

OMB APPROVAL	
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**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* <b>FRIST THOMAS F III</b>  (Last) (First) (Middle) <b>1710 SAIC DRIVE</b>  (Street) <b>MCLEAN VA 22102</b>  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <b>Science Applications International Corp [ SAIC ]</b>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) <b>09/27/2013</b>	
		6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> 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>		1,133.2074 <sup>(2)</sup>	A	\$0.00	4,664.2074	D	
Common Stock	09/27/2013		A <sup>(1)</sup>		4,314.4752	A	\$0.00	4,314.4752	I	By Key Executive Stock Deferral Plan
Common Stock								84,285	I	By FS Partners II, LLC

**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 Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date						Title
Stock Option (Right to Buy)	\$39.6564	09/27/2013		A <sup>(1)</sup>		1,670		(3)	12/17/2014	Common Stock	1,670	\$0.00	1,670	D	
Stock Option (Right to Buy)	\$35.7565	09/27/2013		A <sup>(1)</sup>		2,130		(3)	04/01/2015	Common Stock	2,130	\$0.00	2,130	D	
Stock Option (Right to Buy)	\$34.7302	09/27/2013		A <sup>(1)</sup>		2,107		(3)	03/31/2018	Common Stock	2,107	\$0.00	2,107	D	
Stock Option (Right to Buy)	\$27.1151	09/27/2013		A <sup>(1)</sup>		4,597		(3)	03/29/2019	Common Stock	4,597	\$0.00	4,597	D	
Stock Option (Right to Buy)	\$30.4606	09/27/2013		A <sup>(1)</sup>		3,484		(4)	04/04/2020	Common Stock	3,484	\$0.00	3,484	D	

**Explanation of Responses:**

- Represents equity awards granted by Leidos Holdings, Inc. (formerly SAIC, Inc.) that have been converted into equity awards of Science Applications International Corporation (the "Issuer") in connection with the spin-off of the Issuer from Leidos Holdings, Inc.
- Restricted stock units and dividend equivalent units, which vest on the earlier of (i) June 7, 2014 and (ii) the first annual meeting of stockholders of the Issuer after June 7, 2013.
- An option which is fully vested.
- An option which vests on the earlier of (i) June 7, 2014 and (ii) the first annual meeting of stockholders of the Issuer after June 7, 2013.

/s/ N. Walker, Attorney-in-Fact 10/01/2013

\*\* Signature of Reporting Person Date

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

\* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.**