

DEFENCE COMPANIES INDEX (DCI) ON ANTI-CORRUPTION AND CORPORATE TRANSPARENCY 2020

FINAL ASSESSMENT

CACI INTERNATIONAL INC.

The following pages contain the detailed scoring for this company based on publicly available information.

The table below shows a summary of the company's scores per section:

Section	Number of Questions*	Score Based on Publicly Available Information
1. Leadership and Organisational Culture	4	6/8
2. Internal Controls	6	5/12
3. Support to Employees	7	6/14
4. Conflict of Interest	4	4/8
5. Customer Engagement	6	4/12
6. Supply Chain Management	5	1/10
7. Agents, Intermediaries and Joint Ventures	10	0/20
8. Offsets	4	0/8
9. High Risk Markets	4	5/8
10. State-Owned Enterprises	0	N/A
TOTAL		31/100
BAND		E

*This column represents the number of questions on which the company was eligible to receive a score; i.e. where the company did not receive a score of N/A.

1. Leadership and Organisational Culture

Question
1.1. Does the company have a publicly stated anti-bribery and corruption commitment, which is authorised by its leadership?
Score
1
Comments
<p>There is evidence that the company has a publicly stated anti-bribery and corruption statement, contained in the company's Standards of Ethics and Business Conduct. It is clear that this commitment is endorsed by the company's CEO, who states that the company and all its employees must share a commitment to ethical and honest business practices. However, the company receives a score of '1' because there is no evidence that the company's leadership directly addresses the organisation's stance against bribery and corruption.</p>
Evidence
<p>[1] Standards of Ethics and Business Conduct (Document) Accessed 20/08/2019 http://investor.caci.com/Cache/1001216628.PDF?O=PDF&T=&Y=&D=&FID=1001216628&iid=4200091 [p.2] MESSAGE FROM THE PRESIDENT AND CHIEF EXECUTIVE OFFICER</p> <p>DEAR COLLEAGUES:</p> <p>U.S. laws, rules, and regulations place an emphasis on appropriate business ethics, integrity, and corporate governance. At CACI, this is nothing new. Our long-standing philosophy has been, and always will be, to sustain the highest possible business ethics in the pursuit and performance of the Company's business. Fundamental to CACI's commitment to high ethical standards is a corporate policy statement, issued and administered at the executive level, clearly delineating the company's philosophy, responsibilities and authorities for assuring compliance with the policy. Our goal and policy remains one of high ethics, being ever vigilant, doing top-notch work, being responsive to clients, and "QCS, BV" ... quality client service, best value.</p> <p>Being Ever Vigilant means something to us and to those we serve:</p> <p>To our customers...it means we are committed to their success. To our employees...it means we are never complacent. To our stockholders...it means we deliver performance and accountability. To our culture...it is who we are.</p> <p>This document contains CACI's Standards of Ethics and Business Conduct and the basis of our ethical principles and practices for all of our business – government and commercial. It is consistent with all we have said and done in the past in terms of high ethical standards, and it applies to every CACI employee and consultant.</p> <p>Since no one document can provide specific guidance for all situations encountered in daily business operations, CACI encourages employees to bring any questions regarding the interpretation of these Standards or concerns regarding compliance to the immediate attention of their supervisor or manager, or, if the employee prefers, to the Corporate Ombudsman or the Legal Division. The CACI Hotline also is available 24 hours a day at 1-800-928-3505 to confidentially report potentially illegal, unauthorized, or inappropriate conduct. In addition, CACI has established the CACI Accounting Hotline at 1-866-839-8686 for employees to report suspected violations of corporate accounting policies, practices, and controls, or auditing policies and practices. It is the obligation of every CACI employee and consultant to uphold the ethical principles and business practices stated in these Standards. Good corporate leadership similarly demands manager oversight of employee execution and adherence to these Standards. CACI is a quality-oriented company, with high ethical standards and business practices we can all be proud of. Let's keep it this way through continued vigilance and pride in our reputation.</p> <p>Ken Asbury President and Chief Executive Officer September 2013</p>

[p.4] The Company's Obligation to Report Violations under the Federal Acquisition Regulation's Mandatory Disclosure Rules

Federal contracting requirements require, among other things, government contractors and subcontractors to monitor, identify, investigate and disclose, when detected, certain kinds of improper conduct relating to contract award, performance and closeout ("Mandatory Disclosure"). Specifically, the rules require CACI to provide written notice to the applicable agency's Inspector General with a copy to the relevant contracting officer if we have "credible evidence" of a violation of criminal laws relating to fraud, bribery, gratuities and conflicts of interest.

It is long-standing policy for all CACI employees to conduct business with honesty and integrity, in compliance with applicable federal, state, and local laws and regulations. You are required to embrace CACI's commitment to ethical business practices and fully support CACI's compliance program.

[p.10] Conducting International Business

As CACI expands its international business, it is critical that CACI employees be mindful of complying with both U.S. laws and the foreign laws governing the place where CACI is conducting its international business activities, as well as import and export regulations relating to shipment of items and/or information.

The broad principles expressed in these Standards apply to CACI's international business as well as domestic business that require performance abroad. In addition to other areas of potential concern, the following U.S. laws apply and must be strictly observed: The Foreign Corrupt Practices Act (FCPA) prohibits directly, or through an agent or intermediary, giving, offering, or promising anything of value to foreign government officials to influence them to misuse their authority or exert an unfair business advantage. The FCPA also imposes civil liability on a company which does not keep accurate accounting records or knowingly fails to implement adequate accounting controls. Please contact your cognizant contract professional in CACI's Contracts Department if you have any questions regarding the payment to a foreign person or entity.

[p.14] Dealings with Suppliers, Vendors, Business Partners, and Competitors

Integrity and fair dealing are core components of our business practices. All vendors, suppliers, other business partners, and competitors should be treated fairly and uniformly in accordance with CACI's established purchasing policies and procedures. You must not engage in any activity prohibited under anti-trust laws, including boycotting, price-fixing, refusal to deal, price discrimination, or disparate treatment of suppliers. Paying bribes, accepting kickbacks, and obtaining and using third-party insider information in dealings with suppliers, vendors and business partners are completely inappropriate and will not be tolerated.

[8] CACI Hotline - Frequently Asked Questions (Webpage)

Accessed 21/08/2019

http://investor.caci.com/hotline_program_faqs/Index?KeyGenPage=329416

Why do we have a Corporate Compliance Program?

As a publicly owned corporation and government contractor we have an obligation to ensure that our business is conducted in accordance with the highest ethical standards consistent with applicable company policy, laws and regulations, including those related to equal employment and government procurement.

[6] Culture, Character, Integrity and Ethics Committee Charter (Document)

Accessed 21/08/2019

<http://investor.caci.com/file/4200091/Index?KeyFile=1500094268>

[p.1] Committee Purpose

The CACI Culture, Character, Integrity and Ethics Committee (the "Committee") is a committee of the Board of Directors (the "Board"). The purpose of the Committee is to oversee Management's efforts to foster and institutionalize the Company's culture of character, ethics and integrity and safeguard and advance the Company's reputation.

Question
<p>1.2. Does the company have a comprehensive anti-bribery and corruption policy that explicitly applies to both of the following categories:</p> <p>a) All employees, including staff and leadership of subsidiaries and other controlled entities;</p> <p>b) All board members, including non-executive directors.</p>
Score
1
Comments
<p>There is evidence that the company publishes an anti-bribery and corruption policy, which specifically prohibits bribery, payments to public officials and commercial bribery. In addition, there is evidence that this policy applies to all employees and board members as described in (a) and (b) in the question.</p> <p>However, the company receives a score of ‘1’ because there is no publicly available evidence that it has a policy to address or prohibit facilitation payments.</p>
Evidence
<p>[1] Standards of Ethics and Business Conduct (Document) Accessed 20/08/2019 http://investor.caci.com/Cache/1001216628.PDF?O=PDF&T=&Y=&D=&FID=1001216628&iid=4200091 [p.3] Responsibility/Accountability</p> <p>These Standards of Ethics and Business Conduct (the “Standards”) apply to all officers, employees, and consultants of every CACI company and business unit and to all business activities of CACI within CACI’s U.S. operations. We are all responsible for upholding our own reputation and that of CACI.</p> <p>You are responsible for ensuring that your own conduct and the conduct of those whom you observe (and, if you are a supervisor, the conduct of those who report to you) is honest and ethical at all times and complies not only with the law but also with our policies and these Standards. Because our reputation for high ethical standards and quality work is so important, violations of any of these Standards or CACI policies will be the basis for disciplinary action, including but not limited to termination. It is your personal responsibility to read, understand, and comply with these Standards. If you have any questions regarding specific policies, discuss them promptly with your immediate manager or higher-level manager. You may also contact Employee Relations or the Legal Division for clarification. You will be required to certify to your understanding of these Standards on an annual basis.</p> <p>[p.4] It is long-standing policy for all CACI employees to conduct business with honesty and integrity, in compliance with applicable federal, state, and local laws and regulations. You are required to embrace CACI’s commitment to ethical business practices and fully support CACI’s compliance program.</p> <p>[p.9] The restrictions placed upon you are not intended to prevent you from competing lawfully and fairly with CACI following termination of employment (subject to the non-competition restrictions of the CACI Employee Agreement), or from engaging in subsequent employment in any field of your choice. Instead, they are intended solely to proscribe certain acts (including those listed below by way of example) that would be inconsistent with your legal obligations arising out of your employment relationship with the Company, such as:</p> <ul style="list-style-type: none"> • Permitting the use of your name or resume by another entity in any bid, any response to a request for proposal, or any other similar application for a contract or task order that competes against the Company for new work; or is intended to replace, succeed, supersede, reduce, or diminish CACI’s work under a contract or task order • Taking kickbacks in exchange for entering into contracts <p>[p.11] Conducting International Business</p> <p>As CACI expands its international business, it is critical that CACI employees be mindful of complying with both U.S. laws and the foreign laws governing the place where CACI is conducting its international business activities, as well as import and export regulations relating to shipment of items and/or information. The broad principles expressed in these Standards apply to CACI’s international business as well as domestic business that require</p>

performance abroad. In addition to other areas of potential concern, the following U.S. laws apply and must be strictly observed:

The Foreign Corrupt Practices Act (FCPA) prohibits directly, or through an agent or intermediary, giving, offering, or promising anything of value to foreign government officials to influence them to misuse their authority or exert an unfair business advantage. The FCPA also imposes civil liability on a company which does not keep accurate accounting records or knowingly fails to implement adequate accounting controls. Please contact your cognizant contract professional in CACI's Contracts Department if you have any questions regarding the payment to a foreign person or entity.

[p.14] Dealings with Suppliers, Vendors, Business Partners, and Competitors Integrity and fair dealing are core components of our business practices. All vendors, suppliers, other business partners, and competitors should be treated fairly and uniformly in accordance with CACI's established purchasing policies and procedures. You must not engage in any activity prohibited under anti-trust laws, including boycotting, price-fixing, refusal to deal, price discrimination, or disparate treatment of suppliers. Paying bribes, accepting kickbacks, and obtaining and using third-party insider information in dealings with suppliers, vendors and business partners are completely inappropriate and will not be tolerated.

[2] Directors' Code of Business Ethics and Conduct (Document)
Accessed 20/08/2019

<http://investor.caci.com/Cache/1500100989.PDF?O=PDF&T=&Y=&D=&FID=1500100989&iid=4200091>

[p.1] Directors' Code of Business Ethics and Conduct

CACI International Inc (the "Company") has adopted this Code of Business Ethics and Conduct (the "Code") to govern the conduct of the members of the Board of Directors (the "Board") to ensure that its business will be conducted with honesty and integrity, and to provide a mechanism for disclosure leading to informed decisions on matters involving the business ethics of the Board.

The Company is committed to conducting its business in accordance with all applicable federal, state and local laws, honesty in our business dealings, prudent use of our assets and resources, sound growth and achievement of business objectives and fair treatment of our employees. We are committed to achieving and maintaining the highest level of integrity and ethics in our dealings with our employees, customers, suppliers, shareholders and the public.

This Code governs the conduct of the Board's work, and each director should become familiar with its provisions. A failure to comply with them will adversely affect the ethical environment on which the Company's success depends. As an aid to maintaining the high standards that the Company requires, the following rules of conduct should be observed in all activities of the Board:

(a) Honesty and candor in every activity, including compliance with the spirit as well as the letter of the law;

[...]

IV. Compliance with Laws;

Rules and Regulations;

Fair Dealing Directors shall conduct their activities on behalf of the Company with honesty and integrity and comply with all applicable laws, rules and regulations in performing their work for the Company, including the following:

[...]

- Gifts, Gratuities and Bribes. Directors should not offer or give a gift or gratuity to any customer or U.S. or foreign government official, or accept or solicit a gift from any supplier, where doing so could influence a government official or create a perception that favorable treatment is being sought, received or given, except as permitted by law.

[p.5] Payments from Directors

No director or member of a director's immediate family should offer any gift, gratuity, fee or other payment of any kind to a customer, potential customer, or related party of the Company for the purpose of, or appearing to have the purpose of, influencing any transaction between such entity and any of the Company's subsidiaries or affiliates. In

addition, directors should refrain from any act that has the appearance of being a bribe, kickback or other illegal or improper payment, whether direct or indirect, to any person or entity for the purposes of (i) obtaining, retaining or directing business or (ii) affecting the conditions of doing business. Any questions regarding the acceptability of entertainment, gifts and payments should be directed to the General Counsel.

All approved expenditures for meals, refreshments and entertainment must be fully documented and recorded on the books of the Company in strict compliance with established policies and procedures.

Payments to Foreign Officials

[p.6] The Company will scrupulously adhere to the letter and spirit of the Foreign Corrupt Practices Act, which prohibits, among other things, giving money or items of value to a foreign official or instrumentality for the purpose of influencing a foreign government. The Act further prohibits giving money or items of value to any person or firm, such as a consultant or marketing representative, when there is a reason to believe that it will be passed on to a foreign government official for this purpose. All questions concerning compliance with the Foreign Corrupt Practices Act should be referred to the General Counsel.

[3] Corporate Governance Guidelines (Document)

Accessed 20/08/2019

<http://investor.caci.com/Cache/1500102784.PDF?O=PDF&T=&Y=&D=&FID=1500102784&iid=4200091>

[p.5] V. BOARD OPERATIONS AND DIRECTOR RESPONSIBILITIES

A. Director Responsibilities.

In order to fulfill its responsibilities, the Board expects each Director, among other things, to:

- adhere to the Corporation's policies regarding conflicts of interest, confidentiality, protection of the Corporation's assets, ethical conduct in business dealings and respect for and compliance with applicable law and all other requirements of the Corporation's Standards of Ethics and Business Conduct and the Directors' Code of Business Ethics and Conduct; [...]

[p.8] B. Code of Ethics. The Board will approve the Directors' Code of Business Ethics and Conduct. Any significant revisions to such Code, or to the Corporation's Standards of Ethics and ...

[p.9] ... Business Conduct, should be reviewed and approved by the Board. Any proposal to waive the Corporation's Standards of Ethics and Business Conduct or the Directors' Code of Business Ethics for any director or officer must be approved in advance by the Board and promptly disclosed as required by NYSE rules and applicable law.

C. Conflicts of Interest. As set forth in more detail in the Directors' Code of Business Ethics and Conduct, directors shall avoid any action, position or interest that conflicts with any interests of the Corporation, or gives the appearance of conflicting with the Corporation's interests. The Corporation annually will solicit information from directors in order to monitor potential conflicts of interest.

