

**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

OMB APPROVAL	
OMB Number:	3235-0287
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1. Name and Address of Reporting Person * <u>KEENAN BRIAN F</u> <hr/> (Last) (First) (Middle) <u>1710 SAIC DRIVE</u> <hr/> (Street) <u>MCLEAN VA 22102</u> <hr/> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Science Applications International Corp [ SAIC ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>Executive Vice President</u>
	3. Date of Earliest Transaction (Month/Day/Year) <u>09/27/2013</u>	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

**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	\$0.00	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	\$0.00	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	\$0.00	25,941.5773	I	By Key Executive Stock Deferral Plan
Common Stock	09/27/2013		A <sup>(1)</sup>		5,914 <sup>(4)</sup>	A	\$0.00	31,855.5773	I	By Key Executive Stock Deferral Plan
Common Stock	09/27/2013		A <sup>(1)</sup>		2,002.2485	A	\$0.00	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

**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)	\$37.8911	09/27/2013		A <sup>(1)</sup>		33,859		(7)	04/02/2014	Common Stock	33,859	\$0.00	33,859	D	
Stock Option (Right to Buy)	\$35.7565	09/27/2013		A <sup>(1)</sup>		35,558		(8)	04/01/2015	Common Stock	35,558	\$0.00	35,558	D	

**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	Amount or Number of Shares				
Stock Option (Right to Buy)	\$27.1151	09/27/2013		A <sup>(1)</sup>		40,152		(10)	03/29/2019	Common Stock	40,152	\$0.00	40,152	D	
Stock Option (Right to Buy)	\$27.8128	09/27/2013		A <sup>(1)</sup>		33,460		(11)	04/04/2020	Common Stock	33,460	\$0.00	33,460	D	
Stock Option (Right to Buy)	\$34.7302	09/27/2013		A <sup>(1)</sup>		36,814		(9)	03/31/2018	Common Stock	36,814	\$0.00	36,814	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, which vest on January 31, 2014.
- Performance share program award and related dividend equivalent units, which vest on January 31, 2015.
- Restricted stock units and dividend equivalent units, which vest on January 31, 2015.
- Common stock of the Science Applications International Corporation (the "Issuer") received with respect to shares of common stock of Leidos Holdings, Inc. held prior to the spin-off of the Issuer from Leidos Holdings, Inc.
- As of September 30, 2013.
- An option which is fully vested.
- An option which vests according to the following schedule: 20% on each of April 2, 2011, April 2, 2012 and April 2, 2013 and 40% on April 2, 2014.
- An option which vests according to the following schedule: 20% on each of April 1, 2012, April 1, 2013 and April 1, 2014 and 40% on April 1, 2015.
- An option which vests according to the following schedule: 20% on each of March 30, 2013, March 30, 2014 and March 30, 2015 and 40% on March 30, 2016.
- An option which vests according to the following schedule: 20% on each of April 5, 2014, April 5, 2015 and April 5, 2016 and 40% on April 5, 2017.

/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.

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