

Stanley, Inc.
Form 4
April 03, 2008

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
Karlson William E

(Last) (First) (Middle)
3101 WILSON BOULEVARD,
SUITE 700
(Street)

ARLINGTON, VA 22201

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
Stanley, Inc. [SXE]

3. Date of Earliest Transaction (Month/Day/Year)
04/01/2008

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)
Senior Vice President

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

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)
				(A) or (D) Code V Amount (D) Price			
Common Stock	04/01/2008		S(2)	1,119 D \$ 29.23	1,140,686 (1)	D	
Common Stock	04/01/2008		S(2)	80 D \$ 29.2225	1,140,606 (1)	D	
Common Stock	04/01/2008		S(2)	37 D \$ 29.22	1,140,569 (1)	D	
Common Stock	04/01/2008		S(2)	37 D \$ 29.2175	1,140,532 (1)	D	
Common Stock	04/01/2008		S(2)	112 D \$ 29.215	1,140,420 (1)	D	

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Common Stock	04/01/2008	<u>S(2)</u>	410	D	\$ 29.21	<u>1,140,010</u> <u>(1)</u>	D
Common Stock	04/01/2008	<u>S(2)</u>	37	D	\$ 29.2025	<u>1,139,973</u> <u>(1)</u>	D
Common Stock	04/01/2008	<u>S(2)</u>	373	D	\$ 29.2	<u>1,139,600</u> <u>(1)</u>	D
Common Stock	04/01/2008	<u>S(2)</u>	37	D	\$ 29.195	<u>1,139,563</u> <u>(1)</u>	D
Common Stock	04/01/2008	<u>S(2)</u>	261	D	\$ 29.19	<u>1,139,302</u> <u>(1)</u>	D
Common Stock	04/01/2008	<u>S(2)</u>	410	D	\$ 29.18	<u>1,138,892</u> <u>(1)</u>	D
Common Stock	04/01/2008	<u>S(2)</u>	37	D	\$ 29.1725	<u>1,138,855</u> <u>(1)</u>	D
Common Stock	04/01/2008	<u>S(2)</u>	75	D	\$ 29.17	<u>1,138,780</u> <u>(1)</u>	D
Common Stock	04/01/2008	<u>S(2)</u>	37	D	\$ 29.165	<u>1,138,743</u> <u>(1)</u>	D
Common Stock	04/01/2008	<u>S(2)</u>	223	D	\$ 29.16	<u>1,138,520</u> <u>(1)</u>	D
Common Stock	04/01/2008	<u>S(2)</u>	298	D	\$ 29.15	<u>1,138,222</u> <u>(1)</u>	D
Common Stock	04/01/2008	<u>S(2)</u>	37	D	\$ 29.145	<u>1,138,185</u> <u>(1)</u>	D
Common Stock	04/01/2008	<u>S(2)</u>	37	D	\$ 29.1425	<u>1,138,148</u> <u>(1)</u>	D
Common Stock	04/01/2008	<u>S(2)</u>	112	D	\$ 29.14	<u>1,138,036</u> <u>(1)</u>	D
Common Stock	04/01/2008	<u>S(2)</u>	37	D	\$ 29.135	<u>1,137,999</u> <u>(1)</u>	D
Common Stock	04/01/2008	<u>S(2)</u>	37	D	\$ 29.13	<u>1,137,962</u> <u>(1)</u>	D
Common Stock	04/01/2008	<u>S(2)</u>	37	D	\$ 29.12	<u>1,137,925</u> <u>(1)</u>	D
Common Stock	04/01/2008	<u>S(2)</u>	37	D	\$ 29.115	<u>1,137,888</u> <u>(1)</u>	D
Common Stock	04/01/2008	<u>S(2)</u>	149	D	\$ 29.11	<u>1,137,739</u> <u>(1)</u>	D
Common Stock	04/01/2008	<u>S(2)</u>	112	D	\$ 29.1	<u>1,137,627</u> <u>(1)</u>	D
	04/01/2008	<u>S(2)</u>	37	D	\$ 29.09		D

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Common Stock	1,137,590 <u>(1)</u>		
Common Stock	190,548	I	By ESOP.
Common Stock	21,274	I	By 401(k) Plan.
Common Stock	120,690	I	By Executive Deferred Compensation and Equity Incentive Trust.
Common Stock	150,000 <u>(3)</u>	I	By William E. Karlson 2006 Irrevocable Dynasty Trust.

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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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 Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Karlson William E 3101 WILSON BOULEVARD, SUITE 700	X		Senior Vice President	

ARLINGTON, VA 22201

Signatures

/s/ Sean M. Gallagher,
Attorney-in-fact

04/03/2008

__Signature of Reporting Person

Date

Explanation of Responses:

- * 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).
- (1) Includes 1,840 shares, which vest in three installments on May 3, 2008 (613 shares), May 3, 2009 (613 shares) and May 3, 2010 (614 shares).
- (2) The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by Mr. Karlson on November 15, 2007.
- (3) Mr. Karlson disclaims beneficial ownership of these securities, and this report shall not be deemed an admission that the reporting person is the beneficial owner of the securities for purposes of Section 16 or for any other purpose.

Remarks:

This filing represents the second of three forms being filed to reflect all transactions effected on April 1, 2008 for Mr. Karlson

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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