

CACI INTERNATIONAL INC /DE/  
Form 10-Q  
February 06, 2012  
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**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

**FORM 10-Q**

(Mark One)

**QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934**

For the quarterly period ended December 31, 2011

OR

**TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934**

Commission File Number 001-31400

**CACI International Inc**

(Exact name of registrant as specified in its charter)

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**Delaware**  
(State or other jurisdiction of  
incorporation or organization)

**54-1345888**  
(I.R.S. Employer  
Identification No.)

**1100 North Glebe Road, Arlington, VA 22201**  
(Address of principal executive offices)

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

Indicate by check mark whether the Registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days. Yes  No .

Indicate by check mark whether the Registrant has submitted electronically and posted on its corporate Web site, if any, every Interactive Data File required to be submitted and posted pursuant to Rule 405 of Regulation S-T during the preceding 12 months (or for such shorter period that the Registrant was required to submit and post such files). Yes  No .

Indicate by check mark whether the Registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer or a smaller reporting company. See the definitions of large accelerated filer, accelerated filer and smaller reporting company in Rule 12b-2 of the Exchange Act.

Large accelerated filer  Accelerated filer   
Non-accelerated filer  Smaller reporting company

Indicate by check mark whether the Registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act). Yes  No .

Indicate the number of shares outstanding of each of the Registrant's classes of Common Stock, as of February 2, 2012: CACI International Inc Common Stock, \$0.10 par value, 26,489,223 shares.

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	<b>Three Months Ended December 31,</b>	
	<b>2011</b>	<b>2010</b>
Revenue	\$ 973,243	\$ 867,278
Costs of revenue:		
Direct costs	679,398	608,536
Indirect costs and selling expenses	204,541	185,247
Depreciation and amortization	14,598	14,060
Total costs of revenue	898,537	807,843
Income from operations	74,706	59,435
Interest expense and other, net	6,538	5,991
Income before income taxes	68,168	53,444
Income taxes	26,888	19,945
Net income including portion attributable to noncontrolling interest in earnings of joint venture	41,280	33,499
Noncontrolling interest in earnings of joint venture	(219)	(264)
Net income attributable to CACI	\$ 41,061	\$ 33,235
Basic earnings per share	\$ 1.55	\$ 1.10
Diluted earnings per share	\$ 1.51	\$ 1.08
Weighted-average basic shares outstanding	26,450	30,288
Weighted-average diluted shares outstanding	27,270	30,906

*See Notes to Unaudited Condensed Consolidated Financial Statements*

**Table of Contents****CACI INTERNATIONAL INC****CONDENSED CONSOLIDATED STATEMENTS OF OPERATIONS (UNAUDITED)**

(amounts in thousands, except per share data)

	<b>Six Months Ended December 31,</b>	
	<b>2011</b>	<b>2010</b>
Revenue	\$ 1,897,638	\$ 1,701,249
Costs of revenue:		
Direct costs	1,314,329	1,198,006
Indirect costs and selling expenses	404,823	364,569
Depreciation and amortization	28,126	27,142
Total costs of revenue	1,747,278	1,589,717
Income from operations	150,360	111,532
Interest expense and other, net	12,138	11,824
Income before income taxes	138,222	99,708
Income taxes	54,829	37,384
Net income including portion attributable to noncontrolling interest in earnings of joint venture	83,393	62,324
Noncontrolling interest in earnings of joint venture	(192)	(434)
Net income attributable to CACI	\$ 83,201	\$ 61,890
Basic earnings per share	\$ 3.01	\$ 2.04
Diluted earnings per share	\$ 2.91	\$ 2.00
Weighted-average basic shares outstanding	27,683	30,296
Weighted-average diluted shares outstanding	28,556	31,004

*See Notes to Unaudited Condensed Consolidated Financial Statements*

**Table of Contents****CACI INTERNATIONAL INC****CONDENSED CONSOLIDATED BALANCE SHEETS (UNAUDITED)**

(amounts in thousands, except per share data)

	December 31, 2011	June 30, 2011
<b>ASSETS</b>		
Current assets:		
Cash and cash equivalents	\$ 24,045	\$ 164,817
Accounts receivable, net	658,736	573,042
Prepaid expenses and other current assets	41,084	44,219
Total current assets	723,865	782,078
Goodwill	1,389,163	1,266,285
Intangible assets, net	128,498	108,102
Property and equipment, net	64,718	62,755
Other long-term assets	106,893	100,911
Total assets	\$ 2,413,137	\$ 2,320,131
<b>LIABILITIES AND SHAREHOLDERS' EQUITY</b>		
Current liabilities:		
Current portion of long-term debt	\$ 7,500	\$ 7,500
Accounts payable	136,467	98,893
Accrued compensation and benefits	158,939	173,586
Other accrued expenses and current liabilities	143,140	157,242
Total current liabilities	446,046	437,221
Long-term debt, net of current portion	589,597	402,437
Deferred income taxes	82,542	68,123
Other long-term liabilities	108,487	102,734
Total liabilities	1,226,672	1,010,515
<b>COMMITMENTS AND CONTINGENCIES</b>		
Shareholders' equity:		
Preferred stock \$0.10 par value, 10,000 shares authorized, no shares issued		
Common stock \$0.10 par value, 80,000 shares authorized, 40,490 and 40,273 shares issued, respectively	4,049	4,027
Additional paid-in capital	512,144	504,156
Retained earnings	1,021,695	938,495
Accumulated other comprehensive loss	(7,102)	(3,115)
Treasury stock, at cost (14,023 and 10,077 shares, respectively)	(346,206)	(136,631)
Total CACI shareholders' equity	1,184,580	1,306,932
Noncontrolling interest in joint venture	1,885	2,684
Total shareholders' equity	1,186,465	1,309,616
Total liabilities and shareholders' equity	\$ 2,413,137	\$ 2,320,131

*See Notes to Unaudited Condensed Consolidated Financial Statements*

**Table of Contents****CACI INTERNATIONAL INC****CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWS (UNAUDITED)**

(amounts in thousands)

	<b>Six Months Ended December 31,</b>	
	<b>2011</b>	<b>2010</b>
<b>CASH FLOWS FROM OPERATING ACTIVITIES</b>		
Net income including portion attributable to noncontrolling interest in earnings of joint venture	\$ 83,393	\$ 62,324
Reconciliation of net income including portion attributable to noncontrolling interest to net cash provided by operating activities:		
Depreciation and amortization	28,126	27,142
Non-cash interest expense	5,910	5,522
Amortization of deferred financing costs	1,248	1,762
Stock-based compensation expense	7,243	8,413
Deferred income tax expense	14,162	7,084
Undistributed earnings of unconsolidated joint venture	(661)	(753)
Changes in operating assets and liabilities, net of effect of business acquisitions:		
Accounts receivable, net	(69,232)	(17,458)
Prepaid expenses and other assets	(1,385)	(8,962)
Accounts payable and other accrued expenses	47,861	(3,651)
Accrued compensation and benefits	(24,263)	(13,430)
Income taxes payable and receivable	(10,091)	(8,584)
Other liabilities	3,030	9,108
Net cash provided by operating activities	85,341	68,517
<b>CASH FLOWS FROM INVESTING ACTIVITIES</b>		
Capital expenditures	(7,138)	(5,767)
Cash paid for business acquisitions, net of cash acquired	(192,066)	(126,387)
Investment in unconsolidated joint venture, net		(4,265)
Other	(765)	1,019
Net cash used in investing activities		