CACI INTERNATIONAL INC

FY2019

THIRD QUARTER EARNINGS CONFERENCE CALL

May 2, 2019

INFORMATION DEPLOYED. SOLUTIONS ADVANCED. MISSIONS ACCOMPLISHED.

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Forward-looking Statements

There are statements made herein which do not address historical facts and, therefore, could be interpreted to be forward-looking statements as that term is defined in the Private Securities Litigation Reform Act of 1995. Such statements are subject to factors that could cause actual results to differ materially from anticipated results. The factors that could cause actual results to differ materially from those anticipated include, but are not limited to, the following: legal, regulatory, and political change successive presidential administrations that could result in economic uncertainty; changes in U.S. federal agencies, current agreements with other nations, foreign events, or any other events which may affect the global economy; regional and national economic conditions in the United States and globally; terrorist activities or war; changes in interest rates; currency fluctuations; significant fluctuations in the equity markets; changes in our effective tax rate; failure to achieve contract awards in connection with re-competes for present business and/or competition for new business; the risks and uncertainties associated with client interest in and purchases of new products and/or services; continued funding of U.S. government or other public sector projects, based on a change in spending patterns, implementation of spending cuts (sequestration) under the Budget Control Act of 2011, or any legislation that amends or changes discretionary spending levels under that act; changes in budgetary priorities or in the event of a priority need for funds, such as homeland security; government contract procurement (such as bid protest, small business set asides, loss of work due to organizational conflicts of interest, etc.) and termination risks; the results of government audits and reviews conducted by the Defense Contract Audit Agency, the Defense Contract Management Agency, or other governmental entities with cognizant oversight; individual business decisions of our clients; paradigm shifts in technology; competitive factors such as pricing pressures and/or competition to hire and retain employees (particularly those with security clearances); market speculation regarding our continued independence; material changes in laws or regulations applicable to our businesses, particularly in connection with (i) government contracts for services, (ii) outsourcing of activities that have been performed by the government, and (iii) competition for task orders under Government Wide Acquisition Contracts (GWACs) and/or schedule contracts with the General Services Administration; the potential impact of the announcement or consummation of a proposed transaction and our ability to successfully integrate the operations of our recent and any future acquisitions; our own ability to achieve the objectives of near term or long range business plans; and other risks described in our Securities and Exchange Commission filings.

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Ken Asbury
President and
Chief Executive Officer

John Mengucci
Chief Operating Officer

DeEtte Gray
President, U.S. Operations

Thomas Mutryn
Chief Financial Officer

Greg Bradford
Chief Executive Officer,
CACI Limited in the UK

CACI
Third Quarter
RESULTS

Strong Results and **Record Awards**

Record revenue, up 12.5% YoY with **2.7% organic** growth

Strong profitability with Adjusted EBITDA margin[1] of 9.3%

Includes $14 million of transaction-related expenses

Robust cash flow from operations of $113 million[1]

Excludes $200 million from A/R purchase facility

Record contract awards of **$2.7 billion, up 95%** year-over-year

~85% new business to CACI

Raising FY 2019 net income, EPS, and cash flow guidance

[1] *See slides 16-19 for definitions and reconciliations of non-GAAP measures.*

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CURRENT

Market Environment

Positive Market Trends

GFY20 administration budget request reflects continued commitment to Defense and National Security

Bipartisan consensus regarding need to restore capabilities and capacity in context of great power competition

CACI well-aligned with spending priorities:

- Electronic warfare and communications
- Intelligence, including SIGINT and cyber
- Homeland security solutions and products
- Modernization of systems, processes, and infrastructure

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COMBINED

Capabilities

Strategic Differentiation With LGS and Mastodon

RF Expertise
Superior Transceivers
System Design and Development
Form Factor Manufacturing

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Current SIGINT | EW Programs
Comprehensive Customer Access
Platform Integration
Advanced Cyber Operations

LGS
INNOVATIONS

Signal Processing
Multi-waveform
Detection Algorithms
Advanced R&D and Engineering

Expands our total addressable market

Aligns to strategic investments

Well-funded, priority budget areas

High-growth, high-margin companies, purchased at the right time

Exciting Opportunities for CACI

Continued strong performance through FY 2019

Executing on our strategy

- Winning New Business
- Driving Operational Excellence
- Deploying Capital to Support Future Growth

