.0	CHECK	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)					
10							
	PERCE	NT OF C	CLASS REPRESENTED BY AMOUNT IN ROW (9)				
11	0.3%						
40	ТҮРЕ О	F REPC	ORTING PERSON (SEE INSTRUCTIONS)				
12	PN						

1	NAME OF REPORTING PERSON					
1	KKR Associates 8 NA L.P.					
2	<b>CHECK</b> (a)□ (b)□					
3	SEC US	SEC USE ONLY				
4	CITIZE	NSHIP (	OR PLACE OF ORGANIZATION			
4	Cayman	Islands				
		_	SOLE VOTING POWER			
	5	3	205,680			
NHIMBED OF C	IADEC	C	SHARED VOTING POWER			
NUMBER OF SI BENEFICIAL	LLY	6	0			
OWNED BY E REPORTING PI		7	SOLE DISPOSITIVE POWER			
WITH	7	/	205,680			
	-		SHARED DISPOSITIVE POWER			
		8	0			
0	AGGRE	GATE A	AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON			
9	205,680					
4.0	CHECK	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)				
10						
	PERCE	NT OF C	CLASS REPRESENTED BY AMOUNT IN ROW (9)			
11	0.3%					
40	ТҮРЕ О	F REPO	ORTING PERSON (SEE INSTRUCTIONS)			
12	PN					

1	NAME OF REPORTING PERSON					
1	KKR 8 NA Limited					
2	<b>CHECK</b> (a)□ (b)□					
3	SEC US	SEC USE ONLY				
4	CITIZE	NSHIP (	OR PLACE OF ORGANIZATION			
4	Cayman	Islands				
		Г	SOLE VOTING POWER			
	5	3	205,680			
NUMBER OF SI			SHARED VOTING POWER			
BENEFICIAL OWNED BY E	LLY	6	0			
REPORTING PI		7	SOLE DISPOSITIVE POWER			
WITH	7	/	205,680			
	-	0	SHARED DISPOSITIVE POWER			
		8	0			
0	AGGRE	GATE A	AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON			
9	205,680					
10	CHECK	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)				
10						
	PERCE	NT OF C	CLASS REPRESENTED BY AMOUNT IN ROW (9)			
11	0.3%					
10	ТҮРЕ О	F REPO	DRTING PERSON (SEE INSTRUCTIONS)			
12	со					

1	NAME OF REPORTING PERSON						
1	KKR Partners III, L.P.						
2	<b>CHECK</b> (a)□ (b)□						
3	SEC US	SEC USE ONLY					
4	CITIZE	NSHIP (	OR PLACE OF ORGANIZATION				
4	Delaware	9					
		F	SOLE VOTING POWER				
	5	3	107,752				
NUMBED OF SI	IADEC	C	SHARED VOTING POWER				
NUMBER OF SI BENEFICIAL	LLY	6	0				
OWNED BY E REPORTING PI		-	SOLE DISPOSITIVE POWER				
WITH	7		107,752				
	=		SHARED DISPOSITIVE POWER				
		8	0				
0	AGGRE	GATE A	AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON				
9	107,752						
4.0	CHECK	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)					
10							
	PERCE	NT OF C	CLASS REPRESENTED BY AMOUNT IN ROW (9)				
11	0.2%						
10	ТҮРЕ О	F REPO	DRTING PERSON (SEE INSTRUCTIONS)				
12	PN						

1	NAME OF REPORTING PERSON						
1	KKR III GP LLC						
_	<b>CHECK</b> (a)□ (b)□						
3	SEC US	EEC USE ONLY					
4	CITIZE	NSHIP (	OR PLACE OF ORGANIZATION				
4	Delaware	e					
		_	SOLE VOTING POWER				
	5	5	107,752				
		-	SHARED VOTING POWER				
NUMBER OF SI BENEFICIAL	LLY	6	0				
OWNED BY E REPORTING PI			SOLE DISPOSITIVE POWER				
WITH	7	7	107,752				
	-		SHARED DISPOSITIVE POWER				
		8	0				
0	AGGRE	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON					
9	107,752						
4.0	СНЕСК	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)					
10							
44	PERCE	NT OF C	CLASS REPRESENTED BY AMOUNT IN ROW (9)				
11	0.2%	0.2%					
40	ТҮРЕ О	F REPO	ORTING PERSON (SEE INSTRUCTIONS)				
12	00						

