CACI INTERNATIONAL INC /DE/

Form 4/A

September 19, 2011

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

3235-0287

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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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * 2. Issuer Name and Ticker or Trading **MUTRYN THOMAS A** Symbol

5. Relationship of Reporting Person(s) to Issuer

below)

CACI INTERNATIONAL INC /DE/

(Check all applicable)

[CACI]

(Last) (First) (Middle)

(Street)

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

Director 10% Owner X_ Officer (give title Other (specify

6. Individual or Joint/Group Filing(Check

09/01/2010

4. If Amendment, Date Original

Exec VP & CFO

Filed(Month/Day/Year)

Applicable Line)

09/02/2010

X Form filed by One Reporting Person Form filed by More than One Reporting

Person

ARLINGTON, VA 22201

1100 N. GLEBE ROAD

(City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)

2. Transaction Date 2A. Deemed (Month/Day/Year)

Execution Date, if

(Month/Day/Year)

3. 4. Securities TransactionAcquired (A) or Code Disposed of (D) (Instr. 3, 4 and 5) (Instr. 8)

5. Amount of Securities Beneficially Owned Following

6. Ownership 7. Nature of Form: Direct Indirect (D) or Indirect Beneficial (I)

(Instr. 4)

Ownership (Instr. 4)

(A)

Transaction(s) (Instr. 3 and 4)

Reported

Code V Amount (D) Price

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

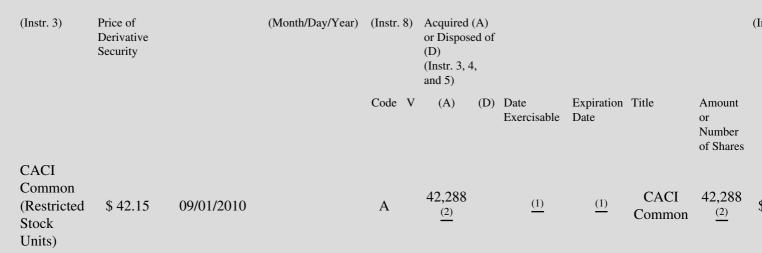
1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Nur
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orDeriva

mber of 6. Date Exercisable and **Expiration Date**

7. Title and Amount of 8. **Underlying Securities** D S

ative Security or Exercise Code Securities (Month/Day/Year) (Instr. 3 and 4) any

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Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

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

Exec VP & CFO

Signatures

Thomas A. 09/19/2011 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) 50 percent vest 9/1/2013, 50 percent vest 9/1/2014
 - The original grant reported on 9/2/10 indicated a grant of 25,850 RSUs to Mr. Mutryn. Based upon the performance conditions of the
- (2) grants, the final RSU amounts were increased by 63.6%. Performance conditions included fiscal year 2011 results and the change in the 90-day average stock price on 9/1/2011 compared to 9/1/2010.
- (3) As of 9/2/10 (date of original filing). Total derivative securities owned as of 9/19/11 139,474.

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.

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