

CACI INTERNATIONAL INC /DE/
Form 4
April 05, 2006

FORM 4

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

OMB APPROVAL

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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/
[CAI]

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)
04/03/2006

Director 10% Owner
 Officer (give title below) Other (specify below)
Chairman, President and CEO

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	04/03/2006		M		73,000 (1) A \$ 7.705	182,000	D
CACI Common	04/03/2006		S		73,000 (1) D \$ 65.2289	109,000	D
CACI Common	04/04/2006		M		17,000 (1) A \$ 7.705	126,000	D
CACI Common	04/04/2006		M		10,000 (1) A \$ 8.438	136,000	D
CACI Common	04/04/2006		M		10,000 (1) A \$ 10	146,000	D

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CACI Common 04/04/2006 S 37,000⁽¹⁾ D \$ 65.0405 109,000 D

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

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(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)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
CACI Common (Right to Buy)	\$ 7.705	04/03/2006		M	40,000 <u>(1)</u>	09/01/2001 09/15/2008	CACI Common 40,000
CACI Common (Right to Buy)	\$ 7.705	04/03/2006		M	33,000 <u>(1)</u>	09/01/2002 09/15/2008	CACI Common 33,000
CACI Common (Right to Buy)	\$ 7.705	04/04/2006		M	17,000 <u>(1)</u>	09/01/2002 09/15/2008	CACI Common 17,000
CACI Common (Right to Buy)	\$ 8.438	04/04/2006		M	10,000 <u>(1)</u>	03/17/2004 03/17/2009	CACI Common 10,000
CACI Common (Right to Buy)	\$ 10	04/04/2006		M	10,000 <u>(1)</u>	07/01/2001 06/16/2010	CACI Common 10,000

Reporting Owners

Reporting Owner Name / Address

Relationships

Reporting Owners

Director 10% Owner Officer Other

LONDON J PHILLIP
1100 N. GLEBE ROAD
ARLINGTON, VA 22201

X

Chairman, President and CEO

Signatures

J. Phillip
London

04/05/2006

**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 10B(5)-1 Plan

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.