

Stanley, Inc.
Form 4
May 02, 2008

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

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 *
Nolan Philip O

(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)
05/01/2008

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)
Chairman, CEO and 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)
			Code	V Amount or (D) Price			
Common Stock	05/01/2008		S(1)	600 D \$ 24.57	1,599,840 (2)	D	
Common Stock	05/01/2008		S(1)	500 D \$ 24.58	1,599,340 (2)	D	
Common Stock	05/01/2008		S(1)	400 D \$ 24.59	1,598,940 (2)	D	
Common Stock	05/01/2008		S(1)	300 D \$ 24.6	1,598,640 (2)	D	
Common Stock	05/01/2008		S(1)	200 D \$ 24.61	1,598,440 (2)	D	

Edgar Filing: Stanley, Inc. - Form 4

Common Stock	05/01/2008	<u>S(1)</u>	200	D	\$ 24.67	<u>1,598,240</u> (2)	D	
Common Stock	05/01/2008	<u>S(1)</u>	100	D	\$ 24.68	<u>1,598,140</u> (2)	D	
Common Stock	05/01/2008	<u>S(1)</u>	500	D	\$ 24.69	<u>1,597,640</u> (2)	D	
Common Stock	05/01/2008	<u>S(1)</u>	600	D	\$ 24.7	<u>1,597,040</u> (2)	D	
Common Stock	05/01/2008	<u>S(1)</u>	100	D	\$ 24.705	<u>1,596,940</u> (2)	D	
Common Stock	05/01/2008	<u>S(1)</u>	500	D	\$ 24.71	<u>1,596,440</u> (2)	D	
Common Stock	05/01/2008	<u>S(1)</u>	1,200	D	\$ 24.72	<u>1,595,240</u> (2)	D	
Common Stock	05/01/2008	<u>S(1)</u>	500	D	\$ 24.73	<u>1,594,740</u> (2)	D	
Common Stock	05/01/2008	<u>S(1)</u>	600	D	\$ 24.75	<u>1,594,140</u> (2)	D	
Common Stock	05/01/2008	<u>S(1)</u>	500	D	\$ 24.755	<u>1,593,640</u> (2)	D	
Common Stock	05/01/2008	<u>S(1)</u>	500	D	\$ 24.77	<u>1,593,140</u> (2)	D	
Common Stock	05/01/2008	<u>S(1)</u>	200	D	\$ 24.7711	<u>1,592,940</u> (2)	D	
Common Stock	05/01/2008	<u>S(1)</u>	100	D	\$ 24.78	<u>1,592,840</u> (2)	D	
Common Stock	05/01/2008	<u>S(1)</u>	100	D	\$ 24.79	<u>1,592,740</u> (2)	D	
Common Stock	05/01/2008	<u>S(1)</u>	1,500	D	\$ 24.8	<u>1,591,240</u> (2)	D	
Common Stock	05/01/2008	<u>S(1)</u>	700	D	\$ 24.81	<u>1,590,540</u> (2)	D	
Common Stock	05/01/2008	<u>S(1)</u>	100	D	\$ 24.83	<u>1,590,440</u> (2)	D	
Common Stock						160,034	I	By ESOP
Common Stock						24,016	I	401(k) Plan
Common Stock						307,950	I	By Executive Deferred Compensation

Common Stock	150,000 ⁽³⁾ I	and Equity Incentive Trust By Philip O. Nolan IV 2006 Irrevocable Dynasty Trust
-----------------	--------------------------	--

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1474
(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 Owned Beneficially (Instr. 3 and 4)
				Code V (A) (D)		Date Exercisable Expiration Date	Title	Amount or Number of Shares	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Nolan Philip O C/O STANLEY, INC. 3101 WILSON BOULEVARD, SUITE 700 ARLINGTON, VA 22201	X		Chairman, CEO and President	

Signatures

/s/ Sean M. Gallagher, as Attorney-in-Fact	05/02/2008
**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) The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 Trading Plan adopted by Mr. Nolan on August 28, 2007.
- (2) Includes 10,110 shares which vest in three installments on May 3, 2008 (3,370 shares), May 3, 2009 (3,370 shares) and May 3, 2010 (3,370 shares).
- (3) Mr. Nolan 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.

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.