[8] CACI Hotline - Frequently Asked Questions (Webpage)

Accessed 21/08/2019

http://investor.caci.com/hotline_program_faqs/Index?KeyGenPage=329416

What is CACI's Corporate Compliance Program?

The Corporate Compliance Program is a set of policies and procedures that provides a systematic means of promoting compliance with our CACI's Standards of Ethics and Business Conduct, laws and regulations. CACI performs substantial work for government agencies and employs a large number of people in interstate commerce. As such, we are subject to a significant amount of oversight aimed at ensuring that we comply with the myriad of laws, regulations and contract terms applicable to our operations. Moreover, because of the serious consequences that accompany a failure to comply with company policy, legal, regulatory and contract requirements, CACI has Standards of Ethics and Business Conduct designed to discover and correct or to prevent compliance failures.

Question
1.3. Does the board or a dedicated board committee provide oversight of the company's anti-bribery and corruption programme?
Score
2
Comments
<p>There is evidence that the Culture, Character, Integrity and Ethics Committee of the Board of Directors is ultimately responsible for oversight of the company's anti-bribery and corruption programme. The company indicates that the Committee's responsibilities include reviewing reports from management on the programme's performance, along with the results of internal and external audits, and there is evidence that it had the authority to require that any necessary changes are made.</p>
Evidence
<p>[6] Culture, Character, Integrity and Ethics Committee Charter (Document) Accessed 21/08/2019 http://investor.caci.com/file/4200091/Index?KeyFile=1500094268 <p>[p.1] <u>Committee Purpose</u></p> <p>The CACI Culture, Character, Integrity and Ethics Committee (the "Committee") is a committee of the Board of Directors (the "Board"). The purpose of the Committee is to oversee Management's efforts to foster and institutionalize the Company's culture of character, ethics and integrity and safeguard and advance the Company's reputation. The Committee's role is one of oversight, recognizing that Management is responsible for instilling CACI's culture throughout the organization.</p> <p>The Committee will assist the Board in fulfilling its oversight responsibilities relating to the design, implementation and execution of the Company's compliance and ethics programs. Management is responsible for monitoring the Company's compliance with applicable laws, regulations, policies and procedures. Management is responsible for the day-to-day management and implementation of the Company's compliance and ethics programs. This Charter defines the role, authority and responsibility of the Committee.</p> <p>[p.2] <u>Oversight of Company Culture</u></p> <p>The Committee may:</p> <ul style="list-style-type: none"> • Review and assess the culture of the organization to determine if further enhancements are needed to foster ethical behavior by all employees; • Review and/or provide input to Management on the implementation and effectiveness of the Company's ethics and culture materials and initiatives, including training and the processes for the reporting and resolution of ethics issues; • Monitor Management's development and implementation of programs, guidelines and practices for congruency with the company's culture guidelines, and conduct and ethics policies; and • Ensure that management has allocated adequate resources to comply with culture guidelines, and conduct and ethics policies, codes of best practice and regulatory requirements. Oversight of Compliance Activities The Committee may: <ul style="list-style-type: none"> • Assess whether the Code of Conduct and the Standards of Ethics and the Company's other internal ethics policies instill appropriate ethical behavior in the Company's culture, business practices and employees, and make recommendations to the Board of Directors concerning the adoption and amendment of these policies; • Review the Company's performance in implementing the provisions of the Code of Conduct and the Standards of Ethics, and the Company's other internal ethical policies, and the assertions made in this regard; </p>

[p.3] Review the material risks and liabilities relating to the provisions of the Code of Conduct and the Standards of Ethics and the Company's other internal ethics policies, ensuring that such risks are managed or mitigated as part of the company's risk management program;

- Review significant compliance-related policies, objectives and plans related to the operations of the Company's business and its mode or methods of doing business;
- Review employee training materials regarding the Code of Conduct and the Standards of Ethics and the Company's other internal ethics policies and guidelines prior to distribution to the Company's personnel;
- Advise Management on the Company's response to substantial questions, significant reports of actual and alleged violations that arise under Code of Conduct and the Standards of Ethics and the Company's other internal ethics policies and guidelines, and its communications with employees on these issues;
- Review metrics used by management to assess compliance risk and provide insight into the Company's compliance systems and organization;
- Review various auditing and monitoring systems, reports and protocols implemented by the Company designed to assure compliance with approved corporate policies and applicable laws and regulations;
- Review results of significant compliance-related audits and assessments and, as necessary, review and assess reports concerning internal or external audits related to compliance;
- Initiate such compliance investigations as it deems appropriate, but it is not the duty of the Committee to plan or conduct compliance audits, to assure compliance with applicable laws or regulations or the Company's internal policies and procedures, or to operate the Company's Code of Conduct and the Standards of Ethics and other internal ethics policies, but rather to oversee Company management in the undertaking of these responsibilities. [Further, it is the responsibility of the Audit Committee to carry out the Board's oversight responsibilities regarding management's compliance with securities laws and regulations, including financial reporting and disclosure requirements.]

Oversight of Assessments

The Committee may:

- Review the adequacy and effectiveness of the company's engagement and interaction with its stakeholders, e.g. shareholders, customers, vendors, etc.;

[p.4] • Review results of annual questionnaire on business ethics and review reports on the Company's ethical environment;

- Periodically, as deemed appropriate, obtain independent external assessments and evaluations of the company's culture, ethics and compliance programs and performance;
- Perform annual self-assessment of the Committee's effectiveness and adequacy of its charter; and
- The Committee may obtain reports from any other individuals with operational or functional (staff) responsibility for Company's compliance, ethics and culture. Miscellaneous
- The Committee shall keep informed of developments in applicable legal and regulatory requirements and recommended best practices concerning Committee functions;
- The Committee may review any political and/or lobbying activities performed on behalf of the Company;
- The Committee may review any philanthropic activities and/or donations undertaken by the Company; and
- The Committee may make recommendations to the Compensation Committee on possible employee compensation actions to reward ethical behavior and discourage unethical behavior.

[5] 2018 Proxy Statement (Document)**Accessed 21/08/2019**<http://investor.caci.com/Cache/395252094.pdf>

[p.16] Culture, Character, Integrity & Ethics

The Culture, Character, Integrity and Ethics Committee assists the Board in overseeing the Company's efforts to foster and institutionalize the Company's culture of character, ethics and integrity and safeguard and advance the Company's reputation. The Culture, Character, Integrity and Ethics Committee must include at least three independent directors and fulfills its responsibilities by:

- Assessing whether the Code of Conduct and the Standards of Ethics and the Company's other internal ethics policies instill appropriate ethical behavior in the Company's culture, business practices and employees, and making recommendations to the Board concerning the adoption and amendment of these policies;
- Reviewing the material risks and liabilities relating to the provisions of the Code of Conduct and the Standards of Ethics and the Company's other internal ethics policies and ensuring that such risks are managed or mitigated as part of the Company's risk management program;
- Reviewing the adequacy and effectiveness of the Company's engagement and interaction with its stakeholders; and
- Reviewing any political and/or lobbying activities performed on behalf of the Company.

[p.19] Governance Framework

Structure

The Board is responsible for the oversight of management on behalf of our shareholders and the Board accomplishes this function acting directly and through Board committees. In accordance with the Corporate Governance Guidelines, the Board has eight standing committees: Audit; Compensation; Corporate Governance and Nominating; Culture, Character, Integrity & Ethics; Executive; Investor Relations; Security and Risk Assessment; and Strategic Assessment. This governance structure allows the Board to provide focused advice, insight and oversight in the interests of the Company and our shareholders.

The Board and its committees discharge their duties at Board and committee meetings, through telephone contact and other communications with management and others regarding matters of concern and interest to the Company.

[3] Corporate Governance Guidelines (Document)**Accessed 20/08/2019**<http://investor.caci.com/Cache/1500102784.PDF?O=PDF&T=&Y=&D=&FID=1500102784&iid=4200091>

[p.1] II. BOARD RESPONSIBILITIES

The Board's primary responsibilities are to oversee, monitor, and counsel the management of the Corporation in the interest and for the benefit of the Corporation's shareholders. In carrying out its responsibilities, the Board will comply with the requirements of the Certificate of Incorporation and ByLaws, exercise sound and informed business judgment and act in what it reasonably believes to be the best interests of the Corporation and its shareholders. The Board's responsibilities include, but are not limited to, the following:

- Reviewing and monitoring the Corporation's overall mission, performance, objectives and policies as developed by management;

[...]

- Reviewing management's strategic and business plans at least annually;
- Providing oversight on the Corporation's ethical standards and compliance with legal requirements and establishing policies designed to maintain the financial, legal and ethical ...

[p.2] ... integrity of the Corporation;

- Providing oversight on the development of executive leaders and of sound succession plans;
- Providing oversight on the integrity of the Corporation's financial statements and other public disclosures; and
- Reviewing the Corporation's material risks and management's strategies to address such risks.



Question
1.4. Is responsibility for implementing and managing the company's anti-bribery and corruption programme ultimately assigned to a senior executive, and does he or she have a direct reporting line to the board or board committee providing oversight of the company's programme?
Score
2
Comments
<p>There is evidence that a designated senior executive – the General Counsel – has ultimate responsibility for implementing and managing the company's anti-bribery and corruption programme. There is evidence that this person has a direct reporting line to the board committee that provides oversight of the anti-bribery and corruption programme. In addition, there is evidence of reporting and feedback activities between this person and the board as part of the company's reporting structure; for example, attendance or participation at board-level committee meetings.</p>
Evidence
<p>[8] CACI Hotline - Frequently Asked Questions (Webpage) Accessed 21/08/2019 http://investor.caci.com/hotline_program_faqs/Index?KeyGenPage=329416 Who is responsible for implementing the Corporate Compliance Program?</p> <p>The General Counsel, the Internal Auditor, the Employee Relations Director, the Ombudsman and, with respect to accounting and auditing matters, the Audit Committee of our Board of Directors.</p> <p>[11] J. William Koegel Jr. (Webpage) Accessed 22/08/2019 http://www.caci.com/about/bios/Koegel.shtml J. William Koegel, Jr. Executive Vice President General Counsel & Secretary</p> <p>J. William (Bill) Koegel, Jr. is Executive Vice President, General Counsel & Secretary for CACI International Inc.</p> <p>As General Counsel, Mr. Koegel has ultimate responsibility for CACI's legal affairs, serving as principal counsel to senior management and the Board of Directors and heading the company's legal department. He oversees all legal matters and manages legal and regulatory compliance issues to ensure that CACI operates according to the highest ethical standards.</p> <p>[6] Culture, Character, Integrity and Ethics Committee Charter (Document) Accessed 21/08/2019 http://investor.caci.com/file/4200091/Index?KeyFile=1500094268 The Committee's role is one of oversight, recognizing that Management is responsible for instilling CACI's culture throughout the organization. The Committee will assist the Board in fulfilling its oversight responsibilities relating to the design, implementation and execution of the Company's compliance and ethics programs. Management is responsible for monitoring the Company's compliance with applicable laws, regulations, policies and procedures. Management is responsible for the day-to-day management and implementation of the Company's compliance and ethics programs. This Charter defines the role, authority and responsibility of the Committee.</p> <p><u>Committee Composition</u></p> <ol style="list-style-type: none"> 1. The Chairman of the Committee will be the Chairman of the Board (Dr. J.P. London); 2. The Committee shall also be composed of at least three (3) independent directors, as defined in applicable regulations and listing standards; 3. The members of the Committee must have adequate time to perform the responsibilities of the Committee; 4. Members of the Committee shall be appointed (and may be removed) by the Board of Directors; and 5. Permanent members of the CACI senior management team ("TMT") affiliated with the Committee shall include:

- a. the Chief Executive Officer
- b. the Chief Operating Officer;
- c. the General Counsel;
- d. the Chief Human Resources Officer;
- e. the Ombudsman;
- f. the EVP of Corporate Communications; and
- g. the Chief Risk Officer.

[12] Corporate Governance and Nominating Committee Charter (Document)

Accessed 22/08/2019

<http://investor.caci.com/Cache/1500097935.PDF?O=PDF&T=&Y=&D=&FID=1500097935&iid=4200091>

[p.3] The CGNC shall have the following responsibilities:

1. Develop and recommend to the Board a set of "Governance Guidelines" to be posted on the Company's website. At least annually, review and recommend any proposed changes to the Governance Guidelines consistent with what the CGNC, in consultation with the Company's General Counsel, deems to be corporate governance "best practices."
2. At least annually, review in consultation with the Company's General Counsel and recommend to the Board any proposed changes to the Directors' Code of Business Ethics and Conduct.

2. Internal Controls

Question
2.1. Is the design and implementation of the anti-bribery and corruption programme tailored to the company based on an assessment of the corruption and bribery risks it faces?
Score
2
Comments
<p>Based on publicly available information, there is some evidence that the company has a risk assessment procedure in place that informs the design of its compliance-related policies. There is evidence that the board-level Culture, Character, Integrity and Ethics Committee is responsible for reviewing results of risk assessments and ensuring that the results of such assessments are used to update specific parts of the anti-corruption programme. In addition, there is evidence to indicate that the board reviews and evaluates the company's business ethics policies on an ongoing basis, and that it has oversight of related risks facing the company.</p>
Evidence
<p>[6] Culture, Character, Integrity and Ethics Committee Charter (Document) Accessed 21/08/2019 http://investor.caci.com/file/4200091/Index?KeyFile=1500094268 <p>[p.2] <u>Committee Responsibilities</u></p> <p>The Committee shall meet as necessary to perform its functions, but shall meet at least two (2) times per year. The Chief Executive Officer may propose to the Committee Chair, in advance of meetings, specific topics for the focus of each meeting.</p> <p>[...]</p> <p><u>Oversight of Compliance Activities</u></p> <p>The Committee may:</p> <ul style="list-style-type: none"> • Assess whether the Code of Conduct and the Standards of Ethics and the Company's other internal ethics policies instill appropriate ethical behavior in the Company's culture, business practices and employees, and make recommendations to the Board of Directors concerning the adoption and amendment of these policies; • Review the Company's performance in implementing the provisions of the Code of Conduct and the Standards of Ethics, and the Company's other internal ethical policies, and the assertions made in this regard; <p>[p.3] • Review the material risks and liabilities relating to the provisions of the Code of Conduct and the Standards of Ethics and the Company's other internal ethics policies, ensuring that such risks are managed or mitigated as part of the company's risk management program;</p> <ul style="list-style-type: none"> • Review significant compliance-related policies, objectives and plans related to the operations of the Company's business and its mode or methods of doing business; <p>[...]</p> <ul style="list-style-type: none"> • Review metrics used by management to assess compliance risk and provide insight into the Company's compliance systems and organization; • Review various auditing and monitoring systems, reports and protocols implemented by the Company designed to assure compliance with approved corporate policies and applicable laws and regulations; <p>[...]</p> </p>

Oversight of Assessments

The Committee may:

[p.4] • Review results of annual questionnaire on business ethics and review reports on the Company’s ethical environment;

- Periodically, as deemed appropriate, obtain independent external assessments and evaluations of the company’s culture, ethics and compliance programs and performance;

- Perform annual self-assessment of the Committee’s effectiveness and adequacy of its charter; and

- The Committee may obtain reports from any other individuals with operational or functional (staff) responsibility for Company’s compliance, ethics and culture.

[9] Audit Committee Charter (Document)

Accessed 21/08/2019

<http://investor.caci.com/Cache/1500094265.PDF?O=PDF&T=&Y=&D=&FID=1500094265&iid=4200091>

[p.2] Internal and Disclosure Controls

[p.3] 15. To review the Company's guidelines and policies with respect to risk assessment and management, including the risk of fraud, and to discuss the Company's major financial risk exposures and the steps management has taken to monitor and control such exposures.

