

Science Applications International Corp
Form DEFA14A
April 27, 2016

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, DC 20549

SCHEDULE 14A

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

Science Applications International Corporation

(Name of Registrant as Specified In Its Charter)

(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:

Edgar Filing: Science Applications International Corp - Form DEFA14A

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:

“ 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.

1. Amount Previously Paid:

2. Form, Schedule or Registration Statement No.:

3. Filing Party:

4. Date Filed:

1

*** Exercise Your Right to Vote *** Important Notice Regarding the Availability of Proxy Materials for the Stockholder Meeting to Be Held on June 8, 2016. Meeting Information SCIENCE APPLICATIONS INTL CORP Meeting Type: Annual Meeting For holders as of: April 14, 2016 Date: June 8, 2016 Time: 9:00 AM EDT Location: Company Headquarters 1710 SAIC Drive McLean, Virginia You are receiving this communication because you hold shares in the company named above. This is not a ballot. You cannot use this notice to vote these shares. This communication presents only an overview of the more complete proxy materials that are available to you on the Internet. You may view the proxy materials online at www.proxyvote.com, scan the QR Barcode on the reverse side, or easily request a paper copy (see reverse side). We encourage you to access and review all of the important information contained in the proxy materials before voting. This notice also constitutes Notice of the 2016 Annual Meeting of Stockholders. ATTN: STOCK PROGRAMS 1710 SAIC DRIVE MCLEAN, VA 22102 E08623-P79391 See the reverse side of this notice to obtain proxy materials and voting instructions.

Before You Vote How to Access the Proxy Materials Proxy Materials Available to VIEW or RECEIVE: NOTICE AND PROXY STATEMENT ANNUAL REPORT ON FORM 10-K How to View Online: Have the information that is printed in the box marked by the arrow (located on the following page) and visit: www.proxyvote.com, or scan the QR Barcode below. How to Request and Receive a PAPER or E-MAIL Copy: If you want to receive a paper or e-mail copy of these documents, you must request one. There is NO charge for requesting a copy. Please choose one of the following methods to make your request: 1) BY INTERNET: www.proxyvote.com 2) BY TELEPHONE: 1-800-579-1639 3) BY E-MAIL*: sendmaterial@proxyvote.com * If requesting materials by e-mail, please send a blank e-mail with the information that is printed in the box marked by the arrow (located on the following page) in the subject line. . XXXX XXXX XXXX XXXX . XXXX XXXX XXXX XXXX Requests, instructions and other inquiries sent to this e-mail address will NOT be forwarded to your investment advisor. Please make the request as instructed above on or before May 25, 2016 to facilitate timely delivery. w SCAN TO VIEW MATERIALS & VOTE How To Vote Please Choose One of the Following Voting Methods E08624-P79391 Vote In Person: All stockholders of record at April 14, 2016 (or holders in street name who have obtained a valid proxy) may vote in person at the meeting. Directions to the Company Headquarters in McLean, Virginia are available at www.saic.com or by calling SAIC at 1-703-676-4300. Vote By Internet: Go to www.proxyvote.com or from a smart phone, scan the QR Barcode above. Have the information that is printed in the box marked by the arrow (located on the following page) available and follow the instructions. Vote By Mail: You can vote by mail by requesting a paper copy of the materials, which will include a proxy card. Vote Confirmation: Starting on May 24, 2016, you can confirm how you voted by going to www.proxyvote.com and entering the information in the box marked by the arrow . Please allow 24 hours after you submit your vote before confirming. . XXXX XXXX XXXX XXXX . XXXX XXXX XXXX XXXX

Voting Items VOTE ON DIRECTORS - The Board of Directors recommends a vote FOR each of the nominees listed below: VOTE ON PROPOSAL 2 - The Board of Directors recommends a vote FOR proposal 2. 1. Nominees: 2. Approve, by an advisory vote, executive compensation. 1a. Robert A. Bedingfield VOTE ON PROPOSAL 3 - The Board of Directors recommends a vote FOR proposal 3. 1b. Deborah B. Dunie 3. The ratification of the appointment of Deloitte & Touche LLP as our independent registered public accounting firm for the fiscal year ending February 3, 2017. 1c. Thomas F. Frist, III 1d. John J. Hamre 1e. Timothy J. Mayopoulos 1f. Anthony J. Moraco 1g. Donna S. Morea 1h. Edward J. Sanderson, Jr. 1i. Steven R. Shane E08625-P79391

E08626-P79391