

CACI INTERNATIONAL INC /DE/
Form 8-K
August 12, 2013

U. S. SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d)

of the Securities Exchange Act of 1934

August 6, 2013

(Date of Report Date of Earliest Event Reported)

CACI International Inc

(Exact name of registrant as specified in its Charter)

Delaware
(State or other jurisdiction

of incorporation)

001-31400
(Commission

file number)
1100 N. Glebe Road,

54-1345899
(IRS Employer

Identification No.)

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Arlington, Virginia 22201

(Address of Principal executive offices) (ZIP code)

(703) 841-7800

(Registrant's telephone number, including area code)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- .. Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- .. Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.142-12)
- .. Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- .. Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Item 1.01. Entry into a Material Definitive Agreement.

On August 6, 2013, CACI International Inc and certain of its subsidiaries (CACI) entered into a third amendment (the Amendment) to its Credit Agreement (as amended, restated and modified from time to time prior to the date hereof, the Credit Agreement), dated as of October 21, 2010, with the lenders named therein and Bank of America, N.A., as administrative agent, swing line lender and letter of credit issuer.

The Amendment extends the maturity date of the Credit Agreement from November 18, 2016 to August 6, 2018 and makes appropriate adjustments to the amortization schedule to reflect this change in maturity date. The Amendment also increases the permitted aggregate amount of investments that CACI can make that are not specified in the Credit Agreement from \$250 million to \$300 million.

In addition, the Amendment modifies the permitted aggregate amount of incremental facilities that may be added by amendment to the credit facility from a remaining fixed limit of \$150 million to an amount that is the greater of \$250 million or 2.75 times the senior secured leverage ratio. The Amendment also removes the most favored nation provision with respect to incremental facilities.

All other material terms of the Credit Agreement remain the same. Additional information regarding the terms of the Credit Agreement, as previously amended, is contained in CACI s current reports on Form 8-K, filed October 27, 2010, May 18, 2011, and November 22, 2011 which are incorporated herein by reference.

This summary does not purport to be complete and is qualified in its entirety by the complete text of the Credit Agreement, as amended previously and pursuant to the Amendment, filed as Exhibits 10.1, 10.2, 10.3 and 10.4 hereto and incorporated herein by reference.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits

Exhibit

| Number | Description |
|--------|--|
| 10.1 | The Credit Agreement dated October 21, 2010, between CACI International Inc, Bank of America, N.A. and a consortium of participating banks (incorporated by reference to Exhibit 10.1 to CACI s Form 8-K, filed October 27, 2010). |
| 10.2 | Amendment dated May 17, 2011 to the Credit Agreement dated October 21, 2010, between CACI International Inc, Bank of America, N.A. and a consortium of participating banks (incorporated by reference to Exhibit 10.2 to CACI s Form 8-K, filed May 19, 2011). |
| 10.3 | Amendment dated November 18, 2011 to the Credit Agreement dated October 21, 2010, between CACI International Inc, Bank of America, N.A. and a consortium of participating banks (incorporated by reference to Exhibit 10.3 to CACI s Form 8-K, filed November 22, 2011). |
| 10.4* | Amendment dated August 6, 2013 to the Credit Agreement dated October 21, 2010, between CACI International Inc, Bank of America, N.A. and a consortium of participating banks. |

* filed herewith

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

CACI International Inc

By: /s/ Arnold D. Morse
Arnold D. Morse
Senior Vice President,

Chief Legal Officer and Secretary
Dated: August 12, 2013