16. To review with management the Company's overall anti-fraud programs and controls.

[5] 2018 Proxy Statement (Document)

Accessed 21/08/2019

<http://investor.caci.com/Cache/395252094.pdf>

[p.12] The Board re-evaluates our policies and practices on an ongoing basis and all of our directors, executive officers and other employees are required to review their applicable code of conduct and certify compliance annually to ensure high standards of business conduct that facilitate the Board’s execution of its responsibilities.

[p.25] Risk Oversight

Our Board has an active role, as a whole and at the committee level, in overseeing the management of our risks. The Board regularly reviews information regarding the results of operations and any related trends and other factors contributing to or affecting our results, long-term strategy, financial reporting systems and processes, as well as the risks associated with these aspects of the Company’s business. The Board has also approved Standards of Ethics and Business Conduct that establish standards of conduct for employees that are designed to mitigate risks associated with compliance, foster ethical conduct by our employees and protect company assets.

Question
2.2. Is the company's anti-bribery and corruption programme subject to regular internal or external audit, and are policies and procedures updated according to audit recommendations?
Score
1
Comments
<p>There is some evidence that the company's anti-bribery and corruption programme is subject to regular review. The company indicates that the Culture, Character, Integrity and Ethics Committee is responsible for such reviews.</p> <p>However, it is not clear from publicly available information that the company's entire anti-bribery and corruption programme is subject to a formal audit or equivalent assurance process to ensure that it is consistent with best practice and the business risks facing the company.</p>
Evidence
<p>[6] Culture, Character, Integrity and Ethics Committee Charter (Document) Accessed 21/08/2019 http://investor.caci.com/file/4200091/Index?KeyFile=1500094268 [p.2] <u>Oversight of Compliance Activities</u></p> <p>The Committee may:</p> <ul style="list-style-type: none"> • Assess whether the Code of Conduct and the Standards of Ethics and the Company's other internal ethics policies instill appropriate ethical behavior in the Company's culture, business practices and employees, and make recommendations to the Board of Directors concerning the adoption and amendment of these policies; • Review the Company's performance in implementing the provisions of the Code of Conduct and the Standards of Ethics, and the Company's other internal ethical policies, and the assertions made in this regard; <p>[p.3] • Review the material risks and liabilities relating to the provisions of the Code of Conduct and the Standards of Ethics and the Company's other internal ethics policies, ensuring that such risks are managed or mitigated as part of the company's risk management program;</p> <ul style="list-style-type: none"> • Review significant compliance-related policies, objectives and plans related to the operations of the Company's business and its mode or methods of doing business; • Review employee training materials regarding the Code of Conduct and the Standards of Ethics and the Company's other internal ethics policies and guidelines prior to distribution to the Company's personnel; • Advise Management on the Company's response to substantial questions, significant reports of actual and alleged violations that arise under Code of Conduct and the Standards of Ethics and the Company's other internal ethics policies and guidelines, and its communications with employees on these issues; • Review metrics used by management to assess compliance risk and provide insight into the Company's compliance systems and organization; • Review various auditing and monitoring systems, reports and protocols implemented by the Company designed to assure compliance with approved corporate policies and applicable laws and regulations; <p>[...]</p> <p><u>Oversight of Assessments</u></p> <p>The Committee may:</p> <ul style="list-style-type: none"> • Review the adequacy and effectiveness of the company's engagement and interaction with its stakeholders, e.g. shareholders, customers, vendors, etc.;

[p.4] • Review results of annual questionnaire on business ethics and review reports on the Company's ethical environment;

- Periodically, as deemed appropriate, obtain independent external assessments and evaluations of the company's culture, ethics and compliance programs and performance;
- Perform annual self-assessment of the Committee's effectiveness and adequacy of its charter; and
- The Committee may obtain reports from any other individuals with operational or functional (staff) responsibility for Company's compliance, ethics and culture.

[5] 2018 Proxy Statement (Document)

Accessed 21/08/2019

<http://investor.caci.com/Cache/395252094.pdf>

[p.12] The Board re-evaluates our policies and practices on an ongoing basis and all of our directors, executive officers and other employees are required to review their applicable code of conduct and certify compliance annually to ensure high standards of business conduct that facilitate the Board's execution of its responsibilities. Additional information is provided below regarding key corporate governance and ethics policies and practices that we believe enable us to manage our business in accordance with the highest standards of business ethics and in the best interest of our shareholders.

[9] Audit Committee Charter (Document)

Accessed 21/08/2019

<http://investor.caci.com/Cache/1500094265.PDF?O=PDF&T=&Y=&D=&FID=1500094265&iid=4200091>

[p.2] Internal and Disclosure Controls

[p.3] 14. To review with management and the independent auditor at the completion of the annual audit the adequacy of internal controls, including controls over computerized information systems, and any significant findings and recommendations, and management's responses.

15. To review the Company's guidelines and policies with respect to risk assessment and management, including the risk of fraud, and to discuss the Company's major financial risk exposures and the steps management has taken to monitor and control such exposures.

16. To review with management the Company's overall anti-fraud programs and controls

Legal and Ethical Compliance

[...]

22. To review and approve all related party transactions required to be disclosed pursuant to SEC regulations and to discuss with management the business rationale for the transactions and whether appropriate disclosures have been made.

23. To establish and comply with a procedure for the receipt, retention and treatment of complaints received by the Company regarding accounting, internal accounting controls, or auditing matters and the confidential, anonymous submission by Company employees of information regarding questionable accounting or auditing matters.

24. To review with the Company's internal legal counsel legal and regulatory matters that may have a material impact on the financial statements, related Company compliance policies, and programs and reports received from regulators.

[3] Corporate Governance Guidelines (Document)

Accessed 20/08/2019

<http://investor.caci.com/Cache/1500102784.PDF?O=PDF&T=&Y=&D=&FID=1500102784&iid=4200091>

[p.8] B. Code of Ethics. The Board will approve the Directors' Code of Business Ethics and Conduct. Any significant revisions to such Code, or to the Corporation's Standards of Ethics and ...

[p.9] ... Business Conduct, should be reviewed and approved by the Board. Any proposal to waive the Corporation's Standards of Ethics and Business Conduct or the Directors' Code of Business Ethics for any director

or officer must be approved in advance by the Board and promptly disclosed as required by NYSE rules and applicable law.

Question
2.3. Does the company have a system for tracking, investigating and responding to bribery and corruption allegations or incidents, including those reported through whistleblowing channels?
Score
1
Comments
<p>There is evidence that the company publicly commits to investigating incidents promptly, and that it has a specific procedure in place to deal with whistleblowing cases. The company indicates that reports received through its whistleblowing channel are handled by the General Counsel and a group of other senior individuals for further investigation and evaluation. The company also publicly commits to take appropriate action where improper conduct is identified.</p> <p>However, there is no publicly available evidence that the company provides information on the whole investigation process from receipt to final outcome, for both whistleblowing cases and reports through direct channels. In addition, there is no publicly available information to indicate that the company commits to inform whistleblowers of the outcome of investigations, nor is there evidence that a central body reviews summary information of all cases and their status in the organisation on an annual basis.</p>
Evidence
<p>[1] Standards of Ethics and Business Conduct (Document) Accessed 20/08/2019 http://investor.caci.com/Cache/1001216628.PDF?O=PDF&T=&Y=&D=&FID=1001216628&iid=4200091 [p.5] <u>How to Report Violations</u></p> <p>We are committed to maintaining a workplace in which we all feel valued and fairly treated, and where all actions are in accordance with law, CACI policies, and these Standards. We provide many avenues through which employees can make complaints and/or bring attention to problems in the workplace. It is the responsibility of any employee or consultant having knowledge of any activity that is or may be in violation of these Standards, any law, rule, or regulation applicable to CACI's business, or any Affirmative Action Policy, to promptly disclose such activity.</p> <p>[...]</p> <p>Any complaint or report received will be taken seriously and handled as confidentially as possible consistent with investigating and resolving the matter. In conducting an investigation, CACI will make findings and take appropriate action to address any improper conduct. Please help us maintain a workplace we all can be proud of by reporting such incidents.</p> <p>[p.6] Investigation of Misconduct</p> <p>CACI may use any lawful method of investigation which it deems necessary to determine whether any person has engaged in conduct which in its view is inappropriate or interferes with or adversely affects its business. Every employee and consultant is expected to cooperate fully with any investigation of any violation of law, CACI's policies, or these Standards.</p> <p>[7] CACI Hotline Program (Webpage) Accessed 20/08/2019 http://investor.caci.com/hotline_program/Index?KeyGenPage=1073752295</p> <p>As set forth in CACI's Standards of Ethics and Business Conduct each employee must</p> <ul style="list-style-type: none"> • Promptly report in confidence any activity that is or may be a violation of the Code of Ethics or of law, and • Cooperate in any investigation that follows <p>[...]</p> <p>Each caller is encouraged to assist CACI by providing information on how he or she can be contacted for additional information. All information will be held in confidence to the extent possible consistent with the obligation to investigate and remediate problems.</p>

[8] CACI Hotline - Frequently Asked Questions (Webpage)
Accessed 21/08/2019
http://investor.caci.com/hotline_program_faqs/Index?KeyGenPage=329416

What is the CACI Hotline?

At CACI, we are committed to the highest legal and ethical standards in the conduct of our business. Compliance with these standards requires vigilance on the part of every CACI employee. CACI relies on reports to its Compliance Hotline from employees like you to make sure we properly address any unethical or improper work-related behavior.

[...]

Utilizing the Hotline, reports are received, evaluated and, depending on the nature of the report and the channel through which it is made, referred to the General Counsel, the Chairman of the Audit Committee of CACI International Inc's Board of Directors, the Internal Auditor, the Corporate Ombudsman or the Employee Relations Manager for action under CACI's Corporate Compliance Program.

The Hotline provides an opportunity to report compliance issues related to accounting or auditing policies or practices, internal accounting controls, fraud, waste, abuse of authority, gross mismanagement, laws, regulations, CACI's Standards of Ethics and Business Conduct, corporate policy, conflict of interest and security.

[...]

What information should I provide when making a report?

- Involved employees' full names, titles and office locations
- What wrongdoing you are reporting
- Why you believe the activity was misconduct
- Specific dates and times
- Specific location where wrongdoing occurred
- How the individual(s) completed the wrongdoing
- Why you believe the individual(s) acted in this manner

Do I have to identify myself?

While we encourage you to identify yourself, it is not required. It is preferable that you identify yourself so that we may contact you to ask for additional information or clarification of your report so that we have a better opportunity to conduct a meaningful investigation. If you identify yourself to a Hotline investigator your identity will be kept confidential to the extent possible consistent with the obligation to investigate and remediate problems.

[...]

What can I expect when I call the Hotline?

A professional interview by the designated GCS investigator. You will be asked to provide information that will help the investigator piece together the facts of the situation (who, what, when, where, why and how) and will help CACI to assess the impact of the alleged wrongdoing. The information you provide will be handled in a confidential manner to the extent possible consistent with the obligation to investigate and remediate problems. All efforts will be made to protect anyone making a report to the Hotline from retaliation.

[...]

What is CACI's Corporate Compliance Program?

One aspect of the CACI Compliance Program is that we take seriously and investigate any and all allegations of unlawful or improper actions. In this environment it is inevitable that CACI will receive allegations of compliance failures and initiate investigations in accordance with the compliance program. Thus, investigations of alleged wrongdoing are a fact of life in our business and a necessary part of our corporate culture.

[6] Culture, Character, Integrity and Ethics Committee Charter (Document)

Accessed 21/08/2019

<http://investor.caci.com/file/4200091/Index?KeyFile=1500094268>

[p.2] Oversight of Compliance Activities

[p.3] Initiate such compliance investigations as it deems appropriate, but it is not the duty of the Committee to plan or conduct compliance audits, to assure compliance with applicable laws or regulations or the Company's internal policies and procedures, or to operate the Company's Code of Conduct and the Standards of Ethics and other internal ethics policies, but rather to oversee Company management in the undertaking of these responsibilities. [Further, it is the responsibility of the Audit Committee to carry out the Board's oversight responsibilities regarding management's compliance with securities laws and regulations, including financial reporting and disclosure requirements.]

[9] Audit Committee Charter (Document)**Accessed 21/08/2019**

<http://investor.caci.com/Cache/1500094265.PDF?O=PDF&T=&Y=&D=&FID=1500094265&iid=4200091>

[p.4] Miscellaneous

1. The Committee shall have the power to conduct or authorize investigations into any matters within the Committee's scope of responsibilities.

[2] Directors' Code of Business Ethics and Conduct (Document)**Accessed 20/08/2019**

<http://investor.caci.com/Cache/1500100989.PDF?O=PDF&T=&Y=&D=&FID=1500100989&iid=4200091>

[p.6] Reporting

Directors should promptly inform the General Counsel of any possible violations of law, rule, regulation, this Code or the Company's Standards of Ethics and Business Conduct that come to their attention. The information that directors disclose to the General Counsel will be considered privileged and will not be disclosed, except as the Company in its sole discretion determines that waiver of such privilege is in the Company's best interest. The Company will, to the fullest extent possible without contravening any law, regulation or statute, hold confidential the name of any Director reporting any event or conduct which he/she believes, in good faith, may raise concern that any policy described in this Code may not have been observed.

In some circumstances, however, the Company may be required to furnish such information to law enforcement or governmental officials and counsel in order to address issues raised by such reports. In the event of a reported impropriety, the General Counsel will make a full investigation and report to the ...

[p.7] ... Executive Committee. The Executive Committee will determine appropriate corrective action.