Confident in our ability to deliver value to customers and shareholders

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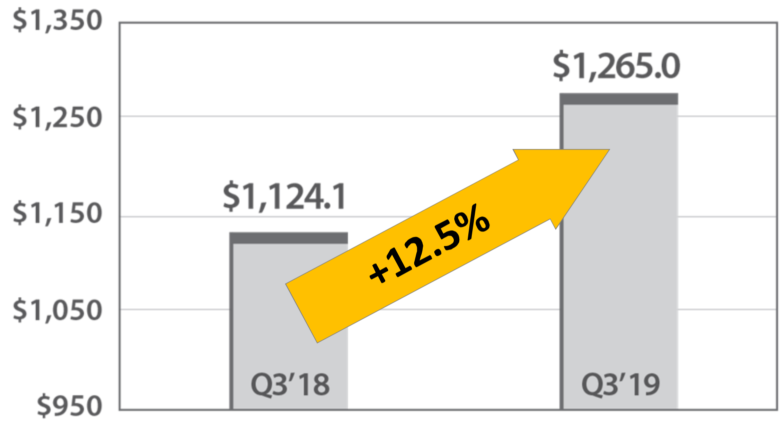
CACI
Third Quarter
RESULTS

Third Quarter Revenue and **Pretax Income**

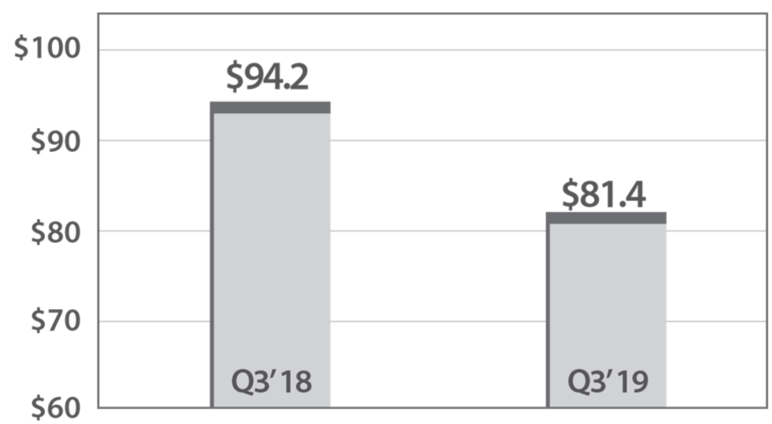
Revenue
(millions)



On-contract **growth**, new business **wins**, and acquisitions

Organic revenue growth of **2.7%**

Pre-Tax Income
(millions)



Q3 '19 includes *$14 million* of **transaction-related costs**

Q3 '18 includes *$22 million* of **non-recurring benefits**

Adjusting for these items better illustrates **positive underlying performance**

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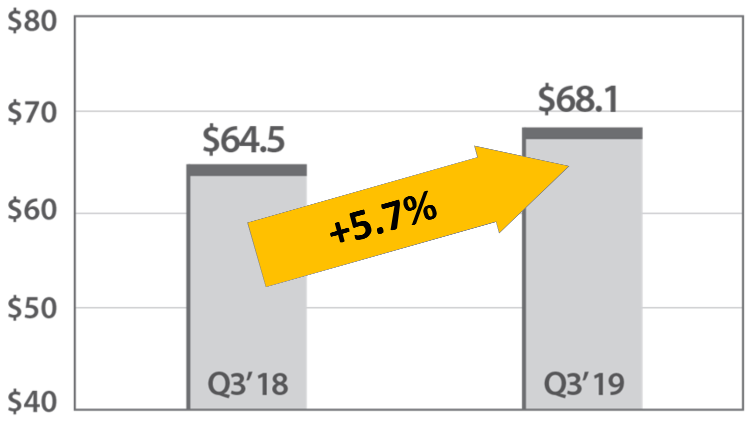
CACI
Third Quarter
RESULTS

Third Quarter Net Income

Net Income
(millions)



Driven by same factors as **pre-tax income** and tax savings

Adjusting for these items, as well as the timing of Tax Reform, better illustrates **strong underlying performance**

See slides 16-19 for definitions and reconciliations of non-GAAP measures, including a Reconciliation of FY18 Non-GAAP Net Income Assuming a Full Year of Tax Reform.