1	NAME OF REPORTING PERSON							
1	KKR Fund Holdings L.P.							
2	CHECK (a)□	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP						
	(a)□ (b)□							
3	SEC US	SEC USE ONLY						
3								
4	CITIZE	NSHIP (	OR PLACE OF ORGANIZATION					
4	Cayman	Islands						
		_	SOLE VOTING POWER					
	5	5	3,924,449					
MAN CORED OF SE		-	SHARED VOTING POWER					
NUMBER OF SI BENEFICIAL	LLY	6	0					
OWNED BY E REPORTING PI			SOLE DISPOSITIVE POWER					
WITH	7	7	3,924,449					
	-		SHARED DISPOSITIVE POWER					
		8	0					
•	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON							
9	3,924,449							
4.0	CHECK	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)						
10								
44	PERCE	NT OF C	CLASS REPRESENTED BY AMOUNT IN ROW (9)					
11	6.6%							
40	ТҮРЕ О	F REPO	ORTING PERSON (SEE INSTRUCTIONS)					
12	PN							

1	NAME OF REPORTING PERSON							
-	KKR Fund Holdings GP Limited							
,		CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)						
<del>-</del>	(a)□ (b)□							
	SEC US	E ONLY						
3								
_	CITIZE	NSHIP (	OR PLACE OF ORGANIZATION					
4	Cayman	Islands						
		_	SOLE VOTING POWER					
		5	3,924,449					
		-	SHARED VOTING POWER					
NUMBER OF SE BENEFICIAL	LLY	6	0					
OWNED BY E REPORTING PI			SOLE DISPOSITIVE POWER					
WITH		7	3,924,449					
	=	_	SHARED DISPOSITIVE POWER					
		8	0					
	AGGRE	GATE A	AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON					
9	3,924,449							
	CHECK	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)						
10								
	PERCE	NT OF C	CLASS REPRESENTED BY AMOUNT IN ROW (9)					
11	6.6%	6.6%						
40	TYPE O	F REPO	ORTING PERSON (SEE INSTRUCTIONS)					
<b>12</b>   CO								

1	NAME OF REPORTING PERSON  KKR Group Holdings Corp.			
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP  (a)□  (b)□			
3	SEC USE ONLY			
4	CITIZENSHIP OR PLACE OF ORGANIZATION  Delaware			
		5	SOLE VOTING POWER 3,924,449	
NUMBER OF SI BENEFICIAI OWNED BY E	LLY	6	SHARED VOTING POWER 0	
REPORTING PI		7	SOLE DISPOSITIVE POWER  3,924,449	
		8	SHARED DISPOSITIVE POWER 0	
9	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 3,924,449			
10	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)			
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) 6.6%			
12	TYPE OF REPORTING PERSON (SEE INSTRUCTIONS) CO			

1	NAME OF REPORTING PERSON				
1	KKR & Co. Inc.				
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP  (a)□  (b)□				
3	SEC USE ONLY				
4		CITIZENSHIP OR PLACE OF ORGANIZATION			
7	Delaware				
			SOLE VOTING POWER		
		5	3,924,449		
NUMBER OF SE			SHARED VOTING POWER		
NUMBER OF SI BENEFICIAL	LLY	6	0		
OWNED BY E REPORTING PI		-	SOLE DISPOSITIVE POWER		
WITH		7	3,924,449		
			SHARED DISPOSITIVE POWER		
		8	0		
0	AGGRE	GATE A	AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
9	3,924,449				
	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)				
10					
	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)				
11	6.6%				
40	TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)				
12	со				