Question
2.4. Does the company have appropriate arrangements in place to ensure the quality of investigations?
Score
0
Comments
<p>There is some evidence that the staff responsible for conducting the company's internal investigations are properly trained and qualified to perform the function.</p> <p>However, there is no further publicly available information on how the company ensures the quality of its investigations, for example by indicating that it has a procedure in place to receive and escalate complaints about the handling of investigations or by reviewing its investigative procedure at least every three years or in response to any changes in the regulatory environment. It is also not clear from publicly available evidence that staff responsible for handling allegations received through direct channels are properly trained and qualified, in addition to those associated with the whistleblowing channel.</p>
Evidence
<p>[8] CACI Hotline - Frequently Asked Questions (Webpage) Accessed 21/08/2019 http://investor.caci.com/hotline_program_faqs/Index?KeyGenPage=329416 CACI Hotline Program FAQs</p> <p>What is the CACI Hotline?</p> <p>At CACI, we are committed to the highest legal and ethical standards in the conduct of our business. Compliance with these standards requires vigilance on the part of every CACI employee. CACI relies on reports to its Compliance Hotline from employees like you to make sure we properly address any unethical or improper work-related behavior.</p> <p>The CACI Compliance Hotline is available via our hotline vendor Convercent 24 hours a day, 7 days a week, and enables you to confidentially and anonymously communicate any suspicion of business misconduct without fear of retaliation. If you suspect improper or unethical work-related behavior, you can report your concerns by calling the Compliance Hotline at 1-800-928-3505 or submitting a report via Convercent's www.convercent.com/report website.</p> <p>Utilizing the Hotline, reports are received, evaluated and, depending on the nature of the report and the channel through which it is made, referred to the General Counsel, the Chairman of the Audit Committee of CACI International Inc's Board of Directors, the Internal Auditor, the Corporate Ombudsman or the Employee Relations Manager for action under CACI's Corporate Compliance Program.</p> <p>The Hotline provides an opportunity to report compliance issues related to accounting or auditing policies or practices, internal accounting controls, fraud, waste, abuse of authority, gross mismanagement, laws, regulations, CACI's Standards of Ethics and Business Conduct, corporate policy, conflict of interest and security.</p> <p>What can I expect when I call the Hotline?</p> <p>A professional interview by the designated GCS investigator. You will be asked to provide information that will help the investigator piece together the facts of the situation (who, what, when, where, why and how) and will help CACI to assess the impact of the alleged wrongdoing. The information you provide will be handled in a confidential manner to the extent possible consistent with the obligation to investigate and remediate problems. All efforts will be made to protect anyone making a report to the Hotline from retaliation.</p>

Question
2.5. Does the company's investigative procedure include a commitment to report material findings of bribery and corruption to the board and any criminal conduct to the relevant authorities?
Score
1
Comments
<p>There is evidence that the company commits to report material findings of bribery and corruption from internal investigations to various senior individuals, including the General Counsel and the Chairman of the Audit Committee, depending on the nature of the report and the channel through which it was reported.</p> <p>However, the company receives a score of '1' because it is not clear from publicly available information that material findings are reported to the board of directors as part of the investigation process. In addition, although the company states that it will disclose criminal offences to the relevant authorities, there is no clear evidence that an appropriate senior individual is responsible for ensuring that such disclosures are evaluated and acted upon if necessary.</p>
Evidence
<p>[1] Standards of Ethics and Business Conduct (Document) Accessed 20/08/2019 http://investor.caci.com/Cache/1001216628.PDF?O=PDF&T=&Y=&D=&FID=1001216628&iid=4200091 [p.4] The Company's Obligation to Report Violations under the Federal Acquisition Regulation's Mandatory Disclosure Rules</p> <p>Federal contracting requirements require, among other things, government contractors and subcontractors to monitor, identify, investigate and disclose, when detected, certain kinds of improper conduct relating to contract award, performance and closeout ("Mandatory Disclosure"). Specifically, the rules require CACI to provide written notice to the applicable agency's Inspector General with a copy to the relevant contracting officer if we have "credible evidence" of a violation of criminal laws relating to fraud, bribery, gratuities and conflicts of interest.</p> <p>[2] Directors' Code of Business Ethics and Conduct (Document) Accessed 20/08/2019 http://investor.caci.com/Cache/1500100989.PDF?O=PDF&T=&Y=&D=&FID=1500100989&iid=4200091 [p.6] Reporting</p> <p>Directors should promptly inform the General Counsel of any possible violations of law, rule, regulation, this Code or the Company's Standards of Ethics and Business Conduct that come to their attention. The information that directors disclose to the General Counsel will be considered privileged and will not be disclosed, except as the Company in its sole discretion determines that waiver of such privilege is in the Company's best interest. The Company will, to the fullest extent possible without contravening any law, regulation or statute, hold confidential the name of any Director reporting any event or conduct which he/she believes, in good faith, may raise concern that any policy described in this Code may not have been observed.</p> <p>In some circumstances, however, the Company may be required to furnish such information to law enforcement or governmental officials and counsel in order to address issued raised by such reports. In the event of a reported impropriety, the General Counsel will make a full investigation and report to the</p> <p>[p.7] Executive Committee. The Executive Committee will determine appropriate corrective action.</p> <p>[8] CACI Hotline - Frequently Asked Questions (Webpage) Accessed 21/08/2019 http://investor.caci.com/hotline_program_faqs/Index?KeyGenPage=329416 What is the CACI Hotline?</p> <p>At CACI, we are committed to the highest legal and ethical standards in the conduct of our business. Compliance with these standards requires vigilance on the part of every CACI employee. CACI relies on reports to its Compliance Hotline from employees like you to make sure we properly address any unethical or improper work-related behavior.</p>

The CACI Compliance Hotline is available via our hotline vendor Convercent 24 hours a day, 7 days a week, and enables you to confidentially and anonymously communicate any suspicion of business misconduct without fear of retaliation. If you suspect improper or unethical work-related behavior, you can report your concerns by calling the Compliance Hotline at 1-800-928-3505 or submitting a report via Convercent's www.convercent.com/report website.

Utilizing the Hotline, reports are received, evaluated and, depending on the nature of the report and the channel through which it is made, referred to the General Counsel, the Chairman of the Audit Committee of CACI International Inc's Board of Directors, the Internal Auditor, the Corporate Ombudsman or the Employee Relations Manager for action under CACI's Corporate Compliance Program.

The Hotline provides an opportunity to report compliance issues related to accounting or auditing policies or practices, internal accounting controls, fraud, waste, abuse of authority, gross mismanagement, laws, regulations, CACI's Standards of Ethics and Business Conduct, corporate policy, conflict of interest and security.

[...]

What is CACI's Corporate Compliance Program?

[...]

In the wake of the accounting scandals of 2002, including the Enron and WorldCom matters, it is clear that problems in the areas of accounting policies and practices, internal accounting controls and auditing policies and practices have a unique potential to cause substantial harm. The Hotline provides concerned individuals with assurance that complaints related to such problems receive the special attention of the Audit Committee of the Board of Directors of CACI International Inc.

Question
2.6. Does the company publish high-level results from incident investigations and disciplinary actions against its employees?
Score
0
Comments
There is no evidence that the company publishes any data on ethical or bribery and corruption reports, investigations or disciplinary actions involving its employees.
Evidence
No evidence found.

3. Support to Employees

Question
3.1. Does the company provide training on its anti-bribery and corruption programme to all employees across all divisions and geographies, and in all appropriate languages?
Score
2
Comments
<p>Based on publicly available information, there is evidence that the company provides annual training on its Standards of Ethics and Business Conduct, which includes the company's anti-corruption policy and whistleblowing options available to employees. The company indicates that this training applies to all employees and states that staff must certify their understanding of the Standards on an annual basis. The company does not state that it provides training in multiple languages, however there is no clear evidence that it operates in jurisdictions where training could not be provided in English.</p>
Evidence
<p>[1] Standards of Ethics and Business Conduct (Document) Accessed 20/08/2019 http://investor.caci.com/Cache/1001216628.PDF?O=PDF&T=&Y=&D=&FID=1001216628&iid=4200091 [p.3] We are all responsible for upholding our own reputation and that of CACI. You are responsible for ensuring that your own conduct and the conduct of those whom you observe (and, if you are a supervisor, the conduct of those who report to you) is honest and ethical at all times and complies not only with the law but also with our policies and these Standards. Because our reputation for high ethical standards and quality work is so important, violations of any of these Standards or CACI policies will be the basis for disciplinary action, including but not limited to termination. It is your personal responsibility to read, understand, and comply with these Standards.</p> <p>If you have any questions regarding specific policies, discuss them promptly with your immediate manager or higher-level manager. You may also contact Employee Relations or the Legal Division for clarification. You will be required to certify to your understanding of these Standards on an annual basis.</p> <p>[p.8] Reporting Material Developments and Complying with Internal Controls It is your duty to fully, fairly, accurately, timely and understandably report financial and non-financial information and developments that could possibly have a material effect on the operations or financial condition of CACI up-line through your chain of command and to the Company's Chief Financial Officer, the Corporate Controller, or the Legal Division as soon as it is discovered.</p> <p>In addition, it is your obligation to comply with our internal control policies and procedures and our disclosure controls and procedures. You are expected to report any failure to comply with such controls and procedures as described above to the Company Ombudsman, the Internal Audit Department, or the CACI Accounting Hotline at 1-866-839-8686, which has been established specifically for employees to report suspected violations of corporate accounting policies, practices, and controls, or auditing policies and practices. Those employees engaged in preparation and filing of documents with the Securities and Exchange Commission and/or with public news releases or other public communications made by CACI are expected to fully, fairly, accurately, timely, and understandably disclose all information that is required in connection with such communications.</p> <p>[10] Form 10-K (Document) Accessed 22/08/2019 http://investor.caci.com/Cache/394712282.pdf [p.12] We have published policies that set high standards for the conduct of our business. We require all of our employees, independent contractors working on customer engagements, officers, and directors annually to execute and affirm to the code of ethics applicable to their activities. In addition, we require annual ethics and compliance training for all our employees to provide them with the knowledge necessary to maintain our high standards of ethics and compliance.</p> <p>[5] 2018 Proxy Statement (Document) Accessed 21/08/2019</p>

<http://investor.caci.com/Cache/395252094.pdf>

[p.25] Risk Oversight

Our Board has an active role, as a whole and at the committee level, in overseeing the management of our risks. The Board regularly reviews information regarding the results of operations and any related trends and other factors contributing to or affecting our results, long-term strategy, financial reporting systems and processes, as well as the risks associated with these aspects of the Company’s business. The Board has also approved Standards of Ethics and Business Conduct that establish standards of conduct for employees that are designed to mitigate risks associated with compliance, foster ethical conduct by our employees and protect company assets. We require all employees to receive annual training related to our Standards of Ethics and Business Conduct and related policies in order to ensure that employees are familiar with those standards of conduct and to mitigate the risks associated with employees’ failure to meet those standards.

Question

3.2. Does the company provide tailored training on its anti-bribery and corruption programme for at least the following categories of employees:
 a) Employees in high risk positions,
 b) Middle management,
 c) Board members.

Score

0

Comments

There is no publicly available evidence that the company provides tailored anti-bribery and corruption training to employees based on an assessment of their role and exposure to corruption risk.

Evidence

No evidence found.

Question
3.3. Does the company measure and review the effectiveness of its anti-bribery and corruption communications and training programme?
Score
1
Comments
<p>There is evidence that the company measures and reviews the effectiveness of its anti-bribery and corruption communications and personnel training programme. The company indicates that the Culture, Character, Integrity and Ethics Committee is responsible for reviewing implementation and effectiveness, and there is evidence that the findings of such reviews are used to update elements of anti-corruption training programme.</p> <p>However, company receives a score of '1' because it does not provide further publicly available information on the way in which it measures effectiveness, for example through staff surveys, specific audits or training completion rates. In addition, it is not clear that the company makes use of these mechanisms on an annual basis, nor is there evidence that it undertakes a full review of the programme every three years.</p>
Evidence
<p>[6] Culture, Character, Integrity and Ethics Committee Charter (Document) Accessed 21/08/2019 http://investor.caci.com/file/4200091/Index?KeyFile=1500094268 <p>[p.2] <u>Oversight of Company Culture</u></p> <p>The Committee may:</p> <ul style="list-style-type: none"> • Review and assess the culture of the organization to determine if further enhancements are needed to foster ethical behavior by all employees; • Review and/or provide input to Management on the implementation and effectiveness of the Company's ethics and culture materials and initiatives, including training and the processes for the reporting and resolution of ethics issues; <p>[...]</p> <p><u>Oversight of Compliance Activities</u></p> <p>The Committee may:</p> <p>[p.3] Review the material risks and liabilities relating to the provisions of the Code of Conduct and the Standards of Ethics and the Company's other internal ethics policies, ensuring that such risks are managed or mitigated as part of the company's risk management program;</p> <ul style="list-style-type: none"> • Review significant compliance-related policies, objectives and plans related to the operations of the Company's business and its mode or methods of doing business; • Review employee training materials regarding the Code of Conduct and the Standards of Ethics and the Company's other internal ethics policies and guidelines prior to distribution to the Company's personnel; </p>

Question
3.4. Does the company ensure that its employee incentive schemes are designed in such a way that they promote ethical behaviour and discourage corrupt practices?
Score
0
Comments
There is no publicly available evidence that the company's incentive schemes for employees are designed to incorporate ethical or anti-bribery and corruption principles.
Evidence
No evidence found.

Question
3.5. Does the company commit to and assure itself that it will support and protect employees who refuse to act unethically, even when it might result in a loss of business?
Score
0
Comments
There is no publicly available evidence that the company commits to support or protect employees who refuse to act unethically.
Evidence
No evidence found.

Question
3.6. Does the company have a clear policy of non-retaliation against whistleblowers and employees who report bribery and corruption incidents?
Score
1
Comments
<p>There is evidence that the company promotes a clear policy of non-retaliation against both whistleblowers and employees who report bribery and corruption incidents. There is evidence that this policy applies to all employees, directors and consultants across the organisation.</p> <p>However, there is no publicly available evidence that the company assures itself of its employees' confidence in this commitment through surveys, usage data, or other clearly stated means.</p>
Evidence
<p>[1] Standards of Ethics and Business Conduct (Document) Accessed 20/08/2019 http://investor.caci.com/Cache/1001216628.PDF?O=PDF&T=&Y=&D=&FID=1001216628&iid=4200091 [p.4] These Standards of Ethics and Business Conduct (the "Standards") apply to all officers, employees, and consultants of every CACI company and business unit and to all business activities of CACI within CACI's U.S. operations.</p> <p>[p.6] Non-Retaliation CACI is committed to providing a workplace conducive to open discussion of its business practices. It is CACI policy to comply with all applicable laws that protect employees against unlawful discrimination or retaliation in response to their lawfully reporting information alleging inappropriate conduct in the workplace. However, employees who file reports or provide evidence which they know to be false will not be protected by the policy statement above and may be subject to disciplinary action, including termination.</p> <p>[8] CACI Hotline - Frequently Asked Questions (Webpage) Accessed 21/08/2019 http://investor.caci.com/hotline_program_faqs/Index?KeyGenPage=329416 What is the CACI Hotline?</p> <p>At CACI, we are committed to the highest legal and ethical standards in the conduct of our business. Compliance with these standards requires vigilance on the part of every CACI employee. CACI relies on reports to its Compliance Hotline from employees like you to make sure we properly address any unethical or improper work-related behavior.</p> <p>The CACI Compliance Hotline is available via our hotline vendor Convercent 24 hours a day, 7 days a week, and enables you to confidentially and anonymously communicate any suspicion of business misconduct without fear of retaliation.</p> <p>[...]</p> <p>2. We will maintain a strong policy against retaliation. If you have made a Hotline call and suspect that you are the subject of retaliation efforts contact the Ombudsman, the Director of Internal Audit or the General Counsel for assistance.</p> <p>What can I expect when I call the Hotline?</p> <p>A professional interview by the designated GCS investigator. You will be asked to provide information that will help the investigator piece together the facts of the situation (who, what, when, where, why and how) and will help CACI to assess the impact of the alleged wrongdoing. The information you provide will be handled in a confidential manner to the extent possible consistent with the obligation to investigate and remediate problems. All efforts will be made to protect anyone making a report to the Hotline from retaliation.</p>

Question
3.7. Does the company provide multiple whistleblowing and advice channels for use by all (e.g. employees and external parties), and do they allow for confidential and, wherever possible, anonymous reporting?
Score
2
Comments
<p>There is evidence that the company provides multiple channels for its employees to report instances of suspected corrupt activity and seek advice on the company's anti-bribery and corruption programme. There is evidence that these channels are sufficiently varied to allow the employee to raise concerns across the management chain and externally through an independently operated hotline. The company indicates that its channels allow for confidential and, wherever possible, anonymous reporting.</p> <p>In addition, there is evidence to indicate that the company's whistleblowing hotline is available and accessible to all employees in all jurisdictions where the company operates, including those employed by the group as third parties and suppliers. There is also evidence that the channels are available in multiple languages.</p>
Evidence
<p>[1] Standards of Ethics and Business Conduct (Document) Accessed 20/08/2019 http://investor.caci.com/Cache/1001216628.PDF?O=PDF&T=&Y=&D=&FID=1001216628&iid=4200091 [p.3] We are all responsible for upholding our own reputation and that of CACI. You are responsible for ensuring that your own conduct and the conduct of those whom you observe (and, if you are a supervisor, the conduct of those who report to you) is honest and ethical at all times and complies not only with the law but also with our policies and these Standards. Because our reputation for high ethical standards and quality work is so important, violations of any of these Standards or CACI policies will be the basis for disciplinary action, including but not limited to termination. It is your personal responsibility to read, understand, and comply with these Standards.</p> <p>If you have any questions regarding specific policies, discuss them promptly with your immediate manager or higher-level manager. You may also contact Employee Relations or the Legal Division for clarification. You will be required to certify to your understanding of these Standards on an annual basis.</p> <p>[p.4] Administration and Interpretation</p> <p>CACI's Director of Business Operations will administer these Standards. Given the complexities of today's business environment, including government contracting and international business concerns, and the determination of CACI's Executive Officers and Board of Directors to comply with both the letter and spirit of all relevant laws and regulations, it is recognized that questions of interpretation will arise. All questions relating to the charging of material and labor and to the allowability and reasonableness of overhead expenses should be directed to CACI's Internal Audit Department. All other questions relating to these Standards and CACI's ethics and business practices in general should be directed to the Corporate Ombudsman, or the Legal Division.</p> <p>[p.5] How to Report Violations</p> <p>We are committed to maintaining a workplace in which we all feel valued and fairly treated, and where all actions are in accordance with law, CACI policies, and these Standards. We provide many avenues through which employees can make complaints and/or bring attention to problems in the workplace. It is the responsibility of any employee or consultant having knowledge of any activity that is or may be in violation of these Standards, any law, rule, or regulation applicable to CACI's business, or any Affirmative Action Policy, to promptly disclose such activity.</p> <p>For this purpose, CACI has established the following potential contacts for reporting violations:</p> <ul style="list-style-type: none"> • Immediate Manager • Corporate Ombudsman • Employee Relations Department • Legal Division

- CACI Hotline 1-800-928-3505 (available 24 hours) – This hotline is intended for reports of any kind of inappropriate conduct.
- CACI Accounting Hotline 1-866-839-8686 – This hotline is intended for reports of concerns associated with accounting policies and practices, internal controls, and auditing policies and practices.

