

**UNITED STATES  
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 (Date of earliest event reported): October 20, 2022**

**CACI International Inc**

(Exact name of Registrant as Specified in Its Charter)

**Delaware**  
(State or Other Jurisdiction  
of Incorporation)

**001-31400**

(Commission File Number)

**54-1345888**  
(IRS Employer  
Identification No.)

**12021 Sunset Hills Road  
Reston, Virginia**  
(Address of Principal Executive Offices)

**20190**  
(Zip Code)

**Registrant's Telephone Number, Including Area Code: (703) 841-7800**

**Not Applicable**

(Former Name or Former Address, if Changed Since Last Report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instructions A.2. below):

- ☐ Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- ☐ Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- ☐ Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- ☐ Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Securities registered pursuant to Section 12(b) of the Act:

Title of each class	Trading Symbol(s)	Name of each exchange on which registered
Common Stock	CACI	New York Stock Exchange

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company ☐

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act ☐

**Item 5.07. Submission of Matters to a Vote of Security Holders**

The Annual Meeting of Shareholders of CACI International Inc (the “Company”), for which proxies were solicited pursuant to Regulation 14A under the Securities Exchange Act of 1934, as amended, was held on October 20, 2022.

The results detailed below represent the final voting results:

**Proposal 1**

The following eleven nominees were elected to the Board of Directors of the Company:

<u>Director Name</u>	<u>For</u>	<u>Against</u>	<u>Abstain</u>	<u>Broker Non-Votes</u>
Michael A. Daniels	19,615,407	392,953	24,752	1,346,227
Lisa S. Disbrow	19,256,423	752,626	24,063	1,346,227
Susan M. Gordon	19,670,143	338,904	24,065	1,346,227
William L. Jews	19,602,118	406,656	24,338	1,346,227
Gregory G. Johnson	19,211,107	797,284	24,721	1,346,227
Ryan D. McCarthy	19,863,396	25,865	143,851	1,346,227
John S. Mengucci	19,883,302	121,150	28,660	1,346,227
Philip O. Nolan	19,879,255	129,301	24,556	1,346,227
James L. Pavitt	19,646,726	361,113	25,273	1,346,227
Debora A. Plunkett	19,150,310	858,571	24,231	1,346,227
William S. Wallace	19,649,331	359,172	24,609	1,346,227

**Proposal 2**

Shareholders approved, on an advisory basis, the compensation paid to the Company’s named executive officers, as disclosed pursuant to Item 402 of Regulation S-K and contained in the 2022 Proxy Statement, including the Compensation Discussion and Analysis, compensation tables and narrative discussion:

<u>For</u>	<u>Against</u>	<u>Abstain</u>	<u>Broker Non-Votes</u>
19,102,585	890,601	39,926	1,346,227

**Proposal 3**

Shareholders ratified the appointment of PricewaterhouseCoopers LLP as the Company’s independent registered public accounting firm for fiscal year 2023:

<u>For</u>	<u>Against</u>	<u>Abstain</u>
20,886,321	456,527	36,491

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## SIGNATURES

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 thereunto duly authorized.

CACI International Inc

Date: October 24, 2022

By: /s/ J. William Koegel, Jr.

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**J. William Koegel, Jr.**

**Executive Vice President, General Counsel and Secretary**