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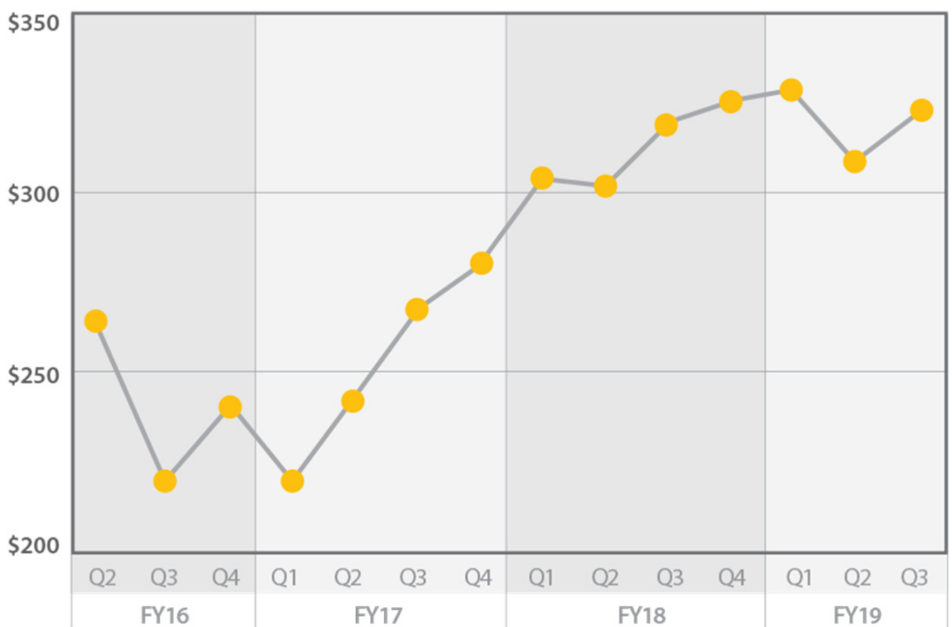
Third Quarter
RESULTS

Generating Strong Cash Flow

TTM Operating Cash Flow[1]



Generated **$113 million** in operating cash flow, excluding $200 million benefit from A/R purchase facility[1]

Days sales outstanding of **66 days**[2]

Net debt/TTM Adjusted EBITDA of **~3.4 times**

40% of debt structure with fixed interest rates[3]

[1] Q3 FY19 net cash flow from operations excludes $200 million from CACI's Master Accounts Receivable Purchase Agreement (MARPA facility). See definition on slide 16 and reconciliation on slide 17 for additional detail.

[2] DSO calculation for Q3 FY19 includes a full quarter of LGS revenue and excludes the impact of the Company's MARPA facility. Including the impact of the MARPA facility, DSO was 57 days in Q3 FY19.

[3] Includes $300 million as of 7/1/19.

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FY19 Guidance

Raising FY 2019 Net Income Guidance

	Prior Guidance	Current Guidance
Revenue (millions)	$4,875 – $5,025	**$4,900 – $5,025**
Net Income (GAAP millions)	$255 – $265	**$262 – $270**
Diluted EPS	$9.96 – $10.35	**$10.31 – $10.63**
Diluted Shares (millions)	25.6	**25.4**

LGS and Mastodon now expected to **exceed $125 million** of revenue in FY19

FY19 operating cash flow now expected to be **at least $350 million***

Full-year tax rate expected to be 19.9%

This guidance represents CACI views as of May 1, 2019.
Investors are reminded that actual results may differ from these estimates for reasons described in the Company's Safe Harbor Statement and filings with the SEC.

*FY19 operating cash flow expectations exclude activity related to our accounts receivables sales facility

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Record Contract Awards and Backlog

Contract awards of **$2.7 billion**, ~**85% new business** to CACI, including:

- $810 million contract to develop, modernize, deliver, and sustain mobile and transportable command and control systems
- $415 million contract to build signals intelligence, electronic warfare, and cyber solutions
- Task order with the U.S. Army to develop, test, and field sensors and laser products
- Large multi-award IDIQ to develop cyber and electronic warfare solutions

Backlog now **$14.9 billion**, **up 35%** year-over-year

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SUCCESSFULLY
Executing Our Strategy

