

SECURITIES AND EXCHANGE COMMISSION

FORM 4

Statement of changes in beneficial ownership of securities

Filing Date: **1999-09-10** | Period of Report: **1999-08-31**
SEC Accession No. **0001082865-99-000003**

([HTML Version](#) on [secdatabase.com](#))

SUBJECT COMPANY

SCIENCE APPLICATIONS INTERNATIONAL CORP

CIK: **353394** | IRS No.: **953630868** | State of Incorporation: **DE** | Fiscal Year End: **0131**
Type: **4** | Act: **34** | File No.: **000-12771** | Film No.: **99709159**
SIC: **8700** Engineering, accounting, research, management

Mailing Address
*LEGAL DEPT
10260 CAMPUS POINT DR
SAN DIEGO CA 92121*

Business Address
*10260 CAMPUS POINT DR
LEGAL DEPT
SAN DIEGO CA 92121
6195466000*

REPORTING OWNER

ANDREWS DUANE P

CIK: **1082865**
Type: **4**

Mailing Address
*C/O SAIC
10260 CAMPUS POINT DR
M/SF3
SAN DIEGO CA 92121*

Business Address
*C/O SAIC
10260 CAMPUS POINT DR
M/SF3
SAN DIEGO CA 92121*

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
 WASHINGTON, D.C. 20549
 FORM 4

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 Instructions 1(b).

1. Name and Address of Reporting Person
 ANDREWS, DUANE P.
 1710 GOODRIDGE DRIVE
 MCLEAN, VA 22102-3799
2. Issuer Name and Ticker or Trading Symbol
 SCIENCE APPLICATIONS INTERNATIONAL CORPORATION
3. IRS or Social Security Number of Reporting Person (Voluntary)
 ###-##-####
4. Statement for Month/Year
 AUGUST 1999
5. If Amendment, Date of Original (Month/Year)
6. Relationship of Reporting Person(s) to Issuer (Check all applicable)
 (X) Director () 10% Owner (X) Officer (give title below) () Other
 (specify below)
 CORPORATE EXECUTIVE VICE PRESIDENT
7. Individual or Joint/Group Filing (Check Applicable Line)
 (X) Form filed by One Reporting Person
 () Form filed by More than One Reporting Person

<TABLE>
 <CAPTION>

Table I -- Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security	2. Transaction Date	3. Code	4. Securities Acquired (A) or Disposed of (D) Amount	5. Amount of Securities Beneficially Owned at End of Month	6. Director (D) or Indirect (I)	7. Nature of Indirect Beneficial Ownership
Class A Common Stock	8/23/99	M	40,000 (1)	\$3.62 (1)		
Class A Common Stock	8/23/99	F	8,340 (1)	\$19.36 (1)		
Class A Common Stock				8,193 (2)	I	By 401(k) Plan
Class A Common Stock				4,493 (1)	I	(3)

<CAPTION>

Table II -- Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Derivative Security	2. Conversion or Exercise Price of Derivative	3. Transaction Date	4. Code	5. Number of Derivative Securities Acquired (A) or Disposed of (D) Amount	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities	8. Price of Derivative Security	9. Number of Derivative Securities	10. Director (D) or Indirect (I)	11. Nature of Indirect Beneficial Ownership
Stock Option (Class A) (right to buy)	\$3.62 (1)	8/23/99	M	40,000 (1)	8/26/95 - 8/25/99	Class A Common Stock (1)	N/A	0	D	
Stock Option (Class A) (right to buy)	\$3.93 (1)				3/27/96 - 3/26/00	Class A Common Stock (1)	N/A	20,000 (1)	D	
Stock Option (Class A) (right to buy)	\$4.832 (1)				3/29/97 - 3/28/01	Class A Common Stock (1)	N/A	48,000 (1)	D	
Stock Option (Class A) (right to buy)	\$6.49 (1)				3/28/98 - 3/27/02	Class A Common Stock (1)	N/A	40,000 (1)	D	
Stock Option (Class A) (right to buy)	\$9.782 (1)				3/20/99 - 3/19/03	Class A Common Stock (1)	N/A	40,000 (1)	D	
Stock Option (Class A) (right to buy)	\$17.455 (1)				3/22/00 - 3/21/04	Class A Common Stock (1)	N/A	60,000 (1)	D	

</TABLE>

Explanation of Responses:

(1) On August 31, 1999, the Class A Common Stock of SAIC split 4-for-1. Each transaction, the end-of-period holdings, and all stock options have been adjusted to reflect the stock split.

(2) During the period of April 1, 1999 through June 30, 1999, the reporting person acquired 193 shares of SAIC Class A Common Stock under the 401(k) Plan, as adjusted to reflect the stock split on August 31, 1999. The balance is pursuant to the reporting person's most recent account statement available.

(3) By SAIC Employee Stock Retirement Plan.

(4) The option is exercisable according to the following annual vesting schedule: 20% in years 1,2 and 3 and 40% in year

4.

SIGNATURE OF REPORTING PERSON

By: D. Garrett, Attorney-in-fact, for D.P. Andrews

DATE

September 8, 1999