

# CACI INTERNATIONAL INC /DE/

## FORM 8-K (Unscheduled Material Events)

Filed 11/16/1999 For Period Ending 11/16/1999

Address	1100 N GLEBE ST ARLINGTON, Virginia 22201
Telephone	703-841-7800
CIK	0000016058
Industry	Computer Services
Sector	Technology
Fiscal Year	06/30

SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of  
the Securities Exchange Act of 1934

Date of Report  
November 16, 1999

CACI International Inc  
(Exact name of registrant as specified in its Charter)

Delaware  
(State or other jurisdiction of incorporation)

0-8401  
(Commission File Number)

54-1345888  
(IRS Employer Identification No.)

1100 N. Glebe Road  
Arlington, Virginia 22201  
(Address of principal executive offices) (Zip code)

(703) 841-7800  
(Registrant's telephone number, including area code)

ITEM 2. DISPOSITION OF ASSETS.

On October 15, 1999, the Registrant signed a Letter of Intent to acquire all of the outstanding capital stock of XEN Corporation (XEN). The acquisition is subject to due diligence, the execution of a detailed acquisition agreement, and approval by each company's Board of Directors. It is anticipated that the transaction, which will be financed through bank borrowings under the Registrant's line of credit, will close by December 31, 1999.

XEN, a privately held company with approximately 70 employees, is headquartered in Fairfax, Virginia, and has other offices in Denver, Colorado. XEN provides quality systems engineering, engineering design, distance learning, training development, multi-media support, electronic commerce, and data security services to national intelligence organizations, the Department of Defense, and the U.S. Navy. XEN reported revenues of \$8.5 million for its fiscal year ended September 30, 1999.

A copy of the Registrant's November 9, 1999 press release regarding CACI's execution of a Letter of Intent to acquire XEN is attached as an Exhibit to this current report on Form 8-K.

ITEM 7. FINANCIAL STATEMENTS AND EXHIBITS

99.1 Press Release dated November 9, 1999, announcing the Registrant's execution of a Letter of Intent to acquire XEN.

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

By: /s/

Jeffrey P. Elefante  
Executive Vice President,  
General Counsel and Secretary

Exhibit 99.1

## CACI Announces Intent to Acquire XEN Corporation

*Synergies in Cyber Security and Electronic Commerce  
for Growth in Intelligence Markets*

Arlington, Va., November 9, 1999 -- CACI International Inc (NASDAQ: CACI) announced today it has signed a letter of intent to acquire all of the outstanding shares of XEN Corporation (XEN), a privately-held company. The terms of the acquisition, which are contingent on the completion of due diligence, the signing of a definitive agreement, and approval by the CACI and XEN Boards of Directors, were not disclosed. Assuming successful completion of the actions listed above, the companies anticipate closing the acquisition this calendar year. The transaction will be financed through bank borrowings.

XEN is headquartered in Fairfax, Virginia, with other offices in Denver, Colorado, and has approximately 70 employees. XEN provides quality systems engineering, engineering design, distance learning, training development, multimedia support, electronic commerce, and data security services to national intelligence organizations, the Department of Defense, and the U.S. Navy. XEN's revenues for its fiscal year ending September 30, 1999 were \$8.5 million.

Dr. J.P. (Jack) London, CACI Chairman and CEO, stated that "The acquisition of XEN further complements our positioning in the intelligence community with in-demand technology solutions that are critical to the global security. We are excited about adding the unique and exceptional talents of the XEN employees to our company. We believe XEN is a natural follow-on to the QuesTech, Inc. acquisition completed in November 1998, which significantly contributed to our growth in the critical technology areas of the intelligence markets. The addition of XEN's intelligence capabilities and expertise in electronic commerce supports CACI's growth strategy, including the expansion of CACI's cyber security and information warfare solutions with new clients, and should be accretive to our earnings."

CACI International Inc (<http://www.caci.com>) is an information technology products and services provider specializing in developing and integrating systems, software, and simulation products and providing information assurance services to government agencies and commercial enterprises worldwide. Celebrating 38 years in business, the company has approximately 4,200 employees and operates out of more than 90 offices in the U.S. and Europe.

*There are statements made above which do not address historical facts and, therefore, could be interpreted to be forward-looking statements as that term is defined in the Private Securities Litigation Reform Act of 1995. Such statements are subject to factors that could cause actual results to differ materially from anticipated results. The factors that could cause actual results to differ materially from those anticipated include, but are not limited to, the following: changes in interest rates; the risks and uncertainties associated with client interest in and purchases of new products and/or services; continued funding of U.S. Government or other public sector projects in the event of a priority need for funds; government contract procurement (such as bid protest) and termination risks; individual business decisions of our clients; paradigm shifts in technology; competitive factors such as pricing pressures and/or competition to hire and retain employees; our ability to complete acquisitions and/or divestitures appropriate to achievement of our strategic plans; and other risks described in the Company's Securities and Exchange Commission filings.*

###

For investor information contact:

David Dragics  
Investor Relations Director  
CACI International Inc

For other information contact:

Jody Brown  
Public Relations Director  
CACI International Inc

(703) 841-7835  
www.ddragics@caci.com

(703) 841-7801  
www.jbrown@caci.com

---

**End of Filing**

Powered By **EDGAR**  
Online

© 2005 | **EDGAR Online, Inc.**