LGS and Mastodon Update

CACI

Secure Handheld

Intuitive Design

Ruggedized

Advanced Data Links

RF Expertise

Power Management

Integration

Multi Mission Capable – Communications and C2

Reduced Combat Load on Solider

Optimized for Contested Environments

CACI

Ground-based Systems Integration

SIGINT / COMMS Expertise

LGS INNOVATIONS

Aircraft-based SIGINT Systems

Advanced Signals

Contested Comms Expertise

Layered SIGINT and Communications Solution

Multi-Domain Operations

Built for Contested Environments

Cost Synergies Achieved – Integration Largely Complete – Revenue Synergies Advancing

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CACI FY 2019

Revenue Profile

Positive Forward Indicators

99%
EXISTING BUSINESS

STRONG
Performance

<1%
RECOMPETES

HIGH
Win Rate

<1%
NEW BUSINESS

QUALITY
Pipeline

$2.7 billion in contract awards (record)
TTM Book-to-Bill now 1.7x

Backlog of **$14.9 billion** (record)

Pipeline of submitted bids totals **$8.8 billion**
~60% *for new business to CACI*

Bids expected to be submitted in the next two quarters total **$16.3 billion**
~80% *for new business to CACI*

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Strong Results, Positive Outlook

Another quarter of **strong financial performance**,
with organic **growth**, margin **expansion**, and **robust** cash flow

Outstanding business development execution,
yielding **record** contract awards and backlog

Raising FY 2019 net income, EPS, and cash flow guidance

LGS and Mastodon contributing to **strategic differentiation**

Successfully executing our strategy, **delivering value**
for customers and shareholders

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DEFINITIONS

Non-GAAP Measures

The Company defines net cash provided by operating activities excluding CACI's Master Accounts Receivable Purchase Agreement (MARPA facility) as net cash provided by operating activities calculated in accordance with GAAP, adjusted to exclude net cash received from CACI's MARPA facility for the sale of certain designated eligible U.S. government receivables. Under the MARPA facility, the Company can sell eligible receivables, including certain billed and unbilled receivables up to a maximum amount of $200.0 million. The Company uses net cash provided by operating activities excluding MARPA facility to allow investors to more easily compare current period results to prior period results and to results of our peers.

The Company views Adjusted EBITDA and Adjusted EBITDA margin, both of which are defined as non-GAAP measures, as important indicators of performance, consistent with the manner in which management measures and forecasts the Company's performance. Adjusted EBITDA is a common non-GAAP measure when comparing our results to those of other companies. We define Adjusted EBITDA as GAAP net income plus net interest expense, income taxes, depreciation and amortization, and earnout adjustments. We consider Adjusted EBITDA to be a useful metric for management and investors to evaluate and compare the ongoing operating performance of our business on a consistent basis across reporting periods, as it eliminates the effect of non-cash items such as depreciation of tangible assets, amortization of intangible assets primarily recognized in business combinations, as well as the effect of earnout gains and losses, which we do not believe are indicative of our core operating performance. Adjusted EBITDA margin is adjusted EBITDA divided by revenue.

The Company views FY18 Non-GAAP Net Income Assuming a Full Year of Tax Reform, a non-GAAP measure, as an important indicator of performance, consistent with the manner in which management measures and forecasts the Company's performance. FY18 Non-GAAP Net Income Assuming a Full Year of Tax Reform is defined as GAAP net income excluding (1) the one-time net benefit from Tax Reform consisting of the remeasurement of deferred taxes, partially offset by transition tax on cumulative foreign earnings, and including (2) the application of the new lower federal tax rate of 21% to all of FY18 as if the rate was in effect at that time. We believe that FY18 Non-GAAP Net Income Assuming a Full Year of Tax Reform is useful to investors as it allows investors to more easily compare FY19 results and guidance to FY18 results with a normalized tax rate.

These non-GAAP measures should not be considered in isolation or as a substitute for performance measures prepared in accordance with GAAP.

