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

Form 8-K

**CURRENT REPORT
Pursuant to Section 13 or 15(d)
of the Securities Exchange Act of 1934**

Date of Report (Date of earliest event reported): December 4, 2023

Science Applications International Corporation
(Exact name of registrant as specified in its charter)

Delaware
(State or other Jurisdiction
of Incorporation)

001-35832
(Commission
File Number)

46-1932921
(IRS Employer
Identification No.)

12010 Sunset Hills Road, Reston, VA 20190
(Address of Principal Executive Offices) (Zip Code)
(703) 676-4300

Registrant's telephone number, including area code
Not Applicable

(Former name or former address if changed since last report.)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Securities registered pursuant to Section 12(b) of the Act:

<u>Title of each class</u>	<u>Trading Symbol(s)</u>	<u>Name of each exchange on which registered</u>
Common Stock, par value \$.0001 per share	SAIC	New York Stock Exchange

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

Item 2.02. Results of Operations and Financial Condition

On December 4, 2023, Science Applications International Corporation issued a press release announcing its financial results for the third fiscal quarter ended November 3, 2023. A copy of the press release is furnished as Exhibit 99.1 to this report.

The Company's management will discuss operations and financial results in an earnings conference call beginning at 10:00 a.m. Eastern time on December 4, 2023. A live audio broadcast of the conference call along with a supplemental presentation will be available to the public through links on the Investor Relations section of the Company's website (<http://investors.saic.com>).

The information contained in this report, including Exhibit 99.1, shall not be deemed to be "filed" for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (Exchange Act), or otherwise subject to the liabilities of that section, and shall not be incorporated by reference into any registration statement or other document filed under the Securities Act of 1933, as amended, or the Exchange Act, except as shall be expressly set forth by specific reference in such filing.

Item 9.01. Financial Statements and Exhibits

(d) Exhibits.

Exhibit Number	Description of Exhibit
99.1	Press Release dated December 4, 2023
101	Cover Page Interactive Data File - the cover page XBRL tags are embedded within the Inline XBRL document
104	The cover page from this Current Report on Form 8-K, formatted as Inline XBRL

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Date: December 4, 2023

Science Applications International Corporation

By:

/s/ Hilary L. Hageman

Hilary L. Hageman
Executive Vice President, General Counsel and
Corporate Secretary

SAIC Announces Third Quarter of Fiscal Year 2024 Results

- Revenues of \$1.90 billion; 10.6% organic growth adjusted for impact of divestitures
- Net income of \$93 million; Adjusted EBITDA⁽¹⁾ of \$178 million or 9.4% as a % of revenues, an increase of 50 bps year-over-year
- Diluted earnings per share of \$1.76; Adjusted diluted earnings per share⁽¹⁾ of \$2.27
- Cash flows provided by operating activities of \$101 million; Transaction-adjusted free cash flow⁽¹⁾ of \$148 million
- Company increases revenue and adjusted diluted EPS⁽¹⁾ guidance for fiscal year 2024

RESTON, VA, December 4, 2023—Science Applications International Corporation (NYSE: SAIC), a premier Fortune 500® technology integrator driving our nation's digital transformation across the defense, space, civilian, and intelligence markets, today announced results for the third quarter ended November 3, 2023.

"It is an honor to lead SAIC at a time of such convergence in protecting this country's national security interests, embracing the ongoing acceleration of technological innovation, and charting this company's course for continued success in the future," said SAIC CEO Toni Townes-Whitley. "To ensure our leadership in the market, SAIC is focused on strategic pivots across four key dimensions of the business: innovation & solutions, go-to-market, culture, and brand. As we move out on this strategy, I'm encouraged by some early signs of success and look forward to sharing our progress against milestones in the coming quarters and years. We believe our financial results in the third quarter demonstrate that we are entering the next phase of our strategy from a position of strength."

