

MUTRYN THOMAS A
 Form 4/A
 December 30, 2008

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 *
 MUTRYN THOMAS A

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)
 11/20/2008

Director 10% Owner
 Officer (give title below) Other (specify below)
 Exec VP & CFO

ARLINGTON, VA 22201
 (City) (State) (Zip)

4. If Amendment, Date Original Filed (Month/Day/Year)
 11/24/2008

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 Ownership (Instr. 4) | | |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|-----|-------|
| | | | | (A) or (D) | 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 information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1474
 (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 | 2. Conversion or Exercise | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any | 4. Transaction Code | 5. Number of Derivative Securities | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) |
|---------------------------------|---------------------------|--------------------------------------|-----------------------------------|---------------------|------------------------------------|--|---|
|---------------------------------|---------------------------|--------------------------------------|-----------------------------------|---------------------|------------------------------------|--|---|

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| (Instr. 3) | Price of Derivative Security | (Month/Day/Year) | (Instr. 8) | Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | Code | V | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
|--|------------------------------|------------------|------------|--|------|---|-------|-----|------------------|-----------------|-------------|----------------------------|
| CACI Common (Stock Settled Appreciation Rights) ⁽³⁾ | \$ 37.67 | 11/20/2008 | | | A | | 6,400 | | <u>(1)</u> | 11/19/2015 | CACI Common | 6,400 |
| CACI Common (Restricted Shares) ⁽³⁾ | \$ 37.67 | 11/20/2008 | | | A | | 5,250 | | <u>(2)</u> | <u>(2)</u> | CACI Common | 5,250 |

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. Mutryn
12/30/2008
 **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) 1,280 shares vest 8/17/09, 1,280 shares vest 8/17/10, 1,280 shares vest, 8/17/11, 1,280 shares vest 8/17/12, 1,280 shares vest 8/17/13
- (2) 1,750 shares vest 8/17/10, 1,750 shares vest 8/17/11, 1,750 shares vest 8/17/12

The file originally attached and filed on November 24, 2008 were for Mr. Mutryn's August 18th grants, which had already been filed in August. This was a clerical error. The correct file with the correct numbers are on this Form 4. Previous Form 4 showed total derivative ownership of 53,380. Correct number is 66,506.

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.