MUTRYN THOMAS A

Form 4

August 24, 2011

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB APPROVAL OMB

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Form filed by More than One Reporting

Check this box if no longer subject to Section 16.

Form 4 or 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

(Print or Type Responses)

1(b).

1. Name and AcMUTRYN T	•	ing Person *	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) 1100 N. GLE	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 08/22/2011	Director 10% Owner Officer (give title Other (specify below) Exec VP & CFO
	(Street)		4. If Amendment, Date Original Filed(Month/Day/Year)	6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person

ARLINGTON, VA 22201

711211 (616) (, 71122201				Person						
	(City)	(State) (Zip) Table	e I - Non-D	erivative	Secur	ities Acq	uired, Disposed of	, or Beneficiall	y Owned
	1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactio Code (Instr. 8)	4. Securi n(A) or Di (Instr. 3,	spose	d of (D)	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)
	CACI Common Stock	08/22/2011		M	1,476	A	(1)	23,038	D	
	CACI Common Stock	08/22/2011		F	519	D	\$ 50.13	22,519	D	

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 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. NumborDerivative Securities Acquired Disposed (Instr. 3, 5)	es d (A) or d of (D)	6. Date Exercisab Expiration Date (Month/Day/Year		7. Title and A Underlying S (Instr. 3 and A	Securiti
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amou or Numb of Shares
CACI Common (Restricted Stock Units)	(1)	08/22/2011		M		1,476	08/22/2011 <u>(1)</u>	<u>(1)</u>	CACI Common	1,47
CACI Common (Restricted Stock Units)	\$ 42.61 (3)	08/22/2011		A	1,341		<u>(2)</u>	(2)	CACI Common	1,34

Reporting Owners

Reporting Owner Name / Address	Relationships
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Director 10% Owner Officer Other

MUTRYN THOMAS A 1100 N. GLEBE ROAD ARLINGTON, VA 22201

Exec VP & CFO

Signatures

Thomas A. 08/24/2011 Mutryn

**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) On 8/22/08 Mr. Mutryn was granted Restricted stock units that convert into 1,476 shares of common stock on a 1 for 1 basis. These restricted stock units vested on 8/22/11.
- (2) Shares vest in 36 months
- (3) Net price to participant based on provisions of the Management Stock Purchase Plan. Under that Plan, the participant is entitled to a 15% discount (Market \$50.13 x 85% = \$42.61)

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

Reporting Owners 2

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