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CACI INTERNATIONAL INC /DE/

Form 4

September 03, 2014

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

2. Issuer Name and Ticker or Trading

OMB APPROVAL OMB

3235-0287 Number:

January 31, Expires: 2005 Estimated average

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5. Relationship of Reporting Person(s) to

if no longer subject to Section 16. Form 4 or

Check this box

SECURITIES Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations

Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person *

LONDON J PHILLIP			Symbol CACI INTERNATIONAL INC /DE/ [CACI]					Issuer (Check all applicable)		
(Last) 1100 N. GL	t) (First) (Middle) 3. Date (Month			Pate of Earliest Transaction onth/Day/Year) 01/2014				_X_ Director10% Owner Officer (give title below) Other (specify below)		
ARLINGTO	(Street) ON, VA 22201		4. If Amendment, Date Original Filed(Month/Day/Year)					6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person		
(City)	(State)	(Zip)	Tabl	e I - Non-D	Derivative S	Securi	ties Acq	uired, Disposed o	of, or Beneficial	ly Owned
1.Title of Security (Instr. 3)	2. Transaction I (Month/Day/Ye	ear) Execution	med on Date, if Day/Year)	3. Transactic Code (Instr. 8)	4. Securit on(A) or Dis (Instr. 3, 4)	sposed	of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	
CACI Common Stock	09/01/2014			M	13,840	A	<u>(1)</u>	96,873	D	
CACI Common Stock	09/01/2014			M	6,821	A	(2)	103,694	D	
CACI Common Stock	09/01/2014			F	8,346	D	\$ 72.1	95,348	D	

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474 (9-02)

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 orDerivative 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)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
CACI Common Stock (Restricted Stock Units)	\$ 42.15 (1)	09/01/2014		M	13,840	<u>(1)</u>	<u>(1)</u>	CACI Common Stock	13,840
CACI Common Stock (Restricted Stock Units)	\$ 52.09 (<u>2)</u>	09/01/2014		M	6,821	(2)	(2)	CACI Common Stock	6,821

Reporting Owners

Relationships						
ctor 10%	6 Owner	•	Other			
ζ						
	_	_	_			

Signatures

J. Phillip
London

**Signature of

Date

Reporting Person

Reporting Owners 2

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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) On 9/1/10, Dr. London was granted restricted stock units that convert into 13,840 shares of common stock on a 1 for 1 basis upon vesting 36 months after grant. These restricted stock units vested on 9/1/14.
- (2) On 9/1/11, Dr. London was granted restricted stock units that convert into 6,821 shares of common stock on a 1 for 1 basis upon vesting 36 months after grant. These restricted stock units vested on 9/1/14.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.