Any complaint or report received will be taken seriously and handled as confidentially as possible consistent with investigating and resolving the matter. In conducting an investigation, CACI will make findings and take appropriate action to address any improper conduct. Please help us maintain a workplace we all can be proud of by reporting such incidents.

[p.8] Reporting Material Developments and Complying with Internal Controls

It is your duty to fully, fairly, accurately, timely and understandably report financial and non-financial information and developments that could possibly have a material effect on the operations or financial condition of CACI up-line through your chain of command and to the Company's Chief Financial Officer, the Corporate Controller, or the Legal Division as soon as it is discovered.

In addition, it is your obligation to comply with our internal control policies and procedures and our disclosure controls and procedures. You are expected to report any failure to comply with such controls and procedures as described above to the Company Ombudsman, the Internal Audit Department, or the CACI Accounting Hotline at 1-866-839-8686, which has been established specifically for employees to report suspected violations of corporate accounting policies, practices, and controls, or auditing policies and practices. Those employees engaged in preparation and filing of documents with the Securities and Exchange Commission and/or with public news releases or other public communications made by CACI are expected to fully, fairly, accurately, timely, and understandably disclose all information that is required in connection with such communications.

[7] CACI Hotline Program (Webpage)

Accessed 20/08/2019

http://investor.caci.com/hotline_program/Index?KeyGenPage=1073752295

Employees and others may report the following violations by calling 800-928-3505 or by going to <http://www.convercent.com/report>, a website managed by Convercent.

- Laws or regulations
- CACI Standards of Ethics and Business Conduct
- Corporate policy
- Conflict of interest avoidance requirements
- Security requirements
- Accounting policies and practices
- Internal accounting controls
- Audit policies and practices

Each caller is encouraged to assist CACI by providing information on how he or she can be contacted for additional information. All information will be held in confidence to the extent possible consistent with the obligation to investigate and remediate problems.

[8] CACI Hotline - Frequently Asked Questions (Webpage)

Accessed 21/08/2019

http://investor.caci.com/hotline_program_faqs/Index?KeyGenPage=329416

CACI Hotline Program FAQs

What is the CACI Hotline?

At CACI, we are committed to the highest legal and ethical standards in the conduct of our business. Compliance with these standards requires vigilance on the part of every CACI employee. CACI relies on reports to its Compliance Hotline from employees like you to make sure we properly address any unethical or improper work-related behavior.

The CACI Compliance Hotline is available via our hotline vendor Convercent 24 hours a day, 7 days a week, and enables you to confidentially and anonymously communicate any suspicion of business misconduct without fear of retaliation. If you suspect improper or unethical work-related behavior, you can report your concerns by calling the Compliance Hotline at 1-800-928-3505 or submitting a report via Convercent's www.convercent.com/report website.

[...]

Do I have to identify myself?

While we encourage you to identify yourself, it is not required. It is preferable that you identify yourself so that we may contact you to ask for additional information or clarification of your report so that we have a better opportunity to conduct a meaningful investigation. If you identify yourself to a Hotline investigator your identity will be kept confidential to the extent possible consistent with the obligation to investigate and remediate problems.

[...]

How may I report what I perceive to be violation of the Code?

You may report compliance issues in the following ways:

1. CACI Hotline report by telephone or website
2. Telephone or email report to the Employee Relations Director, the Internal Auditor, the Ombudsman or the General Counsel
3. Internal memorandum sent to one of the above CACI officials in an envelope marked "confidential"

[26] Convercent Hotline Website (Webpage)

Accessed 14/02/2020

<https://app.convercent.com/en-us/Anonymous/IssueIntake/IdentifyOrganization>

[23] Supplier Access and Usage Terms (Webpage)

Accessed 27/08/2019

https://supplier.caci.com/print.aspx/en/ctn/content_view/legal_mention/404?modal=true

12. REPORTING OF ETHICAL CONCERNS. Report all ethical or legal concerns to CACI at 800-928-3505 or by going to <http://www.ListenUpReports.com>.

[2] Directors' Code of Business Ethics and Conduct (Document)

Accessed 20/08/2019

<http://investor.caci.com/Cache/1500100989.PDF?O=PDF&T=&Y=&D=&FID=1500100989&iid=4200091>

[p.4] V. Special Consideration, Gifts, Gratuities, Fees and Other Payments

Payments to Directors

No director or member of a director's immediate family should accept any gift, gratuity, fee or other payment of any kind if it is known or suspected that its purpose is to influence a transaction or such item is excessive or might cause embarrassment if its acceptance became known. In addition, directors must ensure that dealings with third parties with whom the Company does business are concluded on terms that would generally be available to persons without the status of director or director's family member as it is inappropriate for a director, or any member of a director's immediate family, to obtain special consideration or benefits in dealings with third parties as a result of such person's status as a director of the Company (including payments for any speech made, or article written, in connection with official Company business). Moreover, directors must report any offer of a bribe, kickback or illegal payment that they receive or learn of to the General Counsel.

Payments from Directors

No director or member of a director's immediate family should offer any gift, gratuity, fee or other payment of any kind to a customer, potential customer, or related party of the Company for the purpose of, or appearing to have the purpose of, influencing any transaction between such entity and any of the the Company's subsidiaries or affiliates. In addition, directors should refrain from any act that has the appearance of being a bribe, kickback or other illegal or improper payment, whether direct or indirect, to any person or entity for the purposes of (i) obtaining, retaining or directing business or (ii) affecting the conditions of doing business. Any questions regarding the acceptability of entertainment, gifts and payments should be directed to the General Counsel.

4. Conflict of Interest

Question
4.1. Does the company have a policy defining conflicts of interest – actual, potential and perceived – that applies to all employees and board members?
Score
2
Comments
<p>There is evidence that the company formally addresses conflict of interest as a corruption risk, and that it has a clear policy in place that defines conflicts of interest, including actual, potential and perceived conflicts. There is evidence that the company’s policy addresses possible conflicts arising from employee relationships, government relationships, financial interests, outside employment. In addition, there is evidence that this policy applies to all employees and board members, including those of subsidiaries and other controlled entities.</p>
Evidence
<p>[1] Standards of Ethics and Business Conduct (Document) Accessed 20/08/2019 http://investor.caci.com/Cache/1001216628.PDF?O=PDF&T=&Y=&D=&FID=1001216628&iid=4200091 <p>[p.3] <u>Responsibility/Accountability</u></p> <p>These Standards of Ethics and Business Conduct (the “Standards”) apply to all officers, employees, and consultants of every CACI company and business unit and to all business activities of CACI within CACI’s U.S. operations.</p> <p>[p.9] <u>Fiduciary Duty of Employees</u></p> <p>CACI’s greatest assets are the knowledge, ingenuity, and productivity of its employees. We benefit most from such assets when employees perform their work with the highest degree of loyalty. In recognition of this fact, you have certain fiduciary responsibilities to the Company, including, for example, the duty to place the interest of CACI and its shareholders above your personal interest in any situation where they might conflict. In light of the special trust and confidence that CACI places in its employees, these Standards require that you act with undivided loyalty to CACI and fairness in dealings with the Company, its employees, its suppliers, its business partners, and its existing and potential clients. The restrictions placed upon you are not intended to prevent you from competing lawfully and fairly with CACI following termination of employment (subject to the non-competition restrictions of the CACI Employee Agreement), or from engaging in subsequent employment in any field of your choice. Instead, they are intended solely to proscribe certain acts (including those listed below by way of example) that would be inconsistent with your legal obligations arising out of your employment relationship with the Company, such as:</p> <ul style="list-style-type: none"> • Permitting the use of your name or resume by another entity in any bid, any response to a request for proposal, or any other similar application for a contract or task order that competes against the Company for new work; or is intended to replace, succeed, supersede, reduce, or diminish CACI’s work under a contract or task order • Taking kickbacks in exchange for entering into contracts • Conducting or planning to begin a new, non-CACI enterprise while an employee of the Company and carrying out the enterprise or preparations for a new enterprise on Company time • Working on behalf of another entity while a CACI employee • Using trade secrets or confidential or proprietary information in an unauthorized manner • Soliciting the Company’s customers or employees • Taking opportunities that are discovered through the use of corporate property, information, or position for your own personal gain <p>[p.13] <u>Personal Conflicts of Interest</u></p> <p>A “conflict of interest” occurs when a person’s private interest (financial gain, career development, familial interest, reputation advantage, etc.) interferes in any way – or even appears to interfere – with the legitimate business</p> </p>

interests of CACI. It is not practical to attempt to list all possible kinds of conflicts. Nonetheless, employees should be very conscious of the potential for their own interests, or those of their immediate family, to be in conflict with CACI's interests, and should take care not to act in a way that prefers those personal interests over CACI's interests or our customer's interest when they do conflict. In order to avoid potential conflicts of interest, you should avoid any activity outside your Company work that is reasonably likely to put you in a conflict situation.

For example, it is important to avoid engaging in activities outside of your CACI employment for entities that provide products or services that may be competitive with the products or services provided by CACI. If in doubt whether a situation or certain activity constitutes a conflict of interest, contact the Legal Division for guidance. CACI's policies regarding Outside Employment and Employee Affiliations can be found in the Manual at Policy 03.01.04 – Outside Employment and Policy 02.02.06 – Employee Affiliations.

[p.18] Hiring of Government and Former Government Employees

Special concerns apply to hiring or retaining a government or former government employee as an employee or consultant of CACI. In addition, there are special constraints regarding any communication concerning possible employment of government employees who are designated as "procurement officials" during the conduct of any procurement action and otherwise. You shall not conduct any discussions regarding, or make any offer or promise of, future employment or business opportunity to any procurement official during the conduct of any procurement. In order to be sure that you do not run afoul of restrictions in this area, before discussing potential CACI employment with any government employee, contact a representative of the Legal Division for advice.

CACI's specific hiring policy affecting clients and government or former government employees can be found in the Manual at Procedure 03.02.01.01 – Eligibility for Hire.

There are no exceptions to this policy. Authorization from the General Counsel must be obtained before even mentioning proposed employment to current government employees, and then only after they have publicly announced that they are leaving government service. In addition, any plans to employ retired military officers of general or flag rank, or civilian officials having the rank of Deputy Assistant Secretary or above, must be approved by the Chief Executive Officer of CACI International Inc, prior to an offer of CACI employment.

[2] Directors' Code of Business Ethics and Conduct (Document)
Accessed 20/08/2019

<http://investor.caci.com/Cache/1500100989.PDF?O=PDF&T=&Y=&D=&FID=1500100989&iid=4200091>

[p.1] This Code governs the conduct of the Board's work, and each director should become familiar with its provisions. A failure to comply with them will adversely affect the ethical environment on which the Company's success depends. As an aid to maintaining the high standards that the Company requires, the following rules of conduct should be observed in all activities of the Board:

- (a) Honesty and candor in every activity, including compliance with the spirit as well as the letter of the law;
- (b) Avoidance of any conflict or appearance of conflict between business and personal interests;
- (c) Exercise of appropriate care, discretion and integrity in dealing with assets and information of the Company and its customers; and
- (d) Responsible handling of personal and financial matters.

I. Conflicts of Interest

The Company respects the right of any director to participate in outside financial business or other activities, provided those activities are legal and do not conflict with the director's duties. Accordingly, directors should avoid any relationship, influence or activity that might impair, or have the appearance of impairing, their ability to make objective and fair decisions as members of the Board. Potential Conflicts Conflicts can arise in many situations, but often occur in cases where a director, or member of the director's family, obtains some personal benefit which may conflict with the Company's best

[p.2] interests. This Code does not attempt to identify all potential conflicts, but other common conflicts which directors must avoid are set out below. Potential conflicts may be difficult to identify and in doubtful cases directors should consult the Company's General Counsel.

- **Company Relationships.** Directors should not engage in any conduct or activities that are inconsistent with the Company's best interests or that disrupt or impair the Company's relationship with any person or entity with which the Company has entered into, or proposed to enter into, a business or contractual relationship.

- **Compensation.** Directors should not accept compensation (in any form) for services performed for the Company from any source other than the Company.
- **Gifts and Personal Benefits.** Directors and members of their families should not accept gifts or any other personal benefits from persons or entities who deal with the Company where any such gifts or benefits are being made in order to influence the director's actions as a member of the Board, or where acceptance of the gifts or benefits could create the appearance of a conflict of interest.
- **Organizational Conflicts.** Directors involved with multiple organizations should avoid situations that are, or appear to be, organizational conflicts of interests. Such situations may arise, for example, when a director serves on other boards of directors or advisory boards; invests, owns or has a substantial interest in or provides services as an employee, officer, agent or consultant to a customer, supplier or competitor or potentially any another entity.
- **Company Assets.** Directors should not use Company assets, labor or information for personal use unless approved as part of a compensation or expense reimbursement program available to all directors.
- **Significant Interested Transactions.** Transactions between the Company and a director, a member of the director's immediate family or any entity in which a director, or a member of the director's immediate family, has a substantial interest can create possible conflicts of interest, and should be immediately disclosed to the General Counsel and approved by the disinterested members of the Board.
- **Investments.** Directors and their immediate families should avoid investment transactions in which their own interests conflict or might appear to conflict with the Company's interests.
- **Transactions.** Transactions valued at fifty thousand dollars (\$50,000) or more involving any person or entity that supplies goods or services to the Company or any of its subsidiaries and affiliates or participation in any investment or business activity with any director, officer, or five percent (5%) or greater stockholder of the Company may create possible conflicts of interest.

[13] By-Laws of CACI International (Document)**Accessed 23/08/2019**<http://investor.caci.com/Cache/1001221677.PDF?O=PDF&T=&Y=&D=&FID=1001221677&iid=4200091>

[p.9] Section 4. NOMINATIONS OF DIRECTORS.

