

SI INTERNATIONAL INC

Form 4

December 05, 2005

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

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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
OLESON RAY J

(Last) (First) (Middle)

**C/O SI INTERNATIONAL,
INC., 12012 SUNSET HILLS
ROAD, SUITE 800**

(Street)

RESTON, VA 20190

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
SI INTERNATIONAL INC [sint]

3. Date of Earliest Transaction
(Month/Day/Year)
12/01/2005

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 Chairman

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 Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price		
Common Stock	12/01/2005		M		2,300	A	\$ 28	185,647	D
Common Stock ⁽¹⁾	12/01/2005		S		2,300	D	\$ 28	183,347	D
Common Stock	12/01/2005		M		1,546	A	\$ 28.06	184,893	D
Common Stock ⁽¹⁾	12/01/2005		S		1,546	D	\$ 28.06	183,347	D
Common Stock	12/01/2005		M		200	A	\$ 28.07	183,547	D

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Common Stock ⁽¹⁾	12/01/2005	S	200	D	\$ 28.07	183,347	D
Common Stock	12/01/2005	M	700	A	\$ 28.1	184,047	D
Common Stock ⁽¹⁾	12/01/2005	S	700	D	\$ 28.1	183,347	D
Common Stock	12/01/2005	M	300	A	\$ 28.12	183,647	D
Common Stock ⁽¹⁾	12/01/2005	S	300	D	\$ 28.12	183,347	D
Common Stock	12/01/2005	M	900	A	\$ 28.17	184,247	D
Common Stock ⁽¹⁾	12/01/2005	S	900	D	\$ 28.17	183,347	D
Common Stock	12/01/2005	M	959	A	\$ 28.26	184,306	D
Common Stock ⁽¹⁾	12/01/2005	S	959	D	\$ 28.26	183,347	D
Common Stock	12/01/2005	M	500	A	\$ 28.39	183,847	D
Common Stock ⁽¹⁾	12/01/2005	S	500	D	\$ 28.39	183,347	D
Common Stock	12/01/2005	M	495	A	\$ 28.46	183,842	D
Common Stock ⁽¹⁾	12/01/2005	S	495	D	\$ 28.46	183,347	D
Common Stock	12/01/2005	M	700	A	\$ 28.51	184,047	D
Common Stock ⁽¹⁾	12/01/2005	S	700	D	\$ 28.51	183,347	D
Common Stock	12/01/2005	M	700	A	\$ 28.55	184,047	D
Common Stock ⁽¹⁾	12/01/2005	S	700	D	\$ 28.55	183,347	D
Common Stock	12/01/2005	M	200	A	\$ 28.56	183,547	D
Common Stock ⁽¹⁾	12/01/2005	S	200	D	\$ 28.56	183,347	D
Common Stock	12/01/2005	M	200	A	\$ 28.58	183,547	D
	12/01/2005	S	200	D		183,347	D

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Common Stock ⁽¹⁾						\$ 28.58		
Common Stock	12/01/2005		M	300	A	\$ 28.6	183,647	D
Common Stock ⁽¹⁾	12/01/2005		S	300	D	\$ 28.6	183,347	D

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)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Options (Right to Buy) ⁽²⁾	\$ 28	12/01/2005		M		2,300		11/11/2003	11/11/2012	Common Stock	2,300
Stock Options (Right to Buy) ⁽²⁾	\$ 28.06	12/01/2005		M		1,546		11/11/2003	11/11/2012	Common Stock	1,546
Stock Options (Right to Buy) ⁽²⁾	\$ 28.07	12/01/2005		M		200		11/11/2003	11/11/2012	Common Stock	200
Stock Options (Right to Buy) ⁽²⁾	\$ 28.1	12/01/2005		M		700		11/11/2003	11/11/2012	Common Stock	700
Stock Options (Right to	\$ 28.12	12/01/2005		M		300		11/11/2003	11/11/2012	Common Stock	300

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Buy) (2)

Stock Options (Right to Buy) <u>(2)</u>	\$ 28.17	12/01/2005	M	900	11/11/2003	11/11/2012	Common Stock	900
Stock Options (Right to Buy) <u>(2)</u>	\$ 28.26	12/01/2005	M	959	11/11/2003	11/11/2012	Common Stock	959
Stock Options (Right to Buy) <u>(2)</u>	\$ 28.39	12/01/2005	M	500	11/11/2003	11/11/2012	Common Stock	500
Stock Options (Right to Buy) <u>(2)</u>	\$ 28.46	12/01/2005	M	495	11/11/2003	11/11/2012	Common Stock	495
Stock Options (Right to Buy) <u>(2)</u>	\$ 28.51	12/01/2005	M	700	11/11/2003	11/11/2012	Common Stock	700
Stock Options (Right to Buy) <u>(2)</u>	\$ 28.55	12/01/2005	M	700	11/11/2003	11/11/2012	Common Stock	700
95,960								
Stock Options (Right to Buy) <u>(2)</u>	\$ 28.56	12/01/2005	M	200	11/11/2003	11/11/2012	Common Stock	200
Stock Options (Right to Buy) <u>(2)</u>	\$ 28.58	12/01/2005	M	200	11/11/2003	11/11/2012	Common Stock	200
Stock Options (Right to Buy) <u>(2)</u>	\$ 28.6	12/01/2005	M	300	11/11/2003	11/11/2012	Common Stock	300

Reporting Owners

Reporting Owner Name / Address

Relationships

Director	10% Owner	Officer	Other
X			

OLESON RAY J
C/O SI INTERNATIONAL, INC.
12012 SUNSET HILLS ROAD, SUITE 800
RESTON, VA 20190

Executive
Chairman

Signatures

James E. Daniel by Power of
Attorney

12/05/2005

__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) Sale of shares received upon exercise of options pursuant to a 10b5-1 trading plan.
 - (2) Sale of shares pursuant to a 10b5-1 trading plan.
 - (3) Exercise price of the stock options.

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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