

Wilson George H
Form 4
February 04, 2009

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 *
Wilson George H

(Last) (First) (Middle)

C/O STANLEY, INC., 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)
02/02/2009

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)
Executive 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)	Price			
				Code	V	Amount		
Common Stock	02/02/2009		S ⁽¹⁾	3,800	D	\$ 30.73	329,984	D
						(2)		
Common Stock	02/02/2009		S ⁽¹⁾	1,200	D	\$ 31.31	328,784	D
						(3)		
Common Stock	02/04/2009		S	29,100	D	\$ 31.67	299,684	D
						(4)		
Common	02/02/2009		S ⁽⁵⁾	1,100	D	\$	91,199	I
								By George H.

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Stock					30.73 <u>(6)</u>				Wilson Irrevocable Dynasty Trust
Common Stock	02/02/2009		S ⁽⁵⁾	400	D	\$ 31.39 <u>(7)</u>	90,799	I	By George H. Wilson Irrevocable Dynasty Trust
Common Stock							47,176	I	By ESOP
Common Stock							5,146	I	By 401(k) Plan
Common Stock							219,690	I	By Executive Deferred Compensation and Equity Incentive Trust <u>(8)</u>

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

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(9-02)

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. Number of Derivative Securities Beneficially Owned Following Reporting Transaction (Instr. 6)
						Date Exercisable	Expiration Date	Title	Amount or Number of Shares
						Code	V (A) (D)		

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
	X		Executive Vice President	

Wilson George H
C/O STANLEY, INC.
3101 WILSON BOULEVARD, SUITE 700
ARLINGTON, VA 22201

Signatures

/s/ Sean M. Gallagher, as
Attorney-in-Fact

02/04/2009

__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) The sales reported were effected pursuant to a Rule 10b5-1 trading plan, adopted by Mr. Wilson on November 8, 2007.

The price in Column 4 is a weighted average price. The prices actually received ranged from \$30.17 to \$31.04. The reporting person will provide to the issuer, any securityholder of the issuer, or the SEC Staff, upon request, information regarding the number of shares sold at each price within the range.

(3) The price in Column 4 is a weighted average price. The prices actually received ranged from \$31.18 to \$31.50. The reporting person will provide to the issuer, any securityholder of the issuer, or the SEC Staff, upon request, information regarding the number of shares sold at each price within the range.

(4) The price in Column 4 is a weighted average price. The prices actually received ranged from \$31.50 to \$31.97. The reporting person will provide to the issuer, any securityholder of the issuer, or the SEC Staff, upon request, information regarding the number of shares sold at each price within the range.

(5) The sales reported were effected pursuant to a Rule 10b5-1 trading plan, adopted by the trustee of the George H. Wilson Irrevocable Dynasty Trust on February 11, 2008.

(6) The price in Column 4 is a weighted average price. The prices actually received ranged from \$30.18 to \$31.03. The reporting person will provide to the issuer, any securityholder of the issuer, or the SEC Staff, upon request, information regarding the number of shares sold at each price within the range.

(7) The price in Column 4 is a weighted average price. The prices actually received ranged from \$31.21 to \$31.56. The reporting person will provide to the issuer, any securityholder of the issuer, or the SEC Staff, upon request, information regarding the number of shares sold at each price within the range.

(8) Mr. Wilson 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.

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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