Third Quarter of Fiscal Year 2024: Summary Operating Results

	Three Months Ended		
	November 3, 2023	Percent change	October 28, 2022
	(in millions, except per share amounts)		
Revenues	\$ 1,895	(1) %	\$ 1,909
Operating income	143	8 %	133
<i>Operating income as a percentage of revenues</i>	7.5 %	50 bps	7.0 %
Adjusted operating income ⁽¹⁾	144	6 %	136
<i>Adjusted operating income as a percentage of revenues</i>	7.6 %	50 bps	7.1 %
Net income	93	16 %	80
EBITDA ⁽¹⁾	177	5 %	168
<i>EBITDA as a percentage of revenues</i>	9.3 %	50 bps	8.8 %
Adjusted EBITDA ⁽¹⁾	178	5 %	170
<i>Adjusted EBITDA as a percentage of revenues</i>	9.4 %	50 bps	8.9 %
Diluted earnings per share	\$ 1.76	21 %	\$ 1.45
Adjusted diluted earnings per share ⁽¹⁾	\$ 2.27	19 %	\$ 1.90
Net cash provided by operating activities	\$ 101	(21) %	\$ 128
Free cash flow ⁽¹⁾	\$ 97	(20) %	\$ 122
Transaction-adjusted free cash flow ⁽¹⁾	\$ 148	21 %	\$ 122

⁽¹⁾Non-GAAP measure, see Schedule 5 for information about this measure.

Third Quarter Summary Results

Revenues for the quarter decreased \$14 million or 1% compared to the same period in the prior year primarily due to the sale of the logistics and supply chain management business (Supply Chain Business) (\$161 million), the deconsolidation of the Forfeiture Support Associates J.V. (FSA) (\$35 million), and contract completions, partially offset by ramp up on existing and new contracts. Adjusting for the impact of the divestiture of the Supply Chain Business and the deconsolidation of FSA, revenues grew 10.6%.

Operating income as a percentage of revenues increased from the comparable prior year period primarily due to improved profitability across our contract portfolio.

Adjusted EBITDA⁽¹⁾ as a percentage of revenues for the quarter increased to 9.4% from 8.9% for the same period in the prior year primarily due to improved profitability across our contract portfolio and lower indirect costs.

Diluted earnings per share for the quarter was \$1.76 compared to \$1.45 in the prior year quarter. Adjusted diluted earnings per share⁽¹⁾ for the quarter was \$2.27 compared to \$1.90 in the prior year quarter. The weighted-average diluted shares outstanding during the quarter decreased to 53.3 million from 55.5 million during the prior year quarter.

Cash Generation and Capital Deployment

Cash flows provided by operating activities for the third quarter decreased \$27 million compared to the prior year quarter, primarily due to timing of payroll payments and higher tax payments in the current year, partially offset by timing of vendor payments and other changes in working capital. Transaction-adjusted free cash flow⁽¹⁾ was \$148 million in the third quarter, an increase of \$26 million compared to the prior year quarter, primarily due to increased earnings and improved working capital efficiency.

During the quarter, SAIC deployed \$124 million of capital, consisting of \$101 million of plan share repurchases, \$19 million in cash dividends, and \$4 million of capital expenditures.

Quarterly Dividend Declared

As previously announced, subsequent to quarter end, the Company's Board of Directors declared a cash dividend of \$0.37 per share of the Company's common stock payable on January 26, 2024 to stockholders of record on January 12, 2024. SAIC intends to continue paying dividends on a quarterly basis, although the declaration of any future dividends will be determined by the Board of Directors each quarter and will depend on earnings, financial condition, capital requirements and other factors.

⁽¹⁾Non-GAAP measure, see Schedule 5 for information about this measure.

Backlog and Contract Awards

Net bookings for the quarter were approximately \$2.5 billion, which reflects a book-to-bill ratio of 1.3 and a trailing twelve months book-to-bill ratio of 0.9. SAIC's estimated backlog at the end of the quarter was approximately \$23.1 billion. Of the total backlog amount, approximately \$4.0 billion was funded.

Notable New Awards:

U.S. Space Force: SAIC was awarded a seven-year, \$575 million contract by the United States Space Force to support its Ground Based Radar Maintenance and Sustainment Services (GMASS). Under the contract, SAIC will provide on-going sustainment and modification of the GMASS Contract-covered systems, including Upgraded Early Warning Radars (UEWR), the Precision Acquisition Vehicle Entry (PAVE) Phased Array Warning System (PAWS), and the Perimeter Acquisition Radar Attack Characterization System (PARCS) radars and all associated systems and equipment. In addition to sustaining operational capabilities, the contract will also utilize an integrated roadmap to highlight incremental opportunities and areas for innovation to promote backlog items and improve operational efficiencies. Through this work, SAIC will help further modernize critical missile warning and space domain awareness radars for key Space Force missions.

