CACI INTERNATIONAL INC /DE/

Form 4 April 02, 2014

FORM 4

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

Check this box

if no longer subject to Section 16. Form 4 or

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Form 5 obligations may continue. See Instruction

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(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person *

Koegel J William JR

ARLINGTON, VA 22201

2. Issuer Name and Ticker or Trading Symbol

CACI INTERNATIONAL INC /DE/ [CACI]

3. Date of Earliest Transaction

(Last) (First) (Middle)

(Month/Day/Year) 1100 N. GLEBE ROAD 03/31/2014

(Street)

(Zip)

4. If Amendment, Date Original

Filed(Month/Day/Year)

3.

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

1. Title of Security (Instr. 3)

(City)

2. Transaction Date 2A. Deemed (Month/Day/Year)

(State)

Execution Date, if (Month/Day/Year)

TransactionAcquired (A) or Code (Instr. 8)

Disposed of (D) (Instr. 3, 4 and 5)

Code V Amount (D) Price

4. Securities

(A)

5. Amount of Securities Beneficially Owned Following Reported

Transaction(s) (Instr. 3 and 4)

Issuer

below)

Director

Applicable Line)

X_ Officer (give title

Form: Direct (I) (Instr. 4)

7. Nature of Indirect (D) or Indirect Beneficial

Ownership (Instr. 4)

10% Owner

Other (specify

OMB APPROVAL

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January 31,

2005

0.5

OMB

Number:

Expires:

response...

5. Relationship of Reporting Person(s) to

(Check all applicable)

Exec. VP, General Counsel

6. Ownership

6. Individual or Joint/Group Filing(Check

X Form filed by One Reporting Person Form filed by More than One Reporting

below)

Estimated average

burden hours per

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

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Conversion Security or Exercise

3. Transaction Date 3A. Deemed (Month/Day/Year) Execution Date, if

any

4. 5. Number of **Transaction**Derivative Securities Code

6. Date Exercisable and **Expiration Date** (Month/Day/Year)

7. Title and Amount of 8. **Underlying Securities** (Instr. 3 and 4)

D

S

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(Instr. 3) Price of (Month/Day/Year) (Instr. 8) Acquired (A) Derivative or Disposed of Security (D) (Instr. 3, 4, and 5) Code V (A) (D) Date **Expiration Title** Amount Exercisable Date or Number of Shares **CACI** Common **CACI** (1) (1) (Restricted \$ 73.8 03/31/2014 M 10,000 Common 10,000 Stock Stock Units)

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Koegel J William JR Exec. VP, 1100 N. GLEBE ROAD General ARLINGTON, VA 22201 Counsel

Signatures

J. William

Koegel 04/02/2014

**Signature of Date
Reporting Person

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) Mr. Koegel was granted 10,000 Restricted Stock Units on March 31, 2014 that vest on the following dates: 2,000 3/31/15, 2,000 3/31/16, 2,000 3/31/17, 2,000 3/31/18, 2,000 3/31/19

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.

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