Only persons who are nominated in accordance with the procedures set forth in Section 1 of Article II of these By-laws shall be eligible for election as directors.

[p.10] (C) in such person's individual capacity and on behalf of any person or entity on whose behalf the nomination is being made, would be in compliance, if elected as a director of the Corporation, and will comply with all applicable publicly disclosed corporate governance, conflict of interest, confidentiality and stock ownership and trading policies and guidelines of the Corporation.

Question
4.2. Are there procedures in place to identify, declare and manage conflicts of interest, which are overseen by a body or individual ultimately accountable for the appropriate management and handling of conflict of interest cases?
Score
1
Comments
<p>There is some evidence that the company has procedures to identify, declare and manage conflicts of interest, including actual, potential and perceived conflicts. The company states that directors must notify the General Counsel if they become aware of any conflicts as outlined in its policy.</p> <p>However, the company receives a score of ‘1’ because it does not provide further publicly available information on its procedures to declare and manage conflicts of interest. There is no publicly available evidence that all employee and board member declarations are held in a central register or database that is accessible by those with oversight of the process. In addition, there is no evidence that the company provides examples of criteria for recusals, nor does it clearly indicate that disciplinary measures will apply if its policy is breached. It is noted that the company’s publicly available information refers to separate policies on specific types of conflicts, but there is no evidence that these documents are publicly accessible.</p>
Evidence
<p>[1] Standards of Ethics and Business Conduct (Document) Accessed 20/08/2019 http://investor.caci.com/Cache/1001216628.PDF?O=PDF&T=&Y=&D=&FID=1001216628&iid=4200091 [p.4] The Company’s Obligation to Report Violations under the Federal Acquisition Regulation’s Mandatory Disclosure Rules</p> <p>[...] Specifically, the rules require CACI to provide written notice to the applicable agency’s Inspector General with a copy to the relevant contracting officer if we have “credible evidence” of a violation of criminal laws relating to fraud, bribery, gratuities and conflicts of interest.</p> <p>[p.13] In order to avoid potential conflicts of interest, you should avoid any activity outside your Company work that is reasonably likely to put you in a conflict situation. For example, it is important to avoid engaging in activities outside of your CACI employment for entities that provide products or services that may be competitive with the products or services provided by CACI.</p> <p>If in doubt whether a situation or certain activity constitutes a conflict of interest, contact the Legal Division for guidance. CACI’s policies regarding Outside Employment and Employee Affiliations can be found in the Manual at Policy 03.01.04 – Outside Employment and Policy 02.02.06 – Employee Affiliations.</p> <p>[3] Corporate Governance Guidelines (Document) Accessed 20/08/2019 http://investor.caci.com/Cache/1500102784.PDF?O=PDF&T=&Y=&D=&FID=1500102784&iid=4200091 [p.4] G. Other Affiliations of Directors or Director Candidates.</p> <p>The Board believes that individuals should limit the number of boards of publicly traded, for-profit corporations on which they serve in order to give proper attention to their responsibility to the Board. The Corporate Governance and Nominating Committee of the Board is responsible for reviewing annually the scope of the other affiliations of each Director to determine whether those affiliations present any conflicts of interest or are otherwise burdensome or inconsistent with the best interests of the Corporation.</p> <p>[...]</p> <p>In all cases, service on the board or any board committee of another company should be consistent with the Corporation’s conflict of interest policies.</p> <p>[p.5] V. BOARD OPERATIONS AND DIRECTOR RESPONSIBILITIES</p>

A. Director Responsibilities. In order to fulfill its responsibilities, the Board expects each Director, among other things, to:

- adhere to the Corporation's policies regarding conflicts of interest, confidentiality, protection of the Corporation's assets, ethical conduct in business dealings and respect for and compliance with applicable law and all other requirements of the Corporation's Standards of Ethics and Business Conduct and the Directors' Code of Business Ethics and Conduct;
- provide advanced notice before accepting an engagement that could cause an actual or potential conflict of interest, in accordance with the Corporation's policies;

[p.9] C. Conflicts of Interest. As set forth in more detail in the Directors' Code of Business Ethics and Conduct, directors shall avoid any action, position or interest that conflicts with any interests of the Corporation, or gives the appearance of conflicting with the Corporation's interests. The Corporation annually will solicit information from directors in order to monitor potential conflicts of interest.

[2] Directors' Code of Business Ethics and Conduct (Document)

Accessed 20/08/2019

<http://investor.caci.com/Cache/1500100989.PDF?O=PDF&T=&Y=&D=&FID=1500100989&iid=4200091>

[p.1] I. Conflicts of Interest

The Company respects the right of any director to participate in outside financial business or other activities, provided those activities are legal and do not conflict with the director's duties. Accordingly, directors should avoid any relationship, influence or activity that might impair, or have the appearance of impairing, their ability to make objective and fair decisions as members of the Board.

Potential Conflicts

Conflicts can arise in many situations, but often occur in cases where a director, or member of the director's family, obtains some personal benefit which may conflict with the Company's best interests.

[p.2] This Code does not attempt to identify all potential conflicts, but other common conflicts which directors must avoid are set out below. Potential conflicts may be difficult to identify and in doubtful cases directors should consult the Company's General Counsel.

[p.3] Notice of Potential Conflicts

Directors are required to notify the General Counsel in the event that a director is interested in entering into a new relationship of one of the types listed above which has not been previously disclosed to the General Counsel. Directors should provide advance notice to the Chairman of the Board, the Chair of the Corporate Governance and Nominating Committee and the General Counsel prior to accepting an invitation or offer to serve as a member of the board of directors or an advisory board of another entity, or as an employee, officer or agent of, or consultant to, another company.

Such notice shall contain the following information:

- the name of the company or business entity that has extended the invitation or offer;
- a brief but reasonably comprehensive description of the nature of the business of the company or entity;
- a statement as to whether such company or entity is a competitor, or given the scope of its existing business activities, is likely to become a competitor or business partner of the Company;
- a description of why such relationship would not create a conflict of interest; and
- the date on which the director would like (or believes it appropriate) to communicate a decision to accept or decline the invitation or offer. In the event that a director becomes aware of a change in the Company's business, for example resulting from an M&A transaction or a new contract win, which creates an actual or potential conflict, the director shall submit written notice to the Chairman of the Board, the Chair of the Corporate Governance and Nominating Committee and General Counsel. Such notice shall contain the following information:
 - the name of the company or business entity with which director may have an actual or potential conflict of interest;
 - a brief but reasonably comprehensive description of the nature of the business of the company or entity that creates the actual or potential conflict of interest resulting from the change in the Company's business; and

- a statement as to whether such actual or potential conflict of interest will materially interfere with director's service on the Board.

[p.4] II. Business Opportunities

Directors may not compete for, or pursue either personally or on behalf of another firm, company business opportunities unless the pursuit of such opportunity has been approved by a majority of the disinterested directors. In addition, directors must not take for their own personal benefit, or that of any member of their immediate family, any opportunities that are discovered through the use of the Company's property, information or position.

[p.8] ACKNOWLEDGEMENT AND CERTIFICATION

This will acknowledge receipt of the Director's Code of Business Ethics and Conduct of the Company.

By signing below, I represent that I have read the Code, that I understand its requirements, that I am in full compliance therewith (or that any matters that might be in conflict therewith have been duly reported to and approved by the Company), and that I agree to comply with the requirements of the Code.

Date:

Signature:

Printed Name:

[12] Corporate Governance and Nominating Committee Charter (Document)

Accessed 22/08/2019

<http://investor.caci.com/Cache/1500097935.PDF?O=PDF&T=&Y=&D=&FID=1500097935&iid=4200091>

[p.3] 11. Identify, screen and evaluate director candidates. The Board is responsible for approving criteria for selecting directors. The CGNC shall use such criteria, including the qualifications set forth in the Governance Guidelines, to guide its director identification process.

[p.4] Any Board member may recommend a candidate for membership to the Board of Directors. The CGNC shall evaluate each director candidate (including all existing directors) at least annually, such evaluation to entail (without limitation):

- (a) for a new director candidate, the conduct of appropriate inquiries into the background and qualifications, including the performance of a background check to, among other things, validate the candidate's credentials;
- (b) the review of any potential conflicts of interest or time constraints arising from the candidate's range of other commitments;
- (c) the review of any facts or circumstances which may cause an existing director to cease to be independent; and
- (d) in the case of a currently serving director, review of any changes in an existing director's employment, membership on another board(s) or changes in the business of another company for which the director serves as an officer or director or changes in the business of the Company that create a potential conflict with such director's service for another company that have occurred since the director was last elected by the shareholders or appointed by the Board to fill a vacancy.

Question
4.3. Does the company have a policy and procedure regulating the appointment of directors, employees or consultants from the public sector?
Score
1
Comments
<p>There is evidence that the company has a policy with controls to assess and regulate the employment – as well as offers of employment or offers of consultancy engagement – of current and recently departed public officials. The company’s policy indicates that the General Counsel must give approval before the initiation of any employment discussions with former or current public officials. In addition, the company indicates that the Chief Executive Officer must give approval before any offers of employment to former military officers above a certain rank or former senior civilian officials.</p> <p>However, the company receives a score of ‘1’ because it does not provide further publicly available information on whether it has procedures to conduct a conflicts of interest review prior to engagement, nor that the company may impose restrictions on their activities if such conflicts are identified. It is also not clear whether the company has a policy to implement a cooling-off period of at least 12 months before such public officials are permitted to have any form of contact with their former organisation on the company’s behalf. It is noted that the company states that it has a separate policy covering the employment of individuals from the public sector, but this document does not appear to be publicly available.</p>
Evidence
<p>[1] Standards of Ethics and Business Conduct (Document) Accessed 20/08/2019 http://investor.caci.com/Cache/1001216628.PDF?O=PDF&T=&Y=&D=&FID=1001216628&iid=4200091 [p.18] Hiring of Government and Former Government Employees</p> <p>Special concerns apply to hiring or retaining a government or former government employee as an employee or consultant of CACI. In addition, there are special constraints regarding any communication concerning possible employment of government employees who are designated as “procurement officials” during the conduct of any procurement action and otherwise. You shall not conduct any discussions regarding, or make any offer or promise of, future employment or business opportunity to any procurement official during the conduct of any procurement. In order to be sure that you do not run afoul of restrictions in this area, before discussing potential CACI employment with any government employee, contact a representative of the Legal Division for advice.</p> <p>CACI’s specific hiring policy affecting clients and government or former government employees can be found in the Manual at Procedure 03.02.01.01 – Eligibility for Hire.</p> <p>There are no exceptions to this policy. Authorization from the General Counsel must be obtained before even mentioning proposed employment to current government employees, and then only after they have publicly announced that they are leaving government service. In addition, any plans to employ retired military officers of general or flag rank, or civilian officials having the rank of Deputy Assistant Secretary or above, must be approved by the Chief Executive Officer of CACI International Inc, prior to an offer of CACI employment.</p> <p>[3] Corporate Governance Guidelines (Document) Accessed 20/08/2019 http://investor.caci.com/Cache/1500102784.PDF?O=PDF&T=&Y=&D=&FID=1500102784&iid=4200091 [p.4] The Board believes that, in order to ensure a director has the ability to dedicate the requisite time and attention to the Board:</p> <ul style="list-style-type: none"> • a director who is a full-time employee of another company should not serve on more than one (1) other public company board at a time; • a director should not serve on more than five (5) public company, private company or advisory boards. A director should limit the amount of consulting or similar services to public or private companies to ensure that such director has the requisite time and attention to attend to the Corporation’s business. Service on the board (or advisory board) of, or providing consulting or similar services to any governmental, not-for-profit, charitable,

community services, eleemosynary, or professional or industry agency, association or organization is expressly excluded from this clause;

Question
4.4. Does the company report details of the contracted services of serving politicians to the company?
Score
0
Comments
There is no evidence that the company publishes details of the contracted services of serving politicians.
Evidence
No evidence found.

5. Customer Engagement

5.1 Contributions, Donations and Sponsorships

Question
5.1.1. Does the company have a clearly defined policy and/or procedure covering political contributions?
Score
2
Comments
<p>Based on publicly available information, there is evidence that the company has a policy that clearly prohibits corporate political contributions. The company indicates that this applies to any contributions to government officials or politicians, whether made directly or indirectly. There is evidence that this policy applies company-wide in the United States and in other jurisdictions. In addition, the company clearly states that it is not associated with a Political Action Committee (PAC) in the United States, and no publicly available evidence was identified to contradict this statement.</p>
Evidence
<p>[2] Directors' Code of Business Ethics and Conduct (Document) Accessed 20/08/2019 http://investor.caci.com/Cache/1500100989.PDF?O=PDF&T=&Y=&D=&FID=1500100989&iid=4200091 [p.4] IV. Compliance with Laws; Rules and Regulations; Fair Dealing Directors shall conduct their activities on behalf of the Company with honesty and integrity and comply with all applicable laws, rules and regulations in performing their work for the Company, including the following:</p> <p>[...]</p> <ul style="list-style-type: none"> • Political Contributions. The Company may not make any remuneration of money or offer to do so directly or indirectly to any government official or politician in the United States or abroad for the purpose of influencing such official's or politician's actions. Our Directors are expected not to use Company funds or facilities or services for any political purpose in contravention of this policy. This policy shall not apply to purely individual contributions by directors. However, the use of Company funds to fund a political contribution, or the reimbursement is strictly prohibited. <p>[6] Culture, Character, Integrity and Ethics Committee Charter (Document) Accessed 21/08/2019 http://investor.caci.com/file/4200091/Index?KeyFile=1500094268 [p.4] <u>Miscellaneous</u></p> <ul style="list-style-type: none"> • The Committee shall keep informed of developments in applicable legal and regulatory requirements and recommended best practices concerning Committee functions; • The Committee may review any political and/or lobbying activities performed on behalf of the Company; <p>[14] 2004 News Release (Document) Accessed 23/08/2019 https://www.caci.com/about/news/news2004/06_28_04_NR.html [p.1] CACI is not now and never has been involved in political activist pursuits of any kind for its own individual corporate benefit.</p> <p>CACI does not now have and never has had a political action committee (PAC). The Company makes no effort whatsoever to influence or interfere with the rights of its officers and employees to participate as they see fit in supporting any candidate for office through a private donation.</p>

[16] CACI Cares – Donation Guidelines (Webpage)

Accessed 27/08/2019

<http://www.caci.com/cacicares/Donation.shtml>

CACI Cares is honored to support a variety of charitable causes. All formal requests for sponsorships or donations should be sent in writing along with proof of your organization's 501(c)(3) status. CACI receives many requests and we appreciate your patience as we carefully review.

Guidelines:

[...]

- Recipients must be IRS-approved 501(c)(3) organizations. We cannot fund individuals, for-profit organizations, or essentially religious or political organizations.

Question
5.1.2. Does the company publish details of all political contributions made by the company and its subsidiaries, or a statement that it has made no such contribution?
Score
N/A
Comments
The company publishes a clear statement that it does not make any forms of political contributions and therefore it is exempt from scoring on this question.
Evidence
None found.

