

LONDON J PHILLIP
Form 4
March 09, 2011

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

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

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(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
LONDON J PHILLIP

2. Issuer Name and Ticker or Trading Symbol
CACI INTERNATIONAL INC /DE/
[CACI]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
1100 N. GLEBE ROAD

(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
03/07/2011

Director 10% Owner
 Officer (give title below) Other (specify below)

ARLINGTON, VA 22201

(City) (State) (Zip)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 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. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction 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	03/07/2011 ⁽¹⁾		M	4,405 A \$ 36.13	100,295	D	
CACI Common	03/07/2011 ⁽¹⁾		S	4,405 ⁽¹⁾ D \$ 60	95,890	D	
CACI Common	03/08/2011 ⁽¹⁾		M	6,885 A \$ 36.13	102,775	D	
CACI Common	03/08/2011 ⁽¹⁾		S	6,885 ⁽¹⁾ D \$ 60.121	95,890	D	
CACI Common	03/08/2011 ⁽¹⁾		M	4,528 A \$ 34.1	100,418	D	

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CACI Common 03/08/2011⁽¹⁾ S 4,528⁽¹⁾ D \$ 60.121 95,890 D

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

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.

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 Derivative 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)	8. Amount or Number of Shares
CACI Common	\$ 36.13	03/07/2011		M	4,405	⁽²⁾ 07/01/2012	CACI Common 4,405	\$
CACI Common	\$ 36.13	03/08/2011		M	6,885	⁽²⁾ 07/01/2012	CACI Common 6,885	\$
CACI Common	\$ 34.1	03/08/2011		M	4,528	⁽²⁾ 06/30/2013	CACI Common 4,528	\$

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
LONDON J PHILLIP 1100 N. GLEBE ROAD ARLINGTON, VA 22201	X			

Signatures

J. Phillip 03/09/2011
London

**Signature of Reporting Person

Date

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) Pursuant to Dr. London's 10b5-1 Plan

(2) 11,290 exercisable 7/1/05, 4,528 exercisable 7/1/04

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

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