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): April 11, 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 dentification 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:

Title of each class	
Common Stock, par value \$.0001	ner share

Trading Symbol(s) SAIC

Name of each exchange on which registered 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 \square

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 7.01. Regulation FD Disclosure.

On April 11, 2023, Science Applications International Corporation ("SAIC") will host an Investor Day (the "Presentation"). The slides attached as Exhibit 99.1 to this Current Report on Form 8-K are to be displayed at the Presentation and are incorporated herein by reference. The slides will also be available on the SAIC website at www.investors.saic.com. No information contained on or accessible through such website shall be deemed to be part of or incorporated by reference into this report other than the Exhibit 99.1 identified herein.

The information contained in this Item 7.01 and Exhibit 99.1 is being furnished, and shall not be deemed "filed" for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), or otherwise subject to the liabilities under Section 18. Furthermore, the information contained in this Item 7.01 and Exhibit 99.1 shall not be deemed to be incorporated by reference into SAIC's filings under the Securities Act of 1933, as amended, or the Exchange Act.

Cautionary Note on Forward-Looking Statements

For more information regarding the forward-looking statements included in this report (including Exhibit 99.1 attached hereto), see the slide titled "Forward-Looking Statements" included in Exhibit 99.1.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits.

Exhibit Number	Description of Exhibit
<u>99.1</u>	2023 Investor Day Presentation

104 Cover Page Interactive Data File, 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: April 11, 2023

Science Applications International Corporation

By:

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





Introduction

Joseph DeNardi Vice President, Investor Relations and Strategic Ventures

Forward-Looking Statements

Certain statements in this presentation are "forward-looking statements" within the meaning of the Private Securities Litigation Reform Act of 1995. Words such as "may," "will," "should," "expects," "intends," "projects," "plans," "believes," "estimates," "targets," "anticipates," and similar expressions identify forward-looking statements in this presentation. Such statements include, but are not limited to, statements about future financial and operating results, plans, objectives, expectations and intentions, and other statements that are not historical facts. These statements are subject to numerous assumptions, risks, and uncertainties, and other factors, many of which are outside the control of SAIC. These factors could cause actual results to differ materially from such forward-looking statements. Risks, uncertainties and assumptions that could cause SAIC's actual results to differ materially from those discussed in the forward-looking statements include, but are not limited to, those described in the "Risk Factors" section of SAIC's most recent Form 10-K filed with the Securities and Exchange Commission ("SEC") and updated in any subsequent Quarterly Reports on Form 10-Q and other filings with the SEC. The reports referenced above are available on SAIC's website at www.saic.com or on the SEC's website at www.saic.com be given that the results of events described in forward-looking statements sAIC disclaims any obligation to update any forward-looking statements provided in this presentation to reflect subsequent events, actual results, or changes in SAIC's expectations.

All information in these slides are as of April 11, 2023. 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.

This presentation includes non-GAAP financial measures. Such non-GAAP measures should be considered in addition to, not a substitute for, the corresponding GAAP financial measure. A reconciliation of certain non-GAAP financial measures to the most directly comparable GAAP financial measure is included in SAIC's most recent earnings release attached as Exhibit 99.1 to the Current Report on Form 8-K filed with the SEC on April 3, 2023.

SAIC. Asset-light technology integrator with shareholder-focused capital deployment strategy

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Investor Day Agenda	9:00 - 10:00	Breakfast and Registration	
	9:30 - 10:45	Solutions Demonstrations	
	10:45 - 10:50	Introduction	Joseph DeNardi, Investor Relations
	10:50 - 11:20	Strategy and Market Outlook	Nazzic Keene, Chief Executive Officer
	11:20 - 11:40 11:40 - 12:00	Sector Overview and Outlook	Bob Genter, Defense & Civilian Sector President Michael LaRouche, National Security & Space Sector President
	12:00 - 12:10	Break	
	12:10 - 12:40	Financial Update and Outlook	Prabu Natarajan, Chief Financial Officer
	12:40 - 1:15	Q&A	
	1:15 - 2:00	Lunch	

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Strategy and Market Outlook

Nazzic Keene Chief Executive Officer

Executive Leadership Team



Chief Executive Officer



Michael LaRouche President, National Security & Space Sector



Prabu Natarajan Chief Financial Officer









Nazzic Keene

Denotes 2023 Investor Day presenters



SAIC. Asset-light technology integrator with shareholder-focused capital deployment strategy

Hilary Hageman General Counsel



Michelle O'Hara Chief Human Resources Officer



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SAIC at a Glance

VISION

Powering and

of government

advancing the future

SAIC is a premier 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. We integrate the best components from our own portfolio and our partner ecosystem to deliver innovative solutions that are critical to achieving our customers' missions.