Notable Recompete Awards:

Naval Information Warfare Center: SAIC was awarded a \$375 million contract to continue providing Command, Control, Communications, Computers (C4) Intelligence, Surveillance and Reconnaissance (ISR) fielding and integration on land-based vehicle platforms in support to the Naval Information Warfare Center – Atlantic (NIWC LANT). Under the five-year contract, SAIC will support NIWC LANT with production-engineering, integration, installation, logistical and programmatic support required to enable C4ISR fielding and integration on land-based vehicle platforms such as Mine Resistant Ambush Protected (MRAP) and Joint Light Tactical Vehicle (JLTV) across multiple Department of Defense services at both continental U.S. and overseas locations. SAIC has invested in its Charleston facilities to enable the execution of vehicle fielding integration and support missions.

Notable Space and Intelligence Community Awards:

U.S. Space and Intelligence Community: During the quarter, SAIC was awarded approximately \$1.1 billion of contract awards by space and intelligence community organizations. These awards represent a combination of new business and recompetes.

Other Notable News:

SAIC Announces New Data and AI Features To Improve Government Mission Outcomes: SAIC launched new offerings for Tenjin and additional features for Koverse. The innovative Tenjin offerings enable organizations to handle and store their complex sensitive data securely from the enterprise to the edge, as well as operationalize Artificial Intelligence (AI) while the additional Koverse features improve and accelerate the capacity for defense and civilian customers to unlock the value of their data.

SAIC Announces New Zero Trust Edge Capability: SAIC launched new, purpose-built Zero Trust security capabilities optimized for the government market, which provide a solution to answer the Zero Trust pillars addressing data, identity, devices, networks, applications and workloads. The new Zero Trust security capabilities have been tested and validated on an AWS Snowball Edge and AWS Snow Family device with on-board storage and compute power for select Amazon Web Services (AWS) capabilities. AWS Snowball Edge can support local processing and edge-computing workloads in addition to transferring data between a user's local environment and AWS.

Fiscal Year 2024 Guidance

The table below summarizes fiscal year 2024 guidance and represents the Company's views as of December 4, 2023.

	CURRENT Fiscal Year 2024 Guidance	PRIOR Fiscal Year 2024 Guidance
Revenue	\$7.325B - \$7.350B	\$7.20B - \$7.25B
Adjusted EBITDA Margin ⁽¹⁾	9.3% - 9.4%	9.3% - 9.4%
Adjusted Diluted EPS ⁽¹⁾	\$7.70 to \$7.90	\$7.20 to \$7.40
Transaction-Adjusted Free Cash Flow ⁽¹⁾	\$460M - \$480M ⁽²⁾	\$460M - \$480M

Webcast Information

SAIC management will discuss operations and financial results in an earnings conference call beginning at 10:00 a.m. Eastern time on December 4, 2023. The conference call will be webcast simultaneously to the public through a link on the Investor Relations section of the SAIC website (<http://investors.saic.com>). We will be providing webcast access only – “dial-in” access is no longer available. Additionally, a supplemental presentation will be available to the public through links to the Investor Relations section of the SAIC website. After the call concludes, an on-demand audio replay of the webcast can be accessed on the Investor Relations website.

About SAIC

SAIC® is a premier Fortune 500® technology integrator driving our nation's technology transformation. Our robust portfolio of offerings across the defense, space, civilian and intelligence markets includes secure high-end solutions in engineering, digital, artificial intelligence and mission solutions. Using our expertise and understanding of existing and emerging technologies, we integrate the best components from our own portfolio and our partner ecosystem to deliver innovative, effective and efficient solutions that are critical to achieving our customers' missions.

We are approximately 24,000 strong; driven by mission, united by purpose, and inspired by opportunities. SAIC is an Equal Opportunity Employer, fostering a culture of diversity, equity and inclusion, which is core to our values and important to attract and retain exceptional talent. Headquartered in Reston, Virginia, SAIC has annual revenues of approximately \$6.9 billion. For more information, visit saic.com. For ongoing news, please visit our newsroom.

Contacts

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GAAP to Non-GAAP Guidance Reconciliation

The Company does not provide a reconciliation of forward-looking adjusted diluted EPS to GAAP diluted EPS or adjusted EBITDA margin to GAAP net income due to the inherent difficulty in forecasting and quantifying certain amounts that are necessary for such reconciliation. Because certain deductions for non-GAAP exclusions used to calculate net income may vary significantly based on actual events, the Company is not able to forecast GAAP diluted EPS or GAAP net income with reasonable certainty. The variability of the above charges may have an unpredictable and potentially significant impact on our future GAAP financial results.