1	NAME OF REPORTING PERSON				
	KKR Management LLC				
	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)				
_	(a)□ (b)□				
	SEC USE ONLY				
3					
	CITIZE	CITIZENSHIP OR PLACE OF ORGANIZATION			
4	Delaware				
		_	SOLE VOTING POWER		
		5	3,924,449		
	LLY		SHARED VOTING POWER		
NUMBER OF SE BENEFICIAL		6	0		
OWNED BY E REPORTING PE			SOLE DISPOSITIVE POWER		
WITH		7	3,924,449		
	Ī		SHARED DISPOSITIVE POWER		
		8	0		
_	AGGRE	GATE A	AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
9	3,924,449				
	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)				
10					
	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)				
11	6.6%				
	TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)				
12	00				

1			ORTING PERSON		
1	Henry R. Kravis				
7	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP				
2	(a)□ (b)□				
	SEC USE ONLY				
3					
4	CITIZE	CITIZENSHIP OR PLACE OF ORGANIZATION			
4	United States				
		_	SOLE VOTING POWER		
		5	0		
	LLY		SHARED VOTING POWER		
NUMBER OF SI BENEFICIAL		6	4,032,201		
OWNED BY E REPORTING PI			SOLE DISPOSITIVE POWER		
WITH		7	0		
			SHARED DISPOSITIVE POWER		
		8	4,032,201		
•	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON				
9	4,032,201				
4.0	СНЕСК	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)			
10					
44	PERCE	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)			
11	6.8%				
40	TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)				
12	IN				

1	NAME OF REPORTING PERSON  George R. Roberts			
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP  (a)□  (b)□			
3	SEC USE ONLY			
_	CITIZE	NSHIP (	OR PLACE OF ORGANIZATION	
4	United States			
		5	SOLE VOTING POWER 0	
NUMBER OF SI BENEFICIAL	LLY	6	SHARED VOTING POWER 4,032,201	
OWNED BY E REPORTING PI WITH		7	SOLE DISPOSITIVE POWER 0	
	-	8	SHARED DISPOSITIVE POWER 4,032,201	
	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON			
9	4,032,201			
	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)			
10				
	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)			
11	6.8%			
. –	TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)			
12	IN			

#### STATEMENT ON SCHEDULE 13G

Pursuant to Rule 13d-1(c) under the Securities Exchange Act of 1934, as amended (the "Act"), each of the persons listed below under Item 2 (each a "Reporting Person," and collectively the "Reporting Persons"), have agreed to file one statement with respect to their beneficial ownership of Common Stock, par value \$0.0001 per share ("Common Stock"), of Science Applications International Corporation (the "Issuer").

#### Item 1.

(a) Name of Issuer:

Science Applications International Corporation

(b) Address of Issuer's Principal Executive Offices:

12010 Sunset Hills Road, Reston, Virginia 20190

#### Item 2.

(a) Name of Person Filing:

KKR 2006 Fund L.P.
OPERF Co-Investment LLC
KKR Associates 2006 L.P.
KKR 2006 GP LLC
8 North America Investor L.P.
KKR Associates 8 NA L.P.
KKR 8 NA Limited
KKR Partners III, L.P.
KKR III GP LLC
KKR Fund Holdings L.P.

KKR Fund Holdings GP Limited KKR Group Holdings Corp. KKR & Co. Inc.

KKR Management LLC Henry R. Kravis

George R. Roberts

(b) Address of Principal Business Office, or, if none, Residence:

The principal business office for all persons filing (other than George R. Roberts) is:

c/o Kohlberg Kravis Roberts & Co. L.P. 9 West 57th Street, Suite 4200 New York, NY 10019

	2800 Sand Hill Road, Suite 200 Menlo Park, CA 94025
(c)	Citizenship:
	See Item 4 of each cover page.
(d)	Title of Class of Securities:
	Common stock, par value \$0.0001 per share.
(e)	CUSIP Number:

#### Item 3

Not applicable.