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DEFINITIONS

Non-GAAP Measures

Reconciliation of Net Cash Provided by Operating Activities to Net Cash Provided by Operating Activities Excluding MARPA Facility

(dollars in thousands)	Quarter Ended 3/31/2019	Nine Months Ended 3/31/2019
Net cash provided by operating activities	$ 313,301	$ 452,841
Less:		
Cash from MARPA Facility	(200,000)	(200,000)
Net cash provided by operating activities excluding MARPA facility	$ 113,301	$ 252,841

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DEFINITIONS

Non-GAAP Measures

Adjusted Earnings Before Interest, Taxes, Depreciation and Amortization (Adjusted EBITDA)

Adjusted EBITDA is GAAP Net Income plus interest expense, income taxes, depreciation and amortization, earnout adjustments, and other

	Quarter Ended			Nine Months Ended		
(dollars in thousands)	3/31/2019	3/31/2018	% Change	3/31/2019	3/31/2018	% Change
Net income	$ 68,145	$ 64,499	5.7%	$ 215,574	$ 249,340	-13.5%
Plus:						
Income taxes	13,297	29,729	-55.3%	49,424	(21,749)	-327.2%
Interest income and expense, net	13,466	10,566	27.4%	31,773	32,769	-3.0%
Depreciation and amortization	21,198	17,717	19.6%	58,797	53,563	9.8%
Earnout adjustments	1,100	416	164.4%	300	(1,597)	-118.8%
Adjusted EBITDA	$ 117,206	$ 122,927	-4.7%	$ 355,868	$ 312,326	13.9%

	Quarter Ended			Nine Months Ended		
(dollars in thousands)	3/31/2019	3/31/2018	% Change	3/31/2019	3/31/2018	% Change
Revenue, as reported	$ 1,264,958	$ 1,124,100	12.5%	$ 3,612,463	$ 3,297,774	9.5%
Adjusted EBITDA	117,206	122,927	-4.7%	355,868	312,326	13.9%
Adjusted EBITDA margin	9.3%	10.9%		9.9%	9.5%	

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DEFINITIONS

Non-GAAP Measures

Reconciliation of FY18 Non-GAAP Net Income Assuming a Full Year of Tax Reform

(Amounts in thousands, except per share amounts)	Q1 9/30/2017 Net Income	Q1 9/30/2017 Diluted EPS	Q2 12/31/2017 Net Income	Q2 12/31/2017 Diluted EPS	Q3 3/31/2018 Net Income	Q3 3/31/2018 Diluted EPS	Q4 6/30/2018 Net Income	Q4 6/30/2018 Diluted EPS
Net income, as reported	$ 42,046	$ 1.67	$ 142,795	$ 5.66	$ 64,499	$ 2.56	$ 51,831	$ 2.05
Remeasurement of deferred taxes	-	-	(94,831)	(3.76)	-	-	(1,438)	(0.06)
Transition tax on foreign earnings	-	-	9,676	0.38	-	-	-	-
Impact of tax rate change for full year	4,853	0.19	2,347	0.10	6,737	0.26	3,716	0.15
FY18 Adjusted Net Income Assuming a Full Year of Tax Reform	$ 46,899	$ 1.86	$ 59,987	$ 2.38	$ 71,236	$ 2.82	$ 54,109	$ 2.14

(Amounts in thousands, except per share amounts)	Three Months Ended 9/30/2017 Net Income	Three Months Ended 9/30/2017 Diluted EPS	Six Months Ended 12/31/2017 Net Income	Six Months Ended 12/31/2017 Diluted EPS	Nine Months Ended 3/31/2018 Net Income	Nine Months Ended 3/31/2018 Diluted EPS	Twelve Months Ended 6/30/2018 Net Income	Twelve Months Ended 6/30/2018 Diluted EPS
Net income, as reported	$ 42,046	$ 1.67	$ 184,841	$ 7.33	$ 249,340	$ 9.88	$ 301,171	$ 11.93
Remeasurement of deferred taxes	-	-	(94,831)	(3.76)	$ (94,831)	(3.76)	(96,269)	(3.81)
Transition tax on foreign earnings	-	-	9,676	0.38	9,676	0.38	9,676	0.38
Impact of tax rate change for full year	4,853	0.19	7,200	0.29	13,937	0.55	17,653	0.70
FY18 Adjusted Net Income Assuming a Full Year of Tax Reform	$ 46,899	$ 1.86	$ 106,886	$ 4.24	$ 178,122	$ 7.06	$ 232,231	$ 9.20

Note: Amounts may not add due to rounding

These non-GAAP measures should not be considered in isolation or as a substitute for performance measures prepared in accordance with GAAP.

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