

Stanley, Inc.  
Form 4  
December 04, 2007

**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)  
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)  
12/03/2007

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, President, CEO

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 Price		
Common Stock	12/03/2007		S(2)		500	D	
					\$ 36.33	(1)	
Common Stock	12/03/2007		S(2)		500	D	
					\$ 36.34	(1)	
Common Stock	12/03/2007		S(2)		500	D	
					\$ 36.35	(1)	
Common Stock	12/03/2007		S(2)		600	D	
					\$ 36.38	(1)	
Common Stock	12/03/2007		S(2)		150	D	
					\$ 36.44	(1)	

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Common Stock	160,034 <sup>(3)</sup>	I	By ESOP.
Common Stock	24,016	I	By 401(k) Plan.
Common Stock	307,950	I	By Executive Deferred Compensation and Equity Incentive Trust.
Common Stock	150,000 <sup>(4)</sup>	I	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.

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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. Number of Derivative Securities Beneficially Owned Following Reported Transaction (Instr. 6)
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## Reporting Owners

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

## Signatures

Jaime L. Chase,  
Attorney-in-fact

12/04/2007

\_\_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 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).
- (2) 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.
- (3) Reflects Mr. Nolan's 10% diversification election and the Stanley, Inc. Employee Stock Ownership Plan's (ESOP) subsequent sale of 17,781 shares pursuant to the ESOP's diversification provisions. The proceeds of the diversification were rolled into the Stanley, Inc. 401(k) Plan for the benefit of Mr. Nolan.
- (4) 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.

### Remarks:

This filing represents the second of two forms being filed to reflect all transactions effected on December 3, 2007 for Mr. Nolan.

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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