⁽¹⁾Non-GAAP measure, see Schedule 5 for information about this measure.

⁽²⁾Current transaction-adjusted free cash flow guidance excludes expected cash tax and other payments of approximately \$82M related to the L&SCM sale which will impact cash flows provided by operating activities in the second, third and fourth quarters of fiscal year 2024.

Forward-Looking Statements

Certain statements in this release contain or are based on "forward-looking" information within the meaning of the Private Securities Litigation Reform Act of 1995. In some cases, you can identify forward-looking statements by words such as "expects," "intends," "plans," "anticipates," "believes," "estimates," "guidance," and similar words or phrases. Forward-looking statements in this release may include, among others, estimates of future revenues, operating income, earnings, earnings per share, charges, total contract value, backlog, outstanding shares and cash flows, as well as statements about future dividends, share repurchases and other capital deployment plans. Such statements are not guarantees of future performance and involve risk, uncertainties and assumptions, and actual results may differ materially from the guidance and other forward-looking statements made in this release as a result of various factors. Risks, uncertainties and assumptions that could cause or contribute to these material differences include those discussed in the "Risk Factors," "Management's Discussion and Analysis of Financial Condition and Results of Operations" and "Legal Proceedings" sections of our Annual Report on Form 10-K, as updated in any subsequent Quarterly Reports on Form 10-Q and other filings with the SEC, which may be viewed or obtained through the Investor Relations section of our website at www.saic.com or on the SEC's website at www.sec.gov. Due to such risks, uncertainties and assumptions you are cautioned not to place undue reliance on such forward-looking statements, which speak only as of the date hereof. SAIC expressly disclaims any duty to update any forward-looking statement provided in this release to reflect subsequent events, actual results or changes in SAIC's expectations. SAIC also disclaims any duty to comment upon or correct information that may be contained in reports published by investment analysts or others.

Schedule 1:

SCIENCE APPLICATIONS INTERNATIONAL CORPORATION
CONDENSED AND CONSOLIDATED STATEMENTS OF INCOME
(Unaudited)

	Three Months Ended		Nine Months Ended	
	November 3, 2023	October 28, 2022	November 3, 2023	October 28, 2022
	(in millions, except per share amounts)			
Revenues	\$ 1,895	\$ 1,909	\$ 5,707	\$ 5,736
Cost of revenues	1,666	1,688	5,027	5,070
Selling, general and administrative expenses	87	87	259	272
Acquisition and integration costs	—	1	1	11
Other operating income	(1)	—	(242)	—
Operating income	143	133	662	383
Interest expense	31	30	97	87
Other (income) expense, net	(2)	3	(7)	6
Income before income taxes	114	100	572	290
Provision for income taxes	(21)	(20)	(134)	(62)
Net income	\$ 93	\$ 80	\$ 438	\$ 228
Net income attributable to non-controlling interest	—	—	—	2
Net income attributable to common stockholders	\$ 93	\$ 80	\$ 438	\$ 226
Weighted-average number of shares outstanding:				
Basic	52.8	55.0	53.5	55.6
Diluted	53.3	55.5	54.0	56.0
Earnings per share:				
Basic	\$ 1.79	\$ 1.45	\$ 8.19	\$ 4.06
Diluted	\$ 1.76	\$ 1.45	\$ 8.11	\$ 4.04

Schedule 2:

SCIENCE APPLICATIONS INTERNATIONAL CORPORATION
CONDENSED AND CONSOLIDATED BALANCE SHEETS
(Unaudited)

	November 3, 2023	February 3, 2023
	(in millions)	
ASSETS		
Current assets:		
Cash and cash equivalents	\$ 311	\$ 109
Receivables, net	1,010	936
Inventory, prepaid expenses and other current assets	67	152
Total current assets	1,388	1,197
Goodwill	2,851	2,911
Intangible assets, net	923	1,009
Property, plant, and equipment, net	89	92
Operating lease right of use assets	136	158
Other assets	271	176
Total assets	\$ 5,658	\$ 5,543
LIABILITIES AND EQUITY		
Current liabilities:		
Accounts payable and accrued liabilities	\$ 840	\$ 767
Accrued payroll and employee benefits	317	328
Long-term debt, current portion	69	31
Total current liabilities	1,226	1,126
Long-term debt, net of current portion	2,194	2,343
Operating lease liabilities	132	152
Other long-term liabilities	278	218
Equity:		
Total common stockholders' equity	1,828	1,694
Non-controlling interest	—	10
Total stockholders' equity	1,828	1,704
Total liabilities and stockholders' equity	\$ 5,658	\$ 5,543