808625107

#### Item 4. Ownership.

(a) Amount beneficially owned:

The principal business office for George R. Roberts is:

The ownership percentages set forth below are based on 59,184,642 shares of Common Stock outstanding as of January 14, 2019, based on information provided by the Issuer.

KKR 2006 Fund L.P. holds 3,649,792 shares of Common Stock, or 6.2% of the outstanding shares of Common Stock. OPERF Co-Investment LLC holds 68,977 shares of Common Stock, or 0.1% of the outstanding shares of Common Stock. Each of KKR Associates 2006 L.P. (as the general partner of KKR 2006 Fund L.P. and the manager of OPERF Co-Investment LLC) and KKR 2006 GP LLC (as the general partner of KKR Associates 2006 L.P.) may be deemed to be the beneficial owner of the shares of Common Stock beneficially owned by KKR 2006 Fund L.P. and OPERF Co-Investment LLC, but each disclaims beneficial ownership of such shares.

8 North America Investor L.P. holds 205,680 shares of Common Stock, or 0.3% of the outstanding shares of Common Stock. Each of KKR Associates 8 NA L.P. (as the general partner of 8 North America Investor L.P.), and KKR 8 NA Limited (as the general partner of 8 North America Investor L.P.) may be deemed to be the beneficial owner of the shares of Common Stock beneficially owned by 8 North America Investor L.P., but each disclaims beneficial ownership of such shares.

KKR Partners III, L.P. holds 107,752 shares of Common Stock, or 0.2% of the outstanding shares of Common Stock. KKR III GP LLC (as the general partner of KKR Partners III, L.P.) may be deemed to be the beneficial owner of the shares of Common Stock beneficially owned by 8 North America Investor L.P., but disclaims beneficial ownership of such shares.

Each of KKR Fund Holdings L.P. (as the designated member of KKR Associates 2006 L.P. and the sole shareholder of KKR 8 NA Limited); KKR Fund Holdings GP Limited (as a general partner of KKR Fund Holdings L.P.); KKR Group Holdings Corp. (as the sole shareholder of KKR Fund Holdings GP Limited and a general partner of KKR Fund Holdings L.P.); KKR & Co. Inc. (as the sole shareholder of KKR Group Holdings Corp.); and KKR Management LLC (as the controlling shareholder of KKR & Co. Inc.) may also be deemed to be the beneficial owner of the securities held by KKR 2006 Fund L.P., OPERF Co-Investment LLC and 8 North America Investor L.P., but each disclaims beneficial ownership of such shares.

(b)	Perce	ent of class:				
	See I	Item 4(a) above.				
(c)	(c) Number of shares as to which the person has:					
	(i)	Sole power to vote or to direct the vote				
		See Item 5 of each cover page.				
	(ii)	Shared power to vote or to direct the vote				
		See Item 6 of each cover page.				
	(iii)	Sole power to dispose or to direct the disposition of				
		See Item 7 of each cover page.				
	(iv)	Shared power to dispose or to direct the disposition of				
		See Item 8 of each cover page.				
Ov	vnersh	aip of Five Percent or Less of a Class.				
		tement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than ent of the class of securities, check the following: $\Box$				
Ov	vnersh	nip of More than Five Percent on Behalf of Another Person.				
and	d share	4 above. To the best knowledge of the Reporting Persons, no one other than the Reporting Persons and the partners, members, affiliates cholders of the Reporting Persons has the right to receive or the power to direct the receipt of dividends from, or the proceeds from the hares of Common Stock.				
		ation and Classification of the Subsidiary Which Acquired the Security Being Reported on By the Parent Holding Company or Person.				
No	t appli	cable.				
Ide	Identification and Classification of Members of the Group.					
No	Not applicable.					
		20				

Item 5.

Item 6.

Item 7.

Item 8.

