## FORM 4

obligations may continue. See Instruction 1(b).

Check this box if no longer subject to Section 16. Form 4 or Form 5

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

<b>STATEMENT</b>	OF CHANGES IN	I BENEFICIAL	<b>OWNERSHIP</b>

OMB APPROVAL 3235-0287 OMB Number: Estimated average burden

0.5

hours per response:

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*  BAYBROOK THOMAS G				Sc	2. Issuer Name <b>and</b> Ticker or Trading Symbol Science Applications International Corp [ SAIC ]								(Check all app Directory  Office	e title		10% Owner Other (specify		
`	(First) (Middle)  DRIVE				3. Date of Earliest Transaction (Month/Day/Year) 10/17/2013								beio	below)			,	
					4. If Amendment, Date of Original Filed (Month/Day/Year)								6. Individual or Joint/Group Filing (Check Applicable Line)  X Form filed by One Reporting Person Form filed by More than One Reporting Person					on
	Tabl	le I -	Non-Deriv	ative	Sec	urities	s Ac	cquir	red, C	Disposed	of, or	Benefic	ially Own	ed				
1. Title of Security (Instr. 3)		2. Transaction Date (Month/Day/Year)		2A. Deemed Execution Date, if any (Month/Day/Year)		,   <u>'</u>	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			Beneficially Owned Following		6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nature of Indirect Beneficial Ownership (Instr.		
								Code	v	Amount	(A) or (D)	Price	Transaction	(s) 4)			4)	
Common Stock 10/			10/17/20	13				A <sup>(1)</sup>		1,862(2)	A	\$0.00	22,677.6	D				
Common Stock												895.4338		I		By Management Stock Compensation Plan		
Common Stock												397		I		By Retirement Plan		
Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)																		
Derivative Conversion Date Execurity Or Exercise (Month/Day/Year) if a			ution Date, /	on Date, Transacti Code (Ins		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		Expiration (Month/Day		Date y/Year)	Amoun or Numbe		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)		Form: Direct (D) or Indirect		11. Nature of Indirect Beneficial Ownership (Instr. 4)
	(Fit IC DRIVE  N VA  (St  Stock  Stock  Stock	(First) ( IC DRIVE  N VA 2  (State) (  Table Security (Instr. 3)  Stock  Stock  Table Security (Instr. 3)	(First) (Middle IC DRIVE  N VA 22102  (State) (Zip)  Table I -  Security (Instr. 3)  Stock  Stock  Table I  Conversion or Exercise Price of Derivative (Month/Day/Year)  [Month/Day/Year]	(First) (Middle)  IC DRIVE  N VA 22102  (State) (Zip)  Table I - Non-Derive (Month/Day/Nonth/Day/Nonth/Day/Nonth/Day/Nonth/Day/Nonth/Day/Nonth/Day/Nonth/Day/Year)  Stock  Table II - Derivate (e.g., pingle of Derivative (e.g., pingle of Derivative)  2. Transaction (e.g., pingle of Derivative)  An Deemed Execution Date, if any (Month/Day/Year)	(First) (Middle)  IC DRIVE  N VA 22102  (State) (Zip)  Table I - Non-Derivative (Month/Day/Year)  Security (Instr. 3)  Stock  Table II - Derivative Security (Month/Day/Year)  Stock  Table II - Derivative Security (e.g., puts, output of the purious of the puriou	(First) (Middle)  IC DRIVE  Table I - Non-Derivative Sec Security (Instr. 3)  Table I - Non-Derivative Sec (Month/Day/Year)  Stock  Table II - Derivative Security (Month/Day/Year)  Stock  Table II - Derivative Security (Month/Day/Year)  Stock  Table II - Derivative Security (e.g., puts, calls, if any (Month/Day/Year))  Conversion or Exercise Price of Derivative Security  Security  Security  SAIC ]  3. Date of 10/17/20  4. If Amen  2A. Dee Execution Date (Month/Day/Year)  Stock  Table II - Derivative Security  4. Transaction Code (Instr. 8)  Code (Instr. 8)	(First) (Middle)  IC DRIVE  SAIC ]  3. Date of Earliest 10/17/2013  4. If Amendment,    WA 22102  (State) (Zip)  Table I - Non-Derivative Securities    Security (Instr. 3)  2. Transaction Date (Month/Day/Year)    (Month/Day/Year)    Stock  Table II - Derivative Securities A (e.g., puts, calls, warra    2. Table II - Derivative Securities A (e.g., puts, calls, warra    2. Derivative Securities A (e.g., puts, calls, warra    3. Transaction Date Execution Date, if any (Month/Day/Year)    (Month/Day/Year)    3. Transaction Date Execution Date, if any (Month/Day/Year)    (Month/Day/Year)    (Month/Day/Year)    3. Transaction Date Execution Date, if any (Month/Day/Year)    (Month/Day	SAIC	SAIC   SAIC   3. Date of Earliest Transaction 10/17/2013   4. If Amendment, Date of Original Price of Month/Day/Year   6. Stock   10/17/2013   2. Transaction Date (Month/Day/Year)   2. Transaction (Month/Day/Year)   2. Transaction Date (Month/Day/Year)   6. Stock   10/17/2013   2. Code   2. Conversion or Exercise Price of Derivative Securities Acquired (Month/Day/Year)   3. Transaction Date (Month/Day/Year)   6. Stock   10/17/2013   2. Stock   10/17/2013   2. Stock   10/17/2013   3. Date   1. Stock   1. Stock   10/17/2013   3. Date   1. Stock   1. Stock	SAIC   3. Date of Earliest Transaction (Month/Day/Year)   3. Date of Coriginal F   4. If Amendment, Date of Original F   4. Date of Original F	SAIC	SAIC     3. Date of Earliest Transaction (Month/Day/Year)   10/17/2013   4. If Amendment, Date of Original Filed (Month/Day/Year)   10/17/2013   4. If Amendment, Date of Original Filed (Month/Day/Year)   2. Transaction Date (Month/Day/Year)   2. Transaction Date (Month/Day/Year)   2. Transaction Date (Month/Day/Year)   2. Transaction Date (Month/Day/Year)   3. Transaction Disposed of (D) (Instr. S)   2. Transaction Date (Month/Day/Year)   3. Transaction Date (e.g., puts, calls, warrants, options, convertible services (Month/Day/Year)   3. Transaction Date (e.g., puts, calls, warrants, options, convertible services (Month/Day/Year)   3. Transaction Date (month/Day/Year)   3. Transaction Date (month/Day/Year)   3. Transaction (month/Day/Year)   3. Transaction Date (month/Day/Year)   3. Transaction (month/Day/Year)   3. Transaction Date (month/Day/Year)   3. Transaction (month/Day/Year)   4. Transaction (month/Day/Year)   5. Number (month/Day/Year)   6. Transaction (month/Day/Year)   7. Transaction (month/Day/Ye	SAIC   SAIC	Conversion   Conversion   Conversion   Conversion   Conversion   Conversion of Exercised Price of Persisted   Conversion of Exercised Price of Ex	Conversion   Con	Conversion   Stock   Solution   S	Code   Comersion   Code (Instr. 3)   Code   Comersion   Code (Instr. 4)   Code   Comersion   Code (Instr. 6)   Co	Code   Commercial Code   Commercial Code   Commercial Code   Code   Commercial Code   Code

## **Explanation of Responses:**

- 1. 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.
- 2. Performance share program award and related dividend equivalent units, which vest on January 30, 2015.

By: /s/ N. Walker, Attorney-in-

10/2<u>1/2013</u>

<u>Fact</u>

\*\* 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.