PURPOSE

To advance the power of

technology and innovation to

serve and protect our world



MISSION

Partner to transform government, enhancing our nation and citizens' lives, through innovative solutions powered by diverse talent and technology



62%

HOLD A SECURITI

Passion. Love what you do Empowerment. Decide and act Integrity. Be real Inclusion. Embrace differences Innovation. Think courageously

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Building a Differentiated Employee Experience and Culture





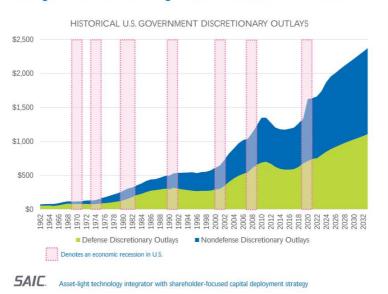
Strategy-Focused on Driving Shareholder Value

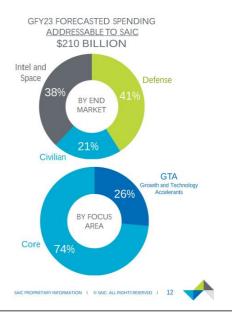


Broad Alignment with Key Market Trends

Cloud Migration Image: C		DEFENSE	E & CIVIL	IAN	NATIONAL	SECURITY	& SPACE
Digital Transformation Al Enabled Evolution Cyber Risk Mitigation JADC2 Space Superiority			Army	Navy	Space	Air Force, DoD	National Intelligence
Al Enabled Evolution Cyber Risk Mitigation JADC2 Space Superiority	Cloud Migration						
Cyber Risk Mitigation Image: Cyber Risk Mitigation Image: Cyber Risk Mitigation Image: Cyber Risk Mitigation	Digital Transformation				•	•	
JADC2 Image: Constraint of the second seco	AI Enabled Evolution						
Space Superiority	Cyber Risk Mitigation	•	•		•	•	
	JADC2						
Investments Have Driven Alignment Across the Portfolio and in Markets with Higher Growth	Space Superiority		•		•		
investments have briven Alignment Across the Portiono and in Markets with higher Growth	Investments H	ave Driven Align	amont Aproc	the Dortfolio	and in Markota	with Higher Cro	ivetb.
IC. Asset-light technology integrator with shareholder-focused capital deployment strategy SALC PROPRETARY INFORMATION 1 IN SALC ALL RIGHTS RESERVED 1	-				anu in Markets v	Mult Higher Gro	DVVLIT

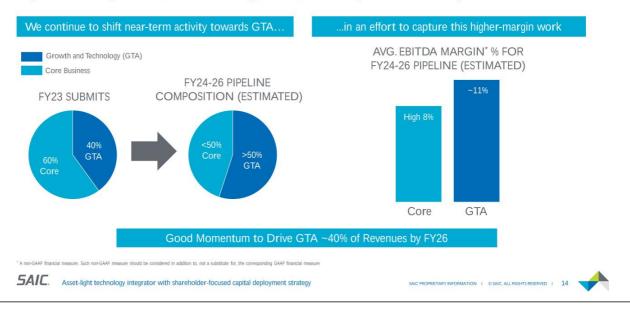
Large and Growing Addressable Market



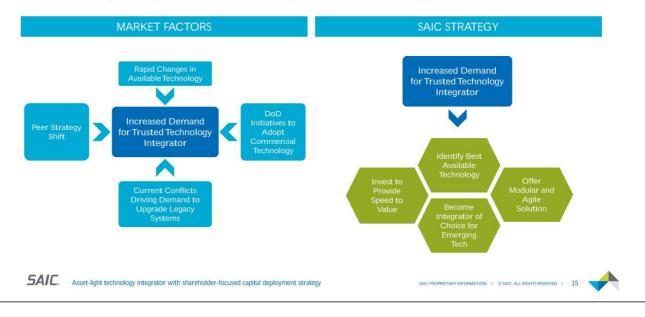


	STRATEGY & MARKET OUTLOOK CEO Nazzic Keene				
	Enterprise Focu enabled by solutions deve		tion Factory		
GRC	STA DWTH AND HNOLOGY SELERANTS	Secure Cloud	Enterprise IT	Integra	tems ition and livery
FY23	REVENUE \$1	100M	\$800M	\$500M	Ţ.
Innovat	tion Enabled By Digi	tal Factory	E.I.T. Factory	Engineering Fact	ory
С	ORE	Engine Servi		IT and Techr Services	
FY23	REVENUE	\$2,900M		\$1,600M	
Innovat	tion Enabled By	Engineering Factory		Digital Factory	
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Pipeline Aligned to Drive Higher GTA, Improved Margins