Each of Henry R. Kravis and George R. Roberts (as the designated members of KKR Management LLC and the managing members of KKR III GP LLC) may be deemed to be the beneficial owner of the shares of Common Stock beneficially owned KKR 2006 Fund L.P., OPERF Co-

Investment LLC, 8 North America Investor L.P. and KKR Partners III, L.P., but each disclaims beneficial ownership of such shares.

# Item 9. Notice of Dissolution of Group.

Not applicable.

# Item 10. Certifications.

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect, other than activities solely in connection with a nomination under § 240.14a-11.

#### **SIGNATURES**

After reasonable inquiry and to the best of the knowledge and belief of the undersigned, the undersigned certify that the information set forth in this statement is true, complete and correct.

Dated: January 24, 2019

#### KKR 2006 FUND L.P.

By: KKR Associates 2006 L.P., its general partner By: KKR 2006 GP LLC, its general partner

By: /s/ Terence Gallagher

Name: Terence Gallagher

Title: Attorney-in-fact for William J. Janetschek,

Chief Financial Officer

#### **OPERF CO-INVESTMENT LLC**

By: KKR Associates 2006 L.P., its general partner By: KKR 2006 GP LLC, its general partner

By: /s/ Terence Gallagher

Name: Terence Gallagher

Title: Attorney-in-fact for William J. Janetschek,

Chief Financial Officer

#### KKR ASSOCIATES 2006 L.P.

By: KKR 2006 GP LLC, its general partner

By: /s/ Terence Gallagher

Name: Terence Gallagher

Title: Attorney-in-fact for William J. Janetschek,

Chief Financial Officer

#### KKR 2006 GP LLC

By: /s/ Terence Gallagher

Name: Terence Gallagher

Title: Attorney-in-fact for William J. Janetschek,

Chief Financial Officer

# 8 NORTH AMERICA INVESTOR L.P.

By: KKR Associates 8 NA L.P., its general partner By: KKR 8 NA Limited, its general partner

By: /s/ Terence Gallagher

Name: Terence Gallagher

Title: Attorney-in-fact for William J. Janetschek,

Director

#### KKR ASSOCIATES 8 NA L.P.

By: KKR 8 NA Limited, its general partner

By: /s/ Terence Gallagher
Name: Terence Gallagher

Title: Attorney-in-fact for William J. Janetschek,

Director

#### KKR 8 NA LIMITED

By: /s/ Terence Gallagher

Name: Terence Gallagher

Title: Attorney-in-fact for William J. Janetschek,

Director

#### KKR PARTNERS III, L.P.

By: KKR III GP LLC, its general partner

By: /s/ Terence Gallagher

Name: Terence Gallagher

Title: Attorney-in-fact for William J. Janetschek,

**Authorized Signatory** 

#### KKR III GP LLC

By: /s/ Terence Gallagher

Name: Terence Gallagher

Title: Attorney-in-fact for William J. Janetschek,

Authorized Signatory

#### KKR FUND HOLDINGS L.P.

By: KKR Group Holdings Corp., a general partner

By: /s/ Terence Gallagher

Name: Terence Gallagher

Title: Attorney-in-fact for William J. Janetschek,

Chief Financial Officer

#### KKR FUND HOLDINGS GP LIMITED

By: /s/ Terence Gallagher

Name: Terence Gallagher

Title: Attorney-in-fact for William J. Janetschek,

Director

# KKR GROUP HOLDINGS CORP.

By: /s/ Terence Gallagher

Name: Terence Gallagher

Title: Attorney-in-fact for William J. Janetschek,

Chief Financial Officer

# KKR & CO. INC.

By: /s/ Terence Gallagher

Name: Terence Gallagher

Title: Attorney-in-fact for William J. Janetschek,

Chief Financial Officer

#### KKR MANAGEMENT LLC

By: /s/ Terence Gallagher

Name: Terence Gallagher

Title: Attorney-in-fact for William J. Janetschek,

Chief Financial Officer

# HENRY R. KRAVIS

By: /s/ Terence Gallagher
Name: Terence Gallagher
Title: Attorney-in-fact

#### GEORGE R. ROBERTS

By: /s/ Terence Gallagher
Name: Terence Gallagher

Title: Attorney-in-fact

# **EXHIBITS**

Exhibit Number	Title
1	Joint Filing Agreement, dated as of January 24, 2019, as required by Rule 13d-1(k)(1) under the Securities Exchange Act of 1934, as amended.
<u>2</u>	Power of Attorneys granted by Henry R. Kravis, George R. Roberts and William J. Janetschek  25

