

CACI INTERNATIONAL INC /DE/

FORM SC 13G (Statement of Ownership)

Filed 2/11/2000

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

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

SCHEDULE 13G

Under the Securities Exchange Act of 1934

(Amendment No. ____)*

CACI INTERNATIONAL INC

(Name of Issuer)

Common Stock

(Title of Class of Securities)

127190304

(CUSIP Number)

*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

Schedule is filed pursuant to Rule 13d-1(b).

Page 1 of 7 pages

NAME OF REPORTING PERSON
1 S.S. or I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

Wanger Asset Management, L.P. 36-3820584

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*
2 (a) ☐
(b) ☐
Not Applicable

SEC USE ONLY
3

CITIZENSHIP OR PLACE OF ORGANIZATION
4 Delaware

| | | |
|--------------|---|--------------------------|
| | | SOLE VOTING POWER |
| NUMBER OF | 5 | None |
| SHARES | | |
| | | SHARED VOTING POWER |
| BENEFICIALLY | 6 | 685,800 |
| OWNED BY | | |
| | | SOLE DISPOSITIVE POWER |
| EACH | 7 | None |
| REPORTING | | |
| PERSON | | SHARED DISPOSITIVE POWER |
| WITH | 8 | 685,800 |

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
9 685,800

CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES*
10 ☐
Not Applicable

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)
11 6.23%

TYPE OF REPORTING PERSON*
12 IA

* SEE INSTRUCTIONS BEFORE FILLING OUT!

NAME OF REPORTING PERSON
1 S.S. or I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

Wanger Asset Management, Ltd.

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*
2 (a) ☐
(b) ☐
Not Applicable

SEC USE ONLY
3

CITIZENSHIP OR PLACE OF ORGANIZATION
4 Delaware

| | | |
|--------------|---|--------------------------|
| | | SOLE VOTING POWER |
| NUMBER OF | 5 | None |
| SHARES | | |
| | | SHARED VOTING POWER |
| BENEFICIALLY | 6 | 685,800 |
| OWNED BY | | |
| | | SOLE DISPOSITIVE POWER |
| EACH | 7 | None |
| REPORTING | | |
| PERSON | | SHARED DISPOSITIVE POWER |
| WITH | 8 | 685,800 |

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
9 685,800

CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES*
10 ☐
Not Applicable

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)
11 6.23%

TYPE OF REPORTING PERSON*
12 CO

* SEE INSTRUCTIONS BEFORE FILLING OUT!

Item 1(a) Name of Issuer:

CACI INTERNATIONAL INC

(b) Address of Issuer's Principal Executive Offices:

1100 North Glebe Road
Arlington, VA 22201

Item 2(a): Name of Person Filing:

Wanger Asset Management, L.P. ("WAM")

Wanger Asset Management Ltd., the general partner of WAM ("WAM LTD.")

(b) Address of Principal Business Office or, if none, Residence:

WAM and WAM LTD. are each located at:

227 West Monroe Street, Suite 3000 Chicago, Illinois 60606

(c) Citizenship:

WAM is a Delaware limited partnership; and WAM LTD. is a Delaware corporation.

(d) Title of Class of Securities:

Common Stock.

(e) CUSIP Number:

127190304

Item 3: Type of Person:

(d) WAM is an Investment Adviser registered under section 203 of the Investment Advisers Act of 1940; and WAM LTD. is the General Partner of the Investment Adviser.

Item 4: Ownership (at December 31, 1999):

(a) Amount owned "beneficially" within the meaning of rule 13d-3

685,800

(b) Percent of class:

6.23%

(c) Number of shares to which such person has:

(i) sole power to vote or to direct the vote:

none

(ii) shared power to vote or to direct the vote:

685,800

(iii) sole power to dispose or to direct the disposition of:

none

(iv) shared power to dispose or to direct the disposition of:

685,800

Item 5: Ownership of Five Percent or Less of a Class:

Not applicable.

Item 6: Ownership of More than Five Percent on Behalf of Another Person:

The shares reported herein have been acquired on behalf of discretionary clients of WAM. Persons other than WAM and WAM LTD. are entitled to receive all dividends from, and proceeds from the sale of, those shares.

Item 7: Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on By the Parent Holding Company:

Not Applicable.

Item 8: Identification and Classification of Members of the Group:

Not Applicable.

Item 9: Notice of Dissolution of Group:

Not Applicable.

Item 10: Certification:

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were acquired and are held in the ordinary course of business and were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

Signature

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Date: February 11, 2000

The undersigned corporation, on the date above written, agrees and consents to the joint filing on its behalf of this Schedule 13G in connection with its beneficial ownership of the security reported herein.

WANGER ASSET MANAGEMENT, LTD.
for itself and as general partner of
WANGER ASSET MANAGEMENT, L.P.

By: /s/ Bruce H. Lauer

Bruce H. Lauer
Vice President

Page 7 of 7 Pages

End of Filing

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