Question
5.1.3. Does the company have a clearly defined policy and/or procedure covering charitable donations and sponsorships, whether made directly or indirectly, and does it publish details of all such donations made by the company and its subsidiaries?
Score
1
Comments
<p>Based on publicly available information, there is evidence that the company has a policy on charitable donations and sponsorships. There is evidence that this policy includes criteria for donations and specific approval procedures for donations, as well as separate financial thresholds and sign-off requirements for any donations to organisations where the recipient is associated with a company director. The company also provides some information on the charities that it supports, including the names of the organisations.</p> <p>However, there is no evidence that the company's policy includes further controls such as due diligence on recipients, nor is there evidence that the company publishes full details of its charitable donations made in the last 12 months, including details of the recipient, amount, country of recipient and which corporate entity made the payment.</p>
Evidence
<p>[16] CACI Cares – Donation Guidelines (Webpage) Accessed 27/08/2019 http://www.caci.com/cacicares/Donation.shtml</p> <p>CACI Cares is honored to support a variety of charitable causes. All formal requests for sponsorships or donations should be sent in writing along with proof of your organization's 501(c)(3) status. CACI receives many requests and we appreciate your patience as we carefully review.</p> <p><u>Guidelines:</u></p> <ul style="list-style-type: none"> • Include a specific description of your organization and project, your contact information, and any relevant program history. • Recipients must be IRS-approved 501(c)(3) organizations. We cannot fund individuals, for-profit organizations, or essentially religious or political organizations. • The activities of recipient organizations must support core educational initiatives, military and veterans, or community citizenship. • Contributions are restricted to specific projects or programs only, not general operating accounts. • CACI Cares will not support requests for programs deemed to be discriminatory based on race, gender, sexual orientation, age, religion, national origin, or physical or mental disability. <p>Sponsorships or donations requests may be submitted using the Request a Donation form.</p> <p>[18] CACI Cares - Request a Donation Form (Webpage) Accessed 27/08/2019 http://www.caci.com/caciapps/cacicares/ContactUs.aspx</p> <p>CACI is honored to support a variety of charitable causes.</p> <p>Please use this form to learn more about philanthropy at CACI or to request a donation. For more information on the causes we support, see our Donation Guidelines.</p> <p>Organization Name: Organization Website: Point of Contact: Address: City:</p>

State:
 Zip:
 Telephone:
 Email:
 Preferred contact method:
 Email Phone
 Amount of funds requested:
 Type of charity:
 Description of organization:
 What will the funds be used for?

[3] Corporate Governance Guidelines (Document)

Accessed 20/08/2019

<http://investor.caci.com/Cache/1500102784.PDF?O=PDF&T=&Y=&D=&FID=1500102784&iid=4200091>

[p.4] • a director should not serve on more than five (5) public company, private company or advisory boards. A director should limit the amount of consulting or similar services to public or private companies to ensure that such director has the requisite time and attention to attend to the Corporation's business. Service on the board (or advisory board) of, or providing consulting or similar services to any governmental, not-for-profit, charitable, community services, eleemosynary, or professional or industry agency, association or organization is expressly excluded from this clause;

[p.8] VIII OTHER MATTERS

[p.9] F. Charitable Contributions. Contributions by the Corporation to not-for-profit organizations with which a Director is affiliated as a board member, trustee or officer must be approved by the Corporate Governance and Nominating Committee if they are over \$25,000, and by the full Board if they are over \$100,000.

[19] CACI Cares - Serving Those Who Served (Webpage)

Accessed 27/08/2019

<http://www.caci.com/cacicares/OurTroops.shtml>

Serving Those Who Served

At CACI, we honor the men and women of the armed forces who serve with valor and patriotism. We have steadfastly supported our military since our company's founding in 1962. Today, one-third of CACI employees are veterans, members of the National Guards, and Reservists.

CACI is committed to recognizing and supporting those who gave the ultimate sacrifice, our veterans, active duty military, and their families. CACI employees generously volunteer their time to serving those who have served, and we are proud of our strategic partnerships and initiatives to support military-focused organizations and programs.

To learn more about some of the military organizations CACI supports, visit their websites listed below:

- Cause (Comfort for America's Uniformed Services)
- Final Salute
- Project Healing Waters Fly Fishing
- TAPS
- Trout Unlimited – Veteran Service Partnership
- The Home Front Cares
- United Heroes League
- USO of Metropolitan Washington-Baltimore
- Women in Military Service for America Memorial
- Wreaths Across America

[20] CACI Cares - Educating The Leaders of Tomorrow (Webpage)

Accessed 27/08/2019

<http://www.caci.com/cacicares/Education.shtml>

At CACI, we believe there are no limits to worthwhile initiatives that advance learning. That's why we began our Scholarship Program, in conjunction with the National Merit Scholarship Corporation, in 2006.

Beyond that, our philanthropic and volunteer efforts provide STEM education support both nationally and locally. Click the links below to learn more about some of the organizations we support.

- CACI Scholarship Program
- FIRST (For Inspiration and Recognition of Science and Technology)

[21] CACI Cares - Fostering Community Citizenship (Webpage)

Accessed 27/08/2019

<http://www.caci.com/cacicares/Cares.shtml>

Our employee volunteerism is the embodiment of CACI culture. Our company has a strong and generous presence in our nation and neighborhoods through both volunteerism and charitable giving.

CACI Cares is there in times of need to our nation, our communities, and our employees. Some of the organizations CACI has recently supported include:

- American Red Cross
- Boy Scouts of the National Capital Area
- March of Dimes
- Northern Virginia Family Service
- Toys for Tots

[15] Sponsorship News Release (Webpage)

Accessed 27/08/2019

http://www.caci.com/announcement/2017/CACI_Supports_Fundraising_for_Families_of_Fallen_Special_Operators_and_CIA.shtml

November 08, 2017

CACI Supports Fundraising for Families of Fallen Special Operators and CIA

CACI has a proud history of supporting our nation's veterans and their families. Since 2014, CACI has been a corporate sponsor of Spookstock, a unique musical event to benefit the children and families of the fallen among Special Operations Forces and the Central Intelligence Agency (CIA). The event raises money for the CIA Officers Memorial Foundation and the Special Operations Warrior Foundation.

At CACI, these two organizations are especially important to us. Many of our employees come from the intelligence and special operations communities. Their missions to safeguard America's security and future are our missions. We support them with innovative technologies, solutions, and services, as well as our own volunteerism and philanthropy.

This year, the company made one of its most significant and unique contributions to Spookstock 2017 by sponsoring the transformation of a 1950 Ford Business Coupe into a sleek new vehicle. Now known as "Donovan," named for William "Wild Bill" Donovan, founder of the CIA and "Father of Central Intelligence," the car will be auctioned at Barrett-Jackson Collector Car Auctions during 2018.

Proceeds from the auction will go to the CIA Officers Memorial Foundation and Special Operations Warrior Foundation.

[17] CACI Cares Homepage (Webpage)

Accessed 27/08/2019

<http://www.caci.com/cacicares/index.shtml>

CACI Cares

Philanthropy at CACI

A message from leadership ...

At CACI, we're always looking for ways to support the communities in which our employees live and work. We're also focused on engaging with employees to create a great workplace experience. Through our CACI Cares program of philanthropy and volunteerism, we achieve both these goals.

CACI people love to volunteer. We take great pride in the expertise and technology we provide for national security missions, and we get enormous satisfaction in giving back to our communities. Through CACI Cares, we form

strategic partnerships with organizations aligned with our business and mission in three core areas of philanthropic support:

- Serving those who served,
- Educating the leaders of tomorrow, and
- Fostering community citizenship.

CACI Cares connects employees to each other for camaraderie and team building, embodies our culture of ethics and integrity, and reflects our national recognition as a Top Workplace. We think it's another great reason to invent a career at CACI!

I am very proud of the work we do through CACI Cares, and I invite you to learn more about it. If you'd like to learn more about philanthropy at CACI, or request our support, click on Contact Us.

Thank you.

John Mengucci

President and Chief Executive Officer

5.2 Lobbying

Question
5.2.1 Does the company have a policy and/or procedure covering responsible lobbying?
Score
0
Comments
<p>There is no publicly available evidence that the company has a clear policy or procedure on lobbying. The company provides publicly available information on the regulations in the United States that it must follow when undertaking any lobbying activities, for example the disclosure of payments and avoiding improper influence on the political process; however, there is no evidence that the company outlines specific standards of conduct or oversight mechanisms to ensure that all internal, external and association lobbyists comply with these regulations.</p>
Evidence
<p>[1] Standards of Ethics and Business Conduct (Document) Accessed 20/08/2019 http://investor.caci.com/Cache/1001216628.PDF?O=PDF&T=&Y=&D=&FID=1001216628&iid=4200091 [p.17] <u>Lobbying Activities</u></p> <p>CACI is prohibited from using federal funds to pay persons such as lobbyists or consultants to influence or attempt to influence executive or legislative decision making in connection with the award of any contract. We are also required to furnish a certification that no federal funds have been paid or will be paid in violation of this prohibition. In addition, CACI is required to report to the government any payments to any lobbyist or consultant paid with non-federal funds for such purposes.</p> <p>[15] Sponsorship News Release (Webpage) Accessed 27/08/2019 http://www.caci.com/announcement/2017/CACI_Supports_Fundraising_for_Families_of_Fallen_Special_Operators_and_CIA.shtml [p.4] Miscellaneous</p> <ul style="list-style-type: none"> • The Committee shall keep informed of developments in applicable legal and regulatory requirements and recommended best practices concerning Committee functions; • The Committee may review any political and/or lobbying activities performed on behalf of the Company;

Question
5.2.2 Does the company publish details of the aims and topics of its public policy development and lobbying activities it carries out?
Score
0
Comments
There is no evidence that the company publishes any information on its lobbying aims, topics or activities.
Evidence
No evidence found.

Question
5.2.3 Does the company publish full details of its global lobbying expenditure?
Score
0
Comments
There is no evidence that the company publishes any details of its global lobbying expenditure.
Evidence
No evidence found.

5.3 Gifts and Hospitality

Question
5.3.1 Does the company have a policy and/or procedure on gifts and hospitality to ensure they are bona fide to prevent undue influence or other corruption?
Score
1
Comments
<p>There is evidence that the company has a policy on the giving and receipt of gifts and hospitality, with clear procedures designed to ensure that such promotional expenses are not used as vehicles for bribery. The company indicates that its policy establishes financial limits, along with an approval procedure, for different types of promotional expenses. The policy also addresses the risks associated with gifts and hospitality given to and/or received from domestic and foreign public officials.</p> <p>However, the company receives a score of ‘1’ because there is no publicly available evidence that it has a procedure in place to record gifts and hospitality in a dedicated central register or database that is accessible to those responsible for oversight of the process. It is noted that the company has a separate policy covering gifts and gratuities, which may contain more information on its procedures in this area, but this document does not appear to be publicly available.</p>
Evidence
<p>[1] Standards of Ethics and Business Conduct (Document) Accessed 20/08/2019 http://investor.caci.com/Cache/1001216628.PDF?O=PDF&T=&Y=&D=&FID=1001216628&iid=4200091 <p>[p.14] <u>Accepting Gifts, Gratuities, and Entertainment</u></p> <p>Acceptance of gifts and gratuities from actual or would-be clients, suppliers, vendors, competitors or business partners can result in possible conflicts between your duty of loyalty to the Company and your personal interests. In order to ensure that such situations are considered thoughtfully, if you are offered a gift or gratuity with a value exceeding \$150, you must report such offer and seek approval to accept it through your up-line chain of command to the General Counsel. In no event should you accept a gift where it would be prohibited by law or is known by you to be contrary to law or the corporate business practices of the company employing the person offering the gift. CACI’s policy regarding gifts can be found in the Manual at Policy 02.01.02 – Gifts and Gratuities.</p> <p><u>Providing Gifts, Gratuities, and Entertainment</u></p> <p>Due to the nature of CACI’s business, the giving of gifts, gratuities or entertainment (considered “Business Courtesies”) requires the use of good business judgment by employees and careful monitoring by managers. For commercial, non-government clients, Business Courtesies, including meals, entertainment, gifts, promotional items, services, and favors, may be extended, provided they are reasonable, not extravagant in value or number, infrequent enough not to become expected, and not offered in exchange for favorable consideration or treatment. A business courtesy is simply that—a courtesy—and should not be given if doing so would create even the appearance of an impropriety on CACI’s part. CACI’s policy regarding gifts can be found in the Manual as noted above.</p> <p>[p.17] <u>Gifts and Gratuities to U.S. Government Officials</u></p> <p>CACI employees must not offer, give, or promise to offer or give any money, gratuity or other thing of value to any government employee that such employee is prohibited from receiving by applicable law, including transportation, meals at business meetings, tickets to sporting or other events, or the like. Even if applicable government regulations permit their acceptance, CACI employees must refrain from offering or giving or reimbursing expenses for any entertainment or offering any gratuity to any government employee who is personally and substantially involved in a procurement or administrative function relating to any contract for the direct or indirect purchase of products or services from the Company.</p> <p>Federal government employees, as well as those of most state and local governments and many private companies, are subject to strict rules regarding the acceptance of gifts. CACI must respect these rules. In the</p> </p>

government environment, the failure to do so may result in severe legal and financial consequences for both CACI and the offending employee. In addition, there are significant legal prohibitions associated with providing gratuities in the context of international activities. When in doubt regarding the appropriateness of a gift or extension of business courtesy, consult your immediate manager, your cognizant Contracts professional, or the Legal Division, and always err on the side of caution.

CACI's policy regarding gifts can be found in the Manual at Policy 02.01.02 - Gifts and Gratuities.

[2] Directors' Code of Business Ethics and Conduct (Document)

Accessed 20/08/2019

<http://investor.caci.com/Cache/1500100989.PDF?O=PDF&T=&Y=&D=&FID=1500100989&iid=4200091>

[p.1] Potential Conflicts

Conflicts can arise in many situations, but often occur in cases where a director, or member of the director's family, obtains some personal benefit which may conflict with the Company's best

[p.2] interests. This Code does not attempt to identify all potential conflicts, but other common conflicts which directors must avoid are set out below. Potential conflicts may be difficult to identify and in doubtful cases directors should consult the Company's General Counsel.

[...]

- Gifts and Personal Benefits. Directors and members of their families should not accept gifts or any other personal benefits from persons or entities who deal with the Company where any such gifts or benefits are being made in order to influence the director's actions as a member of the Board, or where acceptance of the gifts or benefits could create the appearance of a conflict of interest.

[...]

[p.4] IV. Compliance with Laws;

Rules and Regulations; Fair Dealing Directors shall conduct their activities on behalf of the Company with honesty and integrity and comply with all applicable laws, rules and regulations in performing their work for the Company, including the following:

[...]

- Gifts, Gratuities and Bribes. Directors should not offer or give a gift or gratuity to any customer or U.S. or foreign government official, or accept or solicit a gift from any supplier, where doing so could influence a government official or create a perception that favorable treatment is being sought, received or given, except as permitted by law.

[p.5] V. Special Consideration, Gifts, Gratuities, Fees and Other Payments

Payments to Directors

No director or member of a director's immediate family should accept any gift, gratuity, fee or other payment of any kind if it is known or suspected that its purpose is to influence a transaction or such item is excessive or might cause embarrassment if its acceptance became known. In addition, directors must ensure that dealings with third parties with whom the Company does business are concluded on terms that would generally be available to persons without the status of director or director's family member as it is inappropriate for a director, or any member of a director's immediate family, to obtain special consideration or benefits in dealings with third parties as a result of such person's status as a director of the Company (including payments for any speech made, or article written, in connection with official Company business). Moreover, directors must report any offer of a bribe, kickback or illegal payment that they receive or learn of to the General Counsel.

Payments from Directors

No director or member of a director's immediate family should offer any gift, gratuity, fee or other payment of any kind to a customer, potential customer, or related party of the Company for the purpose of, or appearing to have the purpose of, influencing any transaction between such entity and any of the Company's subsidiaries or affiliates. In

addition, directors should refrain from any act that has the appearance of being a bribe, kickback or other illegal or improper payment, whether direct or indirect, to any person or entity for the purposes of

- (i) obtaining, retaining or directing business or
- (ii) affecting the conditions of doing business. Any questions regarding the acceptability of entertainment, gifts and payments should be directed to the General Counsel.