Schedule 3:

SCIENCE APPLICATIONS INTERNATIONAL CORPORATION
CONDENSED AND CONSOLIDATED STATEMENTS OF CASH FLOWS
(Unaudited)

	Three Months Ended		Nine Months Ended	
	November 3, 2023	October 28, 2022	November 3, 2023	October 28, 2022
	(in millions)			
Cash flows from operating activities:				
Net income	\$ 93	\$ 80	\$ 438	\$ 228
Adjustments to reconcile net income to net cash provided by operating activities:				
Depreciation and amortization	34	37	106	118
Amortization of off-market customer contracts	(1)	(6)	(5)	(12)
Amortization of debt issuance costs	—	2	4	8
Deferred income taxes	(8)	(7)	(33)	(29)
Stock-based compensation expense	15	12	42	35
Gain on sale of long-lived assets	—	—	(3)	—
Gain on divestitures	—	—	(247)	—
Increase (decrease) resulting from changes in operating assets and liabilities, net of the effect of divestitures:				
Receivables	(52)	(23)	(142)	(44)
Inventory, prepaid expenses and other current assets	5	—	13	7
Other assets	8	—	5	5
Accounts payable and accrued liabilities	68	(50)	120	(21)
Accrued payroll and employee benefits	(13)	59	(4)	32
Income taxes payable	(53)	23	21	59
Operating lease assets and liabilities, net	(1)	(1)	(3)	(1)
Other long-term liabilities	6	2	21	2
Net cash provided by operating activities	101	128	333	387
Cash flows from investing activities:				
Expenditures for property, plant, and equipment	(4)	(6)	(16)	(18)
Purchases of marketable securities	(1)	(1)	(6)	(5)
Sales of marketable securities	1	1	5	3
Proceeds from sale of long-lived assets	—	—	3	—
Proceeds from divestitures	1	—	356	—
Cash divested upon deconsolidation of joint venture	—	—	(8)	—
Other	(7)	—	(10)	(3)
Net cash (used in) provided by investing activities	(10)	(6)	324	(23)
Cash flows from financing activities:				
Dividend payments to stockholders	(19)	(21)	(60)	(63)
Principal payments on borrowings	(15)	(205)	(275)	(780)
Issuances of stock	5	4	13	12
Stock repurchased and retired or withheld for taxes on equity awards	(103)	(60)	(293)	(208)
Proceeds from borrowings	—	115	160	630
Debt issuance costs	—	(1)	—	(6)
Distributions to non-controlling interest	—	—	—	(2)
Net cash used in financing activities	(132)	(168)	(455)	(417)
Net (decrease) increase in cash, cash equivalents and restricted cash	(41)	(46)	202	(53)
Cash, cash equivalents and restricted cash at beginning of period	361	108	118	115
Cash, cash equivalents and restricted cash at end of period	\$ 320	\$ 62	\$ 320	\$ 62

Schedule 4:

SCIENCE APPLICATIONS INTERNATIONAL CORPORATION
BACKLOG
(Unaudited)

The estimated value of our total backlog as of the dates presented was:

	November 3, 2023		August 4, 2023		February 3, 2023
	(in millions)				
Funded backlog	\$ 4,036	\$	3,716	\$	3,554
Negotiated unfunded backlog	19,102	\$	18,808		20,248
Total backlog	\$ 23,138	\$	22,524	\$	23,802

Backlog represents the estimated amount of future revenues to be recognized under negotiated contracts and task orders as work is performed and excludes contract awards which have been protested by competitors until the protest is resolved in our favor. SAIC segregates backlog into two categories, funded backlog and negotiated unfunded backlog. Funded backlog for contracts with government agencies primarily represents contracts for which funding is appropriated less revenues previously recognized on these contracts, and does not include the unfunded portion of contracts where funding is incrementally appropriated or authorized by the U.S. government and other customers even though the contract may call for performance over a number of years. Funded backlog for contracts with non-government agencies represents the estimated value of contracts which may cover multiple future years under which SAIC is obligated to perform, less revenues previously recognized on these contracts. Negotiated unfunded backlog represents the estimated future revenues to be earned from negotiated contracts for which funding has not been appropriated or authorized, and unexercised priced contract options. Negotiated unfunded backlog does not include any estimate of future potential task orders expected to be awarded under indefinite delivery, indefinite quantity (IDIQ), U.S. General Services Administration (GSA) schedules or other master agreement contract vehicles, with the exception of certain IDIQ contracts where task orders are not competitively awarded and separately priced but instead are used as a funding mechanism, and where there is a basis for estimating future revenues and funding on future anticipated task orders.

