EDGAR Online

# CACI INTERNATIONAL INC /DE/

Reported by

**PHILLIPS WARREN R**

# FORM 4

(Statement of Changes in Beneficial Ownership)

Filed 06/27/11 for the Period Ending 06/23/11

| | |
|---|---|
| Address | 1100 N GLEBE ST<br>ARLINGTON, VA 22201 |
| Telephone | 7038417800 |
| CIK | 0000016058 |
| Symbol | CACI |
| SIC Code | 7373 - Computer Integrated Systems Design |
| Industry | Software & Programming |
| Sector | Technology |
| Fiscal Year | 06/30 |

Powered By EDGAR Online
http://www.edgar-online.com
© Copyright 2011, EDGAR Online, Inc. All Rights Reserved.
Distribution and use of this document restricted under EDGAR Online, Inc. Terms of Use.

# FORM 4

[ ] Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. *See* Instruction 1(b).

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

OMB APPROVAL
OMB Number: 3235-0287
Expires: February 28, 2011
Estimated average burden hours per response... 0.5

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(f) of the Investment Company Act of 1940

| 1. Name and Address of Reporting Person * | 2. Issuer Name **and** Ticker or Trading Symbol | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) |
|---|---|---|
| **PHILLIPS WARREN R** | **CACI INTERNATIONAL INC /DE/ [ CACI ]** | __ **X** __ Director _____ 10% Owner |
| (Last) (First) (Middle) **1100 N. GLEBE ROAD** | 3. Date of Earliest Transaction (MM/DD/YYYY) **6/23/2011** | _____ Officer (give title below) _____ Other (specify below) |
| (Street) **ARLINGTON, VA 22201** (City) (State) (Zip) | 4. If Amendment, Date Original Filed (MM/DD/YYYY) | 6. Individual or Joint/Group Filing (Check Applicable Line) _ **X** _ Form filed by One Reporting Person ___ Form filed by More than One Reporting Person |

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

| 1.Title of Security (Instr. 3) | 2. Trans. Date | 2A. Deemed Execution Date, if any | 3. Trans. Code (Instr. 8) | | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | | | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---|---|---|---|---|---|---|---|---|---|---|
| | | | Code | V | Amount | (A) or (D) | Price | | | |
| **CACI Common** | **6/23/2011** | | **P** | | **50** | **A** | **$63.06** | **1203** | **D** | |

**Table II - Derivative Securities Beneficially Owned ( *e.g.* , puts, calls, warrants, options, convertible securities)**

| 1. Title of Derivate Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Trans. Date | 3A. Deemed Execution Date, if any | 4. Trans. Code (Instr. 8) | | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | | 6. Date Exercisable and Expiration Date | | 7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4) | | 8. Price of Derivative Security (Instr. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction (s) (Instr. 4) | 10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|
| | | | | Code | V | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | | | |

**Explanation of Responses:**

**Reporting Owners**

| Reporting Owner Name / Address | Relationships | | | |
|---|---|---|---|---|
| | Director | 10% Owner | Officer | Other |
| **PHILLIPS WARREN R**<br>**1100 N. GLEBE ROAD**<br>**ARLINGTON, VA 22201** | **X** | | | |

**Signatures**

**Warren R. Phillips** — ** Signature of Reporting Person

**6/27/2011** — Date

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

* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

**CONFIRMING STATEMENT**

This Statement confirms that the undersigned has authorized and designated the members of the CACI SEC Reporting Committee as identified below, to execute and file on the undersign's behalf all Forms 3, 4, and 5 (including any amendments thereto) that the undersigned may be required to file with the U.S. Securities and Exchange Commission as a result of the undersign's ownership of or transactions in securities of CACI International Inc. The authority of the members of the CACI SEC Reporting Committee under this Statement shall continue until the undersigned is no longer required to file Forms 3, 4, and 5 with regard to the undersign's ownership of or transactions in securities of CACI International Inc, unless earlier revoked in writing. The undersigned acknowledges that the members of the CACI SEC Reporting Committee are not assuming any of the undersign's responsibilities to comply with Section 16 of the Securities Exchange Act of 1934.

This Statement revokes the authority of any person named in any prior confirming statement related to the undersign's filing obligations with respect to the securities of CACI International Inc who is not named herein, and this statement replaces and supercedes any such prior confirming statement. Members of the CACI SEC Reporting Committee:

Stephen L. Waechter
Chief Financial Officer

Jeffrey P. Elefante
General Counsel

Mary T. Peevy
Executive Assistant

Helen D. Johansson
Executive
Administrator

Marjorie L. D.
Crossman
Legal Assistant

**Date:** 9/20/02

/s/ Warren R. Phillips

**Signature**

Warren R. Phillips

**Printed Name**