

U.S. 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

June 25, 2014
(Date of Report)

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 Number)

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

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

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:

- ☐ 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))

**ITEMS 2.02 RESULTS OF OPERATIONS AND FINANCIAL CONDITION;
and 7.01: REGULATION FD DISCLOSURE**

On June 25, 2014, the Registrant issued its financial guidance for fiscal year 2015. A copy of the Registrant's press release announcing the Registrant's financial guidance for fiscal year 2015 as well as the schedule for a conference call and "web cast" on June 26, 2014 is attached as Exhibit 99 to this current report on Form 8-K.

ITEM 9.01: FINANCIAL STATEMENTS AND EXHIBITS

(d) Exhibits

Exhibit 99 Press Release dated June 25, 2014 announcing CACI's financial guidance for fiscal year 2015.

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.

CACI International Inc

Registrant

By: /s/ J. William Koegel, Jr.
J. William Koegel, Jr.
Executive Vice President,
General Counsel and Secretary

CACI Issues Guidance for its Fiscal Year 2015

FY 2015 revenue projected to be \$3.3 billion to \$3.6 billion

FY 2015 net income projected to be \$125 million to \$135 million

FY 2015 diluted EPS projected to be \$5.10 to \$5.51

FY 2014 guidance reiterated

ARLINGTON, Va.--(BUSINESS WIRE)--June 25, 2014--CACI International Inc (NYSE: CACI), a leading information solutions and services provider to the federal government, issued its guidance for its Fiscal Year 2015 (FY15), which begins July 1, 2014, and reiterated its Fiscal Year 2014 (FY14) guidance.

Guidance for Fiscal Year 2015

For FY15 we expect revenue to be between \$3.3 billion and \$3.6 billion and net income to be between \$125 million and \$135 million. We expect that operating cash flow for the year will be approximately \$200 million.

The table below summarizes our FY15 guidance ranges and represents our views as of June 25, 2014:

	<i>Fiscal Year 2015 Guidance</i>
(In millions except for tax rate and earnings per share)	
Revenue	\$3,300 - \$3,600
Net income attributable to CACI	\$125 - \$135
Effective corporate tax rate	38.5%
Diluted earnings per share	\$5.10 - \$5.51
Diluted weighted average shares	24.5

Commentary

Ken Asbury, CACI's President and CEO said, "In FY14 we positioned CACI for long-term success by strengthening business development and enhancing our unique, high-end skills and capabilities, most notably with the acquisition of Six3 Systems. While we expect market uncertainties to persist in FY15, we believe that our differentiated position, operational excellence, and demonstrated ability to win contract awards will help offset the impact of constrained federal spending.

"Consequently, as we look ahead to FY15, we are well-postured to support our customers' critical missions and priorities with innovative solutions and services, delivering excellence in all we do. We will also continue to position CACI for success in those market areas where we see viable growth opportunities. We believe that these actions will further enhance CACI's competitive advantage and create long-term shareholder value."

FY15 Guidance

Following are the key factors related to our FY15 guidance:

- We expect that uncertainty with regard to federal spending will continue; that there is more clarity with regard to U.S. forces in Afghanistan; and that the rate of change in run-rates on professional services contracts will slow.
- We anticipate a seasonal decrease of quarterly revenue between the fourth quarter of FY14 and the first quarter of our FY15 similar to prior years.
- We expect that our direct labor costs will be between 4 and 7 percent greater than what we expect in FY14. Other direct costs will be 4 to 7 percent less than what we expect in FY14.
- We anticipate that our indirect costs and selling expenses will be 2 to 4 percent higher than FY14.
- Depreciation and amortization is expected to be approximately \$67 million.
- Our operating margin is expected to be about even with FY14.
- Net interest expense is expected to be approximately \$41 million.
- We expect capital expenditures will total approximately \$15 to \$20 million.

FY14 Guidance Reiterated

We are reiterating the FY14 guidance we issued on April 30, 2014. The table below summarizes our FY14 guidance and represents our views as of June 25, 2014:

(In millions except for tax rate and earnings per share)	<i>FY 2014 Guidance</i>
Revenue	\$3,500 - \$3,600
Net income attributable to CACI	\$130 - \$140
Effective corporate tax rate	38%
Diluted earnings per share	\$5.12 - \$5.51
Diluted weighted average shares	25.4

Conference Call Information

We have scheduled a conference call for 8:30 AM Eastern Time Thursday, June 26, 2014, during which members of our senior management will be making a brief presentation followed by a question-and-answer session to discuss the guidance and management's performance expectations for the new fiscal year. You can listen to the conference call and view accompanying exhibits over the Internet by logging on to CACI's website at www.caci.com at the scheduled time. You may also dial in to 1-877-303-9143, confirmation code 48864475. Slides of the presentation will be available on our website during the call. A replay of the call will also be available over the Internet, and can be accessed through CACI's website (www.caci.com).

CACI provides information solutions and services in support of national security missions and government transformation for Intelligence, Defense, and Federal Civilian customers. A *Fortune* magazine World's Most Admired Company in the IT Services industry, CACI is a member of the Fortune 1000 Largest Companies, the Russell 2000 Index, and the S&P SmallCap 600 Index. CACI provides dynamic careers for over 15,300 employees in 120 offices worldwide. Visit www.caci.com.

There are statements made herein 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: the successful integration of our acquisition of Six3 Systems, actual revenue and earnings realized by Six3 Systems, and the performance of the Six3 Systems business; regional and national economic conditions in the United States and globally (including the impact of uncertainty regarding U.S. debt limits and actions taken related thereto); terrorist activities or war; changes in interest rates; currency fluctuations; significant fluctuations in the equity markets; changes in our effective tax rate; failure to achieve contract awards in connection with re-compete for present business and/or competition for new business; 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, based on a change in spending patterns, implementation of spending cuts (sequestration) under the Budget Control Act of 2011 and the Bipartisan Budget Act of 2013; changes in budgetary priorities or in the event of a priority need for funds, such as homeland security; government contract procurement (such as bid protest, small business set asides, loss of work due to organizational conflicts of interest, etc.) and termination risks; the results of government audits and reviews conducted by the Defense Contract Audit Agency, the Defense Contract Management Agency, or other governmental entities with cognizant oversight; individual business decisions of our clients; paradigm shifts in technology; competitive factors such as pricing pressures and/or competition to hire and retain employees (particularly those with security clearances); market speculation regarding our continued independence; material changes in laws or regulations applicable to our businesses, particularly in connection with (i) government contracts for services, (ii) outsourcing of activities that have been performed by the government, and (iii) competition for task orders under Government Wide Acquisition Contracts (GWACs) and/or schedule contracts with the General Services Administration; the ability to successfully integrate the operations of our recent and any future acquisitions; our own ability to achieve the objectives of near term or long range business plans; and other risks described in our Securities and Exchange Commission filings.

CACI-Financial

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