#### JOINT FILING AGREEMENT

In accordance with Rule 13d-1(k) of the Securities Exchange Act of 1934, as amended, the undersigned agree to the joint filing on behalf of each of them of a Statement on Schedule 13G (including any and all amendments thereto) with respect to the common stock, par value \$0.0001 per share, of Science Applications International Corporation and further agree that this Joint Filing Agreement shall be included as an Exhibit to such joint filing. In evidence thereof, the undersigned, being duly authorized, hereby execute this Joint Filing Agreement as of January 24, 2019.

#### KKR 2006 FUND L.P.

By: KKR Associates 2006 L.P., its general partner By: KKR 2006 GP LLC, its general partner

By: /s/ Terence Gallagher

Name: Terence Gallagher

Title: Attorney-in-fact for William J. Janetschek,

Chief Financial Officer

#### **OPERF CO-INVESTMENT LLC**

By: KKR Associates 2006 L.P., its general partner By: KKR 2006 GP LLC, its general partner

By: /s/ Terence Gallagher

Name: Terence Gallagher

Title: Attorney-in-fact for William J. Janetschek,

Chief Financial Officer

#### KKR ASSOCIATES 2006 L.P.

By: KKR 2006 GP LLC, its general partner

By: /s/ Terence Gallagher

Name: Terence Gallagher

Title: Attorney-in-fact for William J. Janetschek,

Chief Financial Officer

#### KKR 2006 GP LLC

By: /s/ Terence Gallagher

Name: Terence Gallagher

Title: Attorney-in-fact for William J. Janetschek,

Chief Financial Officer

#### 8 NORTH AMERICA INVESTOR L.P.

By: KKR Associates 8 NA L.P., its general partner By: KKR 8 NA Limited, its general partner

