

SAIC, Inc.  
Form DEFA14A  
May 23, 2007

**SCHEDULE 14A INFORMATION**

Proxy Statement Pursuant to Section 14(a) of the Securities Exchange Act of 1934

Filed by the Registrant

Filed by a Party other than the Registrant

Check the appropriate box:

- Preliminary Proxy Statement
- Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))
- Definitive Proxy Statement
- Definitive Additional Materials
- Soliciting Material Pursuant to § 240.14a-12

**SAIC, Inc.**

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(Name of Registrant as Specified In Its Charter)

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(Name of Person(s) Filing Proxy Statement if Other Than the Registrant)

Payment of Filing Fee (Check the appropriate box)

- No fee required.
- Fee computed on table below per Exchange Act Rules 14a-6(i)(1) and 0-11.

1. Title of each class of securities to which transaction applies:

2. Aggregate number of securities to which transaction applies:

3. Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (Set forth the amount on which the filing fee is calculated and state how it was determined):

4. Proposed maximum aggregate value of transaction:

5. Total fee paid:

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- .. Fee paid previously with preliminary materials.
- .. Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the Form or Schedule and the date of its filing.

6. Amount Previously Paid:

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7. Form, Schedule or Registration Statement No.:

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8. Filing Party:

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9. Date Filed:

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May 22, 2007

Dear SAIC Stockholder,

Your vote is important. As a stockholder of record as of April 10, 2007, you are being asked to vote on a number of important matters at the 2007 Annual Meeting of Stockholders of SAIC, Inc. on June 8, 2007.

I want to bring one important matter in the proxy to your attention, Proposal II. Currently, board members are elected for staggered, three-year terms. The Board is recommending your vote for Proposal II, which would change our certificate of incorporation to eliminate the separate board classes and provide for the annual election for all board members. This proposal supports a growing trend in corporate governance intended to increase stockholder influence on director selections. This proposal requires a two-thirds vote of all outstanding shares for adoption. Therefore, I urge you to be sure to vote your shares for this measure.

Your vote helps ensure that we have sufficient shares represented in person or by proxy to establish a quorum for the meeting. I encourage you to review the proxy materials and cast your vote on all proposals and nominees presented by the Board. For your convenience another proxy card or a link to the online voting site is enclosed. A proxy statement describing these matters was sent to all stockholders two weeks ago. You may also view the proxy statement through [saic.com](http://saic.com) under Investor Relations, SEC Filings.

We look forward to receiving your vote and to your participation in the Annual Meeting of Stockholders at 1:00 p.m. ET on June 8 at the SAIC Conference Center, 1710 SAIC Drive, McLean, Virginia. The meeting will also be webcast on our website ([www.saic.com](http://www.saic.com)). If you have any questions, please contact SAIC Investor & Employee Owner Relations at 1-800-303-5471 or at [investor@saic.com](mailto:investor@saic.com). Thank you.

Sincerely,

Kenneth C. Dahlberg

Chairman of the Board and CEO

10260 Campus Point Drive, San Diego, CA 92121