Schedule 5:

SCIENCE APPLICATIONS INTERNATIONAL CORPORATION
NON-GAAP FINANCIAL MEASURES
(Unaudited)

This schedule describes the non-GAAP financial measures included in this earnings release. While we believe that these non-GAAP financial measures may be useful in evaluating our financial information, they should be considered as supplemental in nature and not as a substitute for financial information prepared in accordance with GAAP. Reconciliations, definitions, and how we believe these measures are useful to management and investors are provided below. Other companies may define similar measures differently.

EBITDA, Adjusted EBITDA and Adjusted Operating Income

	Three Months Ended		Nine Months Ended	
	November 3, 2023	October 28, 2022	November 3, 2023	October 28, 2022
	(in millions)			
Net income	\$ 93	\$ 80	\$ 438	\$ 228
Interest expense and loss on sale of receivables	33	32	104	91
Interest income	(4)	(1)	(9)	(1)
Provision for income taxes	21	20	134	62
Depreciation and amortization	34	37	106	118
EBITDA⁽¹⁾	177	168	773	498
<i>EBITDA as a percentage of revenues</i>	<i>9.3 %</i>	<i>8.8 %</i>	<i>13.5 %</i>	<i>8.7 %</i>
Acquisition and integration costs	—	1	1	11
Restructuring and impairment costs	2	5	8	7
Depreciation included in acquisition and integration costs and restructuring and impairment costs	—	(1)	—	(1)
Recovery of acquisition and integration costs and restructuring costs	(1)	(3)	(1)	(6)
Gain on divestitures, net of transaction costs	—	—	(240)	—
Adjusted EBITDA⁽¹⁾	\$ 178	\$ 170	\$ 541	\$ 509
<i>Adjusted EBITDA as a percentage of revenues</i>	<i>9.4 %</i>	<i>8.9 %</i>	<i>9.5 %</i>	<i>8.9 %</i>
Operating income	\$ 143	\$ 133	\$ 662	\$ 383
<i>Operating income as a percentage of revenues</i>	<i>7.5 %</i>	<i>7.0 %</i>	<i>11.6 %</i>	<i>6.7 %</i>
Acquisition and integration costs	—	1	1	11
Restructuring and impairment costs	2	5	8	7
Recovery of acquisition and integration costs and restructuring costs	(1)	(3)	(1)	(6)
Gain on divestitures, net of transaction costs	—	—	(240)	—
Adjusted operating income⁽¹⁾	\$ 144	\$ 136	\$ 430	\$ 395
<i>Adjusted operating income as a percentage of revenues</i>	<i>7.6 %</i>	<i>7.1 %</i>	<i>7.5 %</i>	<i>6.9 %</i>

EBITDA is a performance measure that is calculated by taking net income and excluding interest and loss on sale of receivables, provision for income taxes, and depreciation and amortization. Adjusted EBITDA and adjusted operating income are performance measures that exclude the impact of non-recurring transactions that we do not consider to be indicative of our ongoing operating performance. The acquisition and integration costs relate to the Company's acquisitions. The gain on divestitures includes gains associated with the deconsolidation of FSA and the sale of the logistics and supply chain management business, net of transaction costs. We believe that these performance measures provide management and investors with useful information in assessing trends in our ongoing operating performance and may provide greater visibility in understanding the long-term financial performance of the Company.

⁽¹⁾Non-GAAP measure, see above for definition.