By: /s/ Terence Gallagher
Name: Terence Gallagher

Title: Attorney-in-fact for William J. Janetschek,

Director

#### KKR ASSOCIATES 8 NA L.P.

By: KKR 8 NA Limited, its general partner

By: /s/ Terence Gallagher
Name: Terence Gallagher

Title: Attorney-in-fact for William J. Janetschek,

Director

#### KKR 8 NA LIMITED

By: /s/ Terence Gallagher

Name: Terence Gallagher

Title: Attorney-in-fact for William J. Janetschek,

Director

#### KKR PARTNERS III, L.P.

By: KKR III GP LLC, its general partner

By: /s/ Terence Gallagher

Name: Terence Gallagher

Title: Attorney-in-fact for William J. Janetschek,

**Authorized Signatory** 

#### KKR III GP LLC

By: /s/ Terence Gallagher

Name: Terence Gallagher

Title: Attorney-in-fact for William J. Janetschek,

Authorized Signatory

#### KKR FUND HOLDINGS L.P.

By: KKR Group Holdings Corp., a general partner

By: /s/ Terence Gallagher

Name: Terence Gallagher

Title: Attorney-in-fact for William J. Janetschek,

Chief Financial Officer

#### KKR FUND HOLDINGS GP LIMITED

By: /s/ Terence Gallagher

Name: Terence Gallagher

Title: Attorney-in-fact for William J. Janetschek,

Director

# KKR GROUP HOLDINGS CORP.

By: /s/ Terence Gallagher

Name: Terence Gallagher

Title: Attorney-in-fact for William J. Janetschek,

Chief Financial Officer

# KKR & CO. INC.

By: /s/ Terence Gallagher

Name: Terence Gallagher

Title: Attorney-in-fact for William J. Janetschek,

Chief Financial Officer

#### KKR MANAGEMENT LLC

By: /s/ Terence Gallagher

Name: Terence Gallagher

Title: Attorney-in-fact for William J. Janetschek,

Chief Financial Officer

# HENRY R. KRAVIS

By: /s/ Terence Gallagher
Name: Terence Gallagher
Title: Attorney-in-fact

#### GEORGE R. ROBERTS

By: /s/ Terence Gallagher

Name: Terence Gallagher
Title: Attorney-in-fact

#### POWER OF ATTORNEY

Know all men by these presents that Henry R. Kravis does hereby make, constitute and appoint William J. Janetschek, David J. Sorkin, Terence P. Gallagher, and Christopher B. Lee, or any one of them, as a true and lawful attorney-in-fact of the undersigned with full powers of substitution and revocation, for and in the name, place and stead of the undersigned (both in the undersigned's individual capacity and as a manager or member of any limited liability company, as a partner of any partnership, as an officer of any corporate or other entity, or in the undersigned's capacity in a position similar to the foregoing at any entity, in each case, for which the undersigned is otherwise authorized to sign), to execute and deliver such forms, schedules, statements and other documents as may be required to be filed from time to time with the Securities and Exchange Commission with respect to: (i) Sections 13(d), 13(g), 13(f), 13(h) and 16(a) of the Securities Exchange Act of 1934, as amended, including without limitation, Schedule 13D, Schedule 13G, Form 13F, Form 13H, Form 3, Form 4 and Form 5 and (ii) in connection with any applications for EDGAR access codes, including without limitation the Form ID.

/s/ Henry R. Kravis

Name: Henry R. Kravis

Date: May 28, 2014

#### POWER OF ATTORNEY

Know all men by these presents that George R. Roberts does hereby make, constitute and appoint William J. Janetschek, David J. Sorkin, Terence P. Gallagher, and Christopher B. Lee, or any one of them, as a true and lawful attorney-in-fact of the undersigned with full powers of substitution and revocation, for and in the name, place and stead of the undersigned (both in the undersigned's individual capacity and as a manager or member of any limited liability company, as a partner of any partnership, as an officer of any corporate or other entity, or in the undersigned's capacity in a position similar to the foregoing at any entity, in each case, for which the undersigned is otherwise authorized to sign), to execute and deliver such forms, schedules, statements and other documents as may be required to be filed from time to time with the Securities and Exchange Commission with respect to: (i) Sections 13(d), 13(g), 13(f), 13(h) and 16(a) of the Securities Exchange Act of 1934, as amended, including without limitation, Schedule 13D, Schedule 13G, Form 13H, Form 3, Form 4 and Form 5 and (ii) in connection with any applications for EDGAR access codes, including without limitation the Form ID.

/s/ George R. Roberts

Name: George R. Roberts

Date: May 28, 2014

#### POWER OF ATTORNEY

Know all men by these presents that William J. Janetschek does hereby make, constitute and appoint David J. Sorkin, Terence P. Gallagher, and Christopher B. Lee, or any one of them, as a true and lawful attorney-in-fact of the undersigned with full powers of substitution and revocation, for and in the name, place and stead of the undersigned (both in the undersigned's individual capacity and as a manager or member of any limited liability company, as a partner of any partnership, as an officer of any corporate or other entity, or in the undersigned's capacity in a position similar to the foregoing at any entity, in each case, for which the undersigned is otherwise authorized to sign), to execute and deliver such forms, schedules, statements and other documents as may be required to be filed from time to time with the Securities and Exchange Commission with respect to: (i) Sections 13(d), 13(g), 13(f), 13(h) and 16(a) of the Securities Exchange Act of 1934, as amended, including without limitation, Schedule 13D, Schedule 13G, Form 13H, Form 3, Form 4 and Form 5 and (ii) in connection with any applications for EDGAR access codes, including without limitation the Form ID.

/s/ William J. Janetschek

Name: William J. Janetschek

Date: May 28, 2014