Market Opening for Platform Agnostic Tech Integrator



Focus on Long-term Shareholder Value

Ň	ADVANCE CULTURE	Sustain competitive advantage through a differentiated employee experience and culture that bring out the best in our people
Kai	ALIGN INCENTIVES	Drive further alignment for SAIC executive leadership between incentive pay and long-term performance to instill owner mindset across the company
	REINVEST TO DRIVE GROWTH	Prioritize internal investment to drive sustained growth with improving margin rate
	COMMIT TO BUSINESS MODEL	Invest to remain the trusted and best-in-class technology integrator for our customers while maintaining a capital light business model
	DRIVE SHAREHOLDER VALUE	Focused capital deployment - maximize free cash flow efficiency and allocate excess cash to highest ROI with a bias towards returning capital to shareholders

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Sector Overview and Outlook

Defense & Civilian

Bob Genter Sector President

Defense & Civilian Sector Organization



Bob Genter Defense & Civilian



Army









Vishal Tulsian State, Local, Health & Financials

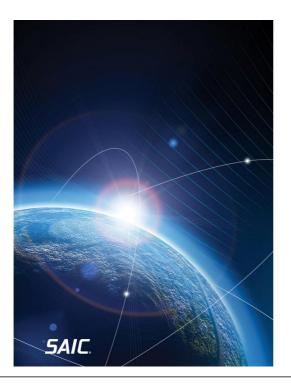




Defense	& Civilian	Sector Overvi	President Michael LaRouche CFO Prabu Nataragen
	KEY MET	RICS**	CUSTOMERS (% of FY23 Revenue)
	\$4.0B FY23 Revenue	9.3%*Adj. EBITDA Margin	42% 33% 25%
4	~35% GTA as % of Revenue	\$15B Total Backlog	Civilian Army Navy
С	ONTRACT MI	X (% of FY23 Revenue)	KEY CAMPAIGNS
			Apply technology integrator model across the sector Match increasing customer demand for best-available technology with SAIC role as trusted integrator from IT modernization to counter UAS
Ę	52% 22%	26%	Capitalize on Enterprise IT momentum Leverage past performance quals and technical differentiators to drive continued EIT market share gains
	st Plus Firm Fixed P	rice Time & Materials	Lead multi-cloud future across U.S. Government Continue investments in CloudScend® to widen competitive advantage and provide
Co	V deconsolidation		value across the cloud journey – explore, migrate and operate

Defense & Civilian Sector Growth Strategy

T modernization, O&M and software evelopment with focus on customers,	Army S3I (AMCOM)	Excellent program performance and domain specific expertise
pportunities and missions needing		
Cloud, Analytics and Security	\$2B	Leading the multi-cloud future
	Treasury T-Cloud	T-Cloud: Treasury's only multi-cloud
atform/SW Integration &	Army Corps of Engineers Revolutionary IT	program
Iodernization through Sustainment	Systems (RITS)	
ead information warfare &	\$1.3B	SAIC branded offerings: CloudScend [®] ,
nterprise systems transformation	MK48 Heavy Weight Torpedo	Koverse, Tenjin™ provide tech differentiation
ith focus on large application	\$1.1B	
odernization	IRS Enterprise Computing Center Services IDIQ	C-UAS – tech agnostic engineering
	\$1B	integration with Koverse at the core
ifferentiated solutions and	FAA Systems Engineering Technology	
nanaged services to customers	Innovative Solutions	World class digital engineering integration
elivering value through mutually	Army DIAMNDSS and STORMS	eco-system
eneficial business models	\$181M and \$208M	
	US Marshals Data Layer and Analysis	Common platform Managed Services
G logos included to indicate customer set not to icate. DoD or other USG endorsement	S148M	delivery across customers