Schedule 5 (continued):

SCIENCE APPLICATIONS INTERNATIONAL CORPORATION
NON-GAAP FINANCIAL MEASURES
(Unaudited)

Adjusted Diluted Earnings Per Share

	Three Months Ended		Nine Months Ended	
	November 3, 2023	October 28, 2022	November 3, 2023	October 28, 2022
Diluted earnings per share	\$ 1.76	\$ 1.45	\$ 8.11	\$ 4.04
Acquisition and integration costs and restructuring and impairment costs, divided by diluted 'weighted-average number of shares outstanding' (WASO)	0.01	0.05	0.15	0.21
Tax effect of acquisition and integration costs and restructuring and impairment costs, divided by diluted WASO	—	(0.01)	(0.02)	(0.04)
Net effect of acquisition and integration costs and restructuring and impairment costs, divided by diluted WASO	0.01	0.04	0.13	0.17
Amortization of intangible assets, divided by diluted WASO	0.53	0.52	1.59	1.68
Tax effect of amortization of intangible assets, divided by diluted WASO	(0.09)	(0.11)	(0.29)	(0.36)
Net effect of amortization of intangible assets, divided by diluted WASO	0.44	0.41	1.30	1.32
Gain on divestitures, net of transaction costs, divided by diluted WASO	—	—	(4.44)	—
Tax effect of gain on divestitures, net of transaction costs, divided by diluted WASO	0.06	—	1.35	—
Net effect of gain on divestitures, net of transaction costs, divided by diluted WASO	0.06	—	(3.09)	—
Adjusted diluted earnings per share⁽¹⁾	\$ 2.27	\$ 1.90	\$ 6.45	\$ 5.53

Adjusted diluted earnings per share is a performance measure that excludes the impact of non-recurring transactions that we do not consider to be indicative of our ongoing operating performance. The acquisition and integration costs relate to the Company's acquisitions. The gain on divestitures includes gains associated with the deconsolidation of FSA and the sale of the logistics and supply chain management business, net of transaction costs. Adjusted diluted earnings per share also excludes amortization of intangible assets because we do not have a history of significant acquisition activity, we do not acquire businesses on a predictable cycle, and the amount of an acquisition's purchase price allocated to intangible assets and the related amortization term are unique to each acquisition. We believe that this performance measure provides management and investors with useful information in assessing trends in our ongoing operating performance and may provide greater visibility in understanding the long-term financial performance of the Company.

⁽¹⁾Non-GAAP measure, see above for definition.

Schedule 5 (continued):

SCIENCE APPLICATIONS INTERNATIONAL CORPORATION
NON-GAAP FINANCIAL MEASURES
(Unaudited)

Free Cash Flow and Transaction-Adjusted Free Cash Flow

	Three Months Ended		Nine Months Ended	
	November 3, 2023	October 28, 2022	November 3, 2023	October 28, 2022
	(in millions)			
Net cash provided by operating activities	\$ 101	\$ 128	\$ 333	\$ 387
Expenditures for property, plant, and equipment	(4)	(6)	(16)	(18)
Cash used (provided) by MARPA Facility	—	—	—	(60)
Free cash flow⁽¹⁾	\$ 97	\$ 122	\$ 317	\$ 309
L&SCM divestiture transaction fees	—	—	7	—
L&SCM divestiture cash taxes	56	—	56	—
L&SCM divestiture transition services	(5)	—	(13)	—
Transaction-adjusted free cash flow⁽¹⁾	\$ 148	\$ 122	\$ 367	\$ 309

	FY24 Guidance (in millions)
Net cash provided by operating activities	\$410 to \$430
Expenditures for property, plant, and equipment	Approximately \$30
Free cash flow⁽¹⁾	\$380 to \$400
L&SCM divestiture transaction fees	Approximately \$7
L&SCM divestiture cash taxes	Approximately \$75
Transaction-adjusted free cash flow⁽¹⁾	\$460 to \$480

Free cash flow is calculated by taking cash flows provided by operating activities less expenditures for property, plant, and equipment and less cash flows from our Master Accounts Receivable Purchasing Agreement (MARPA Facility) for the sale of certain designated eligible U.S. government receivables. Under the MARPA Facility, the Company can sell eligible receivables up to a maximum amount of \$300 million. Transaction-adjusted free cash flow excludes cash taxes, transaction fees, and other costs related to the divestiture of the logistics and supply chain management business from free cash flow as previously defined. We believe that free cash flow and transaction-adjusted free cash flow provides management and investors with useful information in assessing trends in our cash flows and in comparing them to other peer companies, many of whom present similar non-GAAP liquidity measures. These measures should not be considered as a measure of residual cash flow available for discretionary purposes.

⁽¹⁾Non-GAAP measure, see above for definition.