Sector Overview and Outlook

National Security & Space

Michael LaRouche Sector President

National Security & Space Sector Organization



Michael LaRouche National Security & Space Sector



dman David Ray evelopment Space





Vinnie DiFronzo Air Force, DoD Commands & Agencies

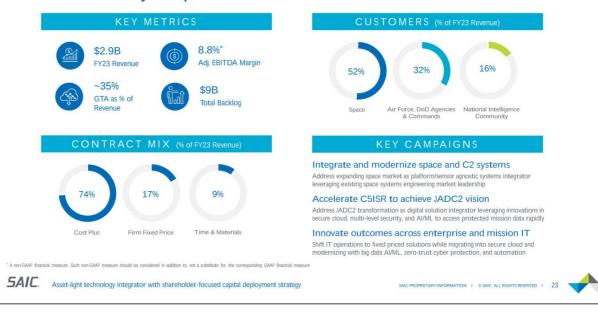


National Intelligence Community

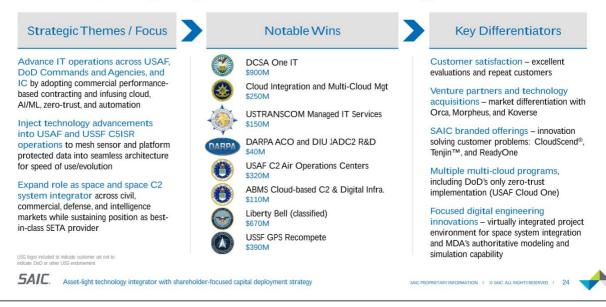




National Security & Space Sector Overview



National Security & Space Sector Growth Strategy





Financial Update and Outlook

Prabu Natarajan Chief Financial Officer

Top Areas of Focus

Ŵ	TALENT DEVELOPMENT	Prioritize talent acquisition and diverse skillset development
	PROMOTE "OWNER" MENTALITY	Leverage strong leadership and incentive compensation structure to drive "owner" mentality further down in the organization
	ROI-DRIVEN CAPITAL DEPLOYMENT	Allocate capital based on highest ROI with a bias towards returning cash to shareholders and healthy skepticism of scale/market-access driven M&A
CC	DRIVE LONG-TERM PLANNING RIGOR	Develop a disciplined multi-year planning process to ensure proper investment decisions and performance assessments
rg s	CREATE "CULTURE OF CASH COLLECTION"	Notable emphasis on program-level cash performance with performance monitoring and plans to drive improvement
5415	t-light technology integrator with shareholder-fo	

FY24 – FY26 Organic Targets

	FINANCIAL METRIC	FY26 ORGANIC TARGETS (VS. FY23)	COMMITTED TO INCREASII SHAREHOLDER VALUE
	Revenue	2% - 4% CAGR**	 Targeting >\$1.3B of capital returned to shareholders by F[*]
Res and a second	EBITDA %*	+80 bps	 ~\$900M remaining on existing share repurchase authorization Expect majority of deployable
د <u>د المع</u>	EBITDA \$*	3% - 5% CAGR**	capital to be returned to shareholders with leverage tar of ~3.0x
	Free Cash Flow / Share*	10% CAGR	 M&A targeted on technology a capabilities

Solid Growth, Improving Margins and Strong Free Cash Flow Per Share CAGR

** Pro-forma for L&SCM sale and FSA IV deconsolidation * A non-GAAP financial measure. Such non-GAAP financial measure should be considered in addition to, not a substitute for, the corresponding GAAP financial measure

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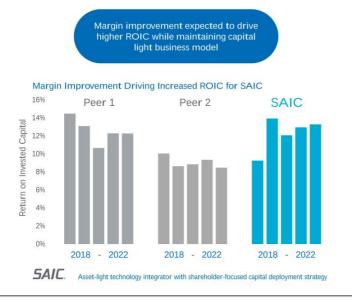




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Focused Business Model and Strategy





Multi-Year Financial Targets

	FY24	FY25	FY26
Revenue	\$7.05B - \$7.20B	\$7.1B - \$7.3B	\$7.3B - \$7.5B
Adjusted EBITDA Margin*	9.2% - 9.4%	9.4% - 9.6%	9.5% - 9.7%
Adjusted Earnings per Share*	\$6.80 - \$7.00	\$7.60 - \$7.80	\$8.50 - \$8.70
Weighted Average Diluted Shares Outstanding	~54M	~51M	~48M
Free Cash Flow*	\$460M - \$480M	\$480M - \$500M	\$505M - \$525M
Free Cash Flow per Share*	~\$9	~\$10	~\$11
Net Leverage*	~3.0x	~3.0x	~3.0x

~\$11 Free Cash Flow per Share Target Assumes ~\$1B of Share Repurchases While Maintaining Capacity for Additional Share Repurchases or Capability-focused M&A

* A non-GAAP financial measure. Such non-GAAP measure should be considered in addition to, not a substitute for, the corresponding GAAP financial measure

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Solid Organic Revenue Growth Expected to Continue





* A

Solid Path to Organic Margin* Improvement







Incentive Compensation Structure

SHORT-TERM INCENTIVE PLAN	LONG-TERM INCENTIVE PLAN
PERFORMANCE TARGETS AND WEIGHTINGS	PERFORMANCE TARGETS AND WEIGHTINGS
Revenue 33.3% Adjusted EBITDA* 33.3% Adjusted Operating Cash Flow* 33.3%	Adjusted EBITDA [*] 33.3% Adjusted Operating Cash Flow [*] 33.3% Relative TSR 33.3% ^{**}
PERFORMANCE SCALE Peer informed and narrowed to drive outperformance	M O D I F I E R S +/- 20% Relative TSR
MULTIPLIERS	MIX
+ / - 10% revenue and EBITDA modifier + / - 20% individual leadership multiplier	60% Performance Share Units 40% Restricted Share Units
Blue indicates change from FY21 incentive compensation plan	
Updated Incentive Compensation Structure to Further	Align Executive Performance with Shareholder Value
al measure. Such non-GAAP measure should be considered in addition to, not a substitute for, the corresponding GAAP financial erformance target metric for Executive Leadership only	measure
Asset-light technology integrator with shareholder-focused capital deployment strate	gy save proprietary information i to save all rights reserved i

Driving Change with Incentive Compensation Structure

Peer-Informed S-Curve* with Payout Modifiers



KEY ELEMENTS OF DESIGN

Incentivize Material Outperformance

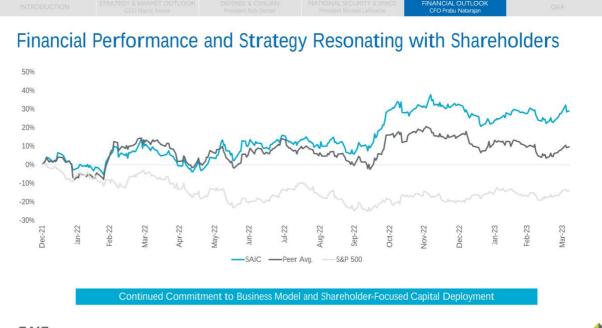
- Use of flat spot incentivizes material outperformance vs. plan
- Payout modifiers introduce incremental risk
 & opportunity relative to target

Plan and S-Curves Are Peer-Informed

Shape of S-Curve is informed by performance relative to peer group

Adapt Metrics throughout Enterprise

 Relative weightings of metrics and payouts can be modified based on specific opportunities of the business unit



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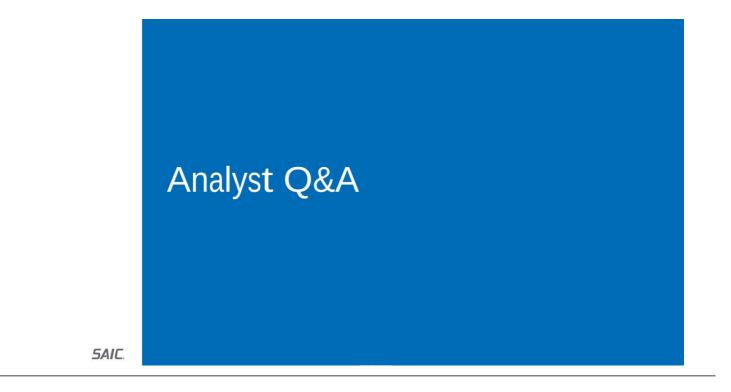
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Focus on Long-term Shareholder Value

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		BRING ON TOMORROW,
		We're not just another company that solves problems. No, we're a company that never stops reaching. Never stops pushing beyond our limits. To rethink engineering in a digital world, we reached. To redefine space training through virtual reality, we reached.
		And what's the one thing we haven't reached?
		Our limits.
		From the digital space to outer space and everything between, to build a piece of tomorrow, today.
		No reach is too far.
		Bring on tomorrow.
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