All approved expenditures for meals, refreshments and entertainment must be fully documented and recorded on the books of the Company in strict compliance with established policies and procedures.

6. Supply Chain Management

Question
6.1. Does the company require the involvement of its procurement department in the establishment of new supplier relationships and in the oversight of its supplier base?
Score
0
Comments
<p>There is some evidence that the company has a procurement department and that this body is involved in managing the company's supplier relationships.</p> <p>However, there is no publicly available evidence that the company assures itself that proper procedures regarding the onboarding of suppliers are followed through clearly stated means, such as an audit or other assurance process, on a regular basis. In addition, it is not clear from publicly available evidence that this department is the main body responsible for establishing and onboarding all new suppliers.</p>
Evidence
<p>[22] Our Procurement Strategy (Webpage) Accessed 27/08/2019 https://supplier.caci.com/page.aspx/en/usr/login?ReturnUrl=%2fpage.aspx%2fen%2fbuy%2fhome Our Procurement Strategy</p> <p>It is CACI policy to procure goods and services competitively in an efficient, timely, and cost-effective manner with emphasis on price, delivery, quality, and technical requirements.</p> <p>CACI Procurement Department personnel are required to treat suppliers fairly, avoid favoritism, keep prices confidential, and maintain relationships in a professional, businesslike, and cordial manner.</p> <p>Prices, quotations, specifications, and other such data are never to be revealed to competing suppliers or to others who do not have a need to know.</p> <p>Gratuity, the practice of giving preferential treatment to suppliers who are otherwise CACI customers, is not permitted.</p>

Question
6.2 Does the company conduct risk-based anti-bribery and corruption due diligence when engaging or re-engaging with its suppliers?
Score
0
Comments
There is no publicly available evidence that the company conducts anti-bribery and corruption due diligence on its supply chain.
Evidence
No evidence found.

Question
6.3 Does the company require all of its suppliers to have adequate standards of anti-bribery and corruption policies and procedures in place?
Score
0
Comments
<p>There is no clear publicly available evidence that the company ensures that its suppliers have anti-bribery and corruption policies in place that meet a high standard. The company states that its staff are prohibited from engaging in corrupt practices in dealings with suppliers, however there is no further publicly available evidence to indicate that the company places requirements on suppliers regarding anti-corruption.</p>
Evidence
<p>[1] Standards of Ethics and Business Conduct (Document) Accessed 20/08/2019 http://investor.caci.com/Cache/1001216628.PDF?O=PDF&T=&Y=&D=&FID=1001216628&iid=4200091 [p.14] Dealings with Suppliers, Vendors, Business Partners, and Competitors Integrity and fair dealing are core components of our business practices. All vendors, suppliers, other business partners, and competitors should be treated fairly and uniformly in accordance with CACI's established purchasing policies and procedures. You must not engage in any activity prohibited under anti-trust laws, including boycotting, price-fixing, refusal to deal, price discrimination, or disparate treatment of suppliers. Paying bribes, accepting kickbacks, and obtaining and using third-party insider information in dealings with suppliers, vendors and business partners are completely inappropriate and will not be tolerated.</p> <p>[22] Our Procurement Strategy (Webpage) Accessed 27/08/2019 https://supplier.caci.com/page.aspx/en/usr/login?ReturnUrl=%2fpage.aspx%2fen%2fbuy%2fhome It is CACI policy to procure goods and services competitively in an efficient, timely, and cost-effective manner with emphasis on price, delivery, quality, and technical requirements.</p> <p>CACI Procurement Department personnel are required to treat suppliers fairly, avoid favoritism, keep prices confidential, and maintain relationships in a professional, businesslike, and cordial manner.</p> <p>Prices, quotations, specifications, and other such data are never to be revealed to competing suppliers or to others who do not have a need to know.</p> <p>Gratuity, the practice of giving preferential treatment to suppliers who are otherwise CACI customers, is not permitted.</p>

Question
6.4 Does the company ensure that its suppliers require all their sub-contractors to have anti-corruption programmes in place that at a minimum adhere to the standards established by the main contractor?
Score
0
Comments
There is no publicly available evidence that the company takes steps to ensure that the substance of its anti-bribery and corruption programme and standards are required throughout the supply chain.
Evidence
No evidence found.

Question
6.5 Does the company publish high-level results from ethical incident investigations and disciplinary actions against suppliers?
Score
0
Comments
There is no evidence that the company publishes any data on ethical or anti-corruption related reports, investigations or disciplinary actions involving its suppliers.
Evidence
No evidence found.

7. Agents, Intermediaries and Joint Ventures

7.1 Agents and Intermediaries

Question
7.1.1 Does the company have a clear policy on the use of agents?
Score
0
Comments
There is no publicly available evidence that the company has a policy on the use of agents.
Evidence
<p>[1] Standards of Ethics and Business Conduct (Document) Accessed 20/08/2019 http://investor.caci.com/Cache/1001216628.PDF?O=PDF&T=&Y=&D=&FID=1001216628&iid=4200091 [p.10] <u>Conducting International Business</u></p> <p>As CACI expands its international business, it is critical that CACI employees be mindful of complying with both U.S. laws and the foreign laws governing the place where CACI is conducting its international business activities, as well as import and export regulations relating to shipment of items and/or information. The broad principles expressed in these Standards apply to CACI's international business as well as domestic business that require performance abroad. In addition to other areas of potential concern, the following U.S. laws apply and must be strictly observed:</p> <p>The Foreign Corrupt Practices Act (FCPA) prohibits directly, or through an agent or intermediary, giving, offering, or promising anything of value to foreign government officials to influence them to misuse their authority or exert an unfair business advantage. The FCPA also imposes civil liability on a company which does not keep accurate accounting records or knowingly fails to implement adequate accounting controls. Please contact your cognizant contract professional in CACI's Contracts Department if you have any questions regarding the payment to a foreign person or entity.</p>

Question
7.1.2 Does the company conduct risk-based anti-bribery and corruption due diligence when engaging or re-engaging its agents and intermediaries?
Score
0
Comments
There is no publicly available evidence that the company conducts anti-bribery and corruption due diligence on its agents or intermediaries. The company indicates that it will not enter into agreements with individuals or entities under trade restrictions or that are found to have violated relevant laws, however it is not clear from publicly available evidence that such information is identified through due diligence or an equivalent evaluation.
Evidence
<p>[1] Standards of Ethics and Business Conduct (Document) Accessed 20/08/2019 http://investor.caci.com/Cache/1001216628.PDF?O=PDF&T=&Y=&D=&FID=1001216628&iid=4200091 [p.19] <u>Prohibited Contractual Relationships</u></p> <p>CACI shall not knowingly employ an individual nor contract with a company, by any means, if the individual or company is on the General Services Administration's (GSA) Consolidated List of Debarred, Suspended, and Ineligible Contractors, nor knowingly employ an individual who has been convicted of an offense related to government contracting. Nor will CACI knowingly contract with an individual or entity identified on the Office of Foreign Asset Control's (OFAC's) "Specifically Designated" list of nationals or persons who are subject to trade restrictions. CACI employees will immediately sever all business connection with any former employee or consultant of CACI whose conduct violates applicable laws, regulations, or basic tenets of business integrity and honesty, and such other individuals specifically identified by the Company.</p>

Question
7.1.3 Does the company aim to establish the ultimate beneficial ownership of its agents and intermediaries?
Score
0
Comments
There is no publicly available evidence that the company aims to establish the beneficial ownership of its agents, nor is there evidence that the company commits to not engage or terminate its engagement with agents or intermediaries if beneficial ownership cannot be established.
Evidence
No evidence found.

Question
7.1.4 Does the company’s anti-bribery and corruption policy apply to all agents and intermediaries acting for or on behalf of the company, and does it require anti-bribery and corruption clauses in its contracts with these entities?
Score
0
Comments
There is some evidence that the company requires that its third-party consultants adhere to its anti-corruption and ethics policies, though it is not clear from publicly available information that such entities may include agents and intermediaries. In addition, although the company indicates that contracts with such parties include termination clauses, there is no evidence that the company includes audit rights in its employment contracts with third-parties.
Evidence
<p>[1] Standards of Ethics and Business Conduct (Document) Accessed 20/08/2019 http://investor.caci.com/Cache/1001216628.PDF?O=PDF&T=&Y=&D=&FID=1001216628&iid=4200091 [p.19] <u>Consultant Compliance with Standards</u></p> <p>Consultants shall be required by contract to comply with all laws and regulations relating to U.S. government contracting. These Standards shall be incorporated in all consultant contracts, and each such contract shall expressly provide for termination in the event the consultant violates the laws or regulations relating to government contracting, CACI Policies, or these Standards.</p> <p>[10] Form 10-K (Document) Accessed 22/08/2019 http://investor.caci.com/Cache/394712282.pdf [p.12] We have published policies that set high standards for the conduct of our business. We require all of our employees, independent contractors working on customer engagements, officers, and directors annually to execute and affirm to the code of ethics applicable to their activities.</p>

Question
7.1.5 Does the company ensure that its incentive schemes for agents are designed in such a way that they promote ethical behaviour and discourage corrupt practices?
Score
0
Comments
There is no publicly available evidence that the company addresses incentive structures as a risk factor in agent behaviour, nor that such incentives include measures to mitigate potential bribery and corruption risks.
Evidence
No evidence found.

Question
7.1.6 Does the company publish details of all agents currently contracted to act with and on behalf of the company?
Score
0
Comments
There is no evidence that the company publishes any details of the agents currently contracted to act for or on its behalf.
Evidence
No evidence found.

Question
7.1.7 Does the company publish high-level results from incident investigations and sanctions applied against agents?
Score
0
Comments
There is no evidence that the company publishes any data on ethical or corruption-related reports, investigations or the associated disciplinary actions involving its agents.
Evidence
No evidence found.

7.2 Joint Ventures

Question
7.2.1 Does the company conduct risk-based anti-bribery and corruption due diligence when entering into and operating as part of joint ventures?
Score
0
Comments
There is no publicly available evidence that the company conducts anti-bribery and corruption due diligence on its joint ventures.
Evidence
No evidence found.

Question
7.2.2 Does the company commit to incorporating anti-bribery and corruption policies and procedures in all of its joint venture partnerships, and does it require anti-bribery and corruption clauses in its contracts with joint venture partners?
Score
0
Comments
There is no evidence that the company commits to establishing or implementing anti-bribery and corruption policies or procedures in its joint ventures.
Evidence
No evidence found.

Question
7.2.3 Does the company commit to take an active role in preventing bribery and corruption in all of its joint ventures?
Score
0
Comments
There is no publicly available evidence that the company commits to take an active role in preventing bribery and corruption in all of its joint ventures.
Evidence
No evidence found.

8. Offsets

Question
8.1 Does the company explicitly address the corruption risks associated with offset contracting, and is a dedicated body, department or team responsible for oversight of the company's offset activities?
Score
0
Comments
There is no publicly available evidence that the company addresses the corruption risks associated with offset contracting, nor that a dedicated body, department or team is responsible for managing the company's offset activities.
Evidence
No evidence found.

Question
8.2 Does the company conduct risk-based anti-bribery and corruption due diligence on all aspects of its offset obligations, which includes an assessment of the legitimate business rationale for the investment?
Score
0
Comments
There is no publicly available evidence that the company conducts risk-based anti-bribery and corruption due diligence on its offset obligations.
Evidence
No evidence found.

Question
8.3 Does the company publish details of all offset agents and brokers currently contracted to act with and/or on behalf of the company?
Score
0
Comments
There is no evidence that the company publishes any details of the offset agents, brokers or consultancy firms currently contracted to act with and on behalf of its offset programme.
Evidence
No evidence found.

Question
8.4 Does the company publish details about the beneficiaries of its indirect offset projects?
Score
0
Comments
There is no evidence that the company publishes any details of its offset obligations or contracts.
Evidence
No evidence found.

9. High Risk Markets

Question
9.1 Does the company have enhanced risk management procedures in place for the supply of goods or services to markets or customers in countries identified as at a high risk of corruption?
Score
0
Comments
<p>There some evidence that the company acknowledges some of the corruption risks of operating in different markets as part of its international business. However, there is no clear publicly available evidence to indicate that it has a risk management system in place to identify and address these corruption risk, nor is there clear evidence that the results of risk assessments have a direct impact on business decisions and inform the development and implementation of additional controls.</p>
Evidence
<p>[1] Standards of Ethics and Business Conduct (Document) Accessed 20/08/2019 http://investor.caci.com/Cache/1001216628.PDF?O=PDF&T=&Y=&D=&FID=1001216628&iid=4200091 [p.10] <u>Conducting International Business</u></p> <p>As CACI expands its international business, it is critical that CACI employees be mindful of complying with both U.S. laws and the foreign laws governing the place where CACI is conducting its international business activities, as well as import and export regulations relating to shipment of items and/or information. The broad principles expressed in these Standards apply to CACI’s international business as well as domestic business that require performance abroad. In addition to other areas of potential concern, the following U.S. laws apply and must be strictly observed:</p> <p>The Foreign Corrupt Practices Act (FCPA) prohibits directly, or through an agent or intermediary, giving, offering, or promising anything of value to foreign government officials to influence them to misuse their authority or exert an unfair business advantage. The FCPA also imposes civil liability on a company which does not keep accurate accounting records or knowingly fails to implement adequate accounting controls. Please contact your cognizant contract professional in CACI’s Contracts Department if you have any questions regarding the payment to a foreign person or entity.</p> <p>Numerous Export Control laws and regulations apply to the export of materials, equipment, weapons, technology, data, software, information, and services (“items”) to foreign governments, businesses, and individuals. Export controls may also restrict the sale of items to U.S. companies abroad and foreign corporations in the U.S. A sampling of relevant laws includes: Foreign Asset Control legislation, the U.S. Department of Defense’s International Traffic in Arms Regulations, and the U.S. Department of Commerce’s Export Administration Regulations. Prior to the transfer of any item outside of the United States or to a foreign company within the United States, consult your Business Group/Staff Function Export Point of Contact and the Legal Division for a full review of the matter in accordance with applicable export laws and requirements.</p> <p>The restrictions on exports can also apply to what is called a “deemed export.” A deemed export occurs where export controlled data or items are disclosed to foreign national employees who may work for CACI, a CACI teammate or client. If you have foreign nationals working on your project or with your customer, please take care to ensure that they are not exposed to restricted data or items.</p>

Question
9.2 Does the company disclose details of all of its fully consolidated subsidiaries and non-fully consolidated holdings (associates, joint ventures and other related entities)?
Score
1
Comments
<p>There is some evidence that the company publishes a list of its consolidated subsidiaries and non-fully consolidated holdings which is updated on an annual basis. This information includes a jurisdiction for each entity, which is understood to represent the country of incorporation.</p> <p>However, the company receives a score of ‘1’ because there is no evidence that the company publishes its percentage ownership or the relevant country or countries of operation for each entity. In addition, the publicly available information indicates that this list includes significant subsidiaries, so therefore it is not clear that this list represents all of the company’s fully and non-fully consolidated holdings, joint ventures and other associates.</p>
Evidence
<p>[10] Form 10-K (Document) Accessed 22/08/2019 http://investor.caci.com/Cache/394712282.pdf [p.66] NOTE 17. INVESTMENTS IN JOINT VENTURES</p> <p>AC FIRST LLC</p> <p>In July 2009, the Company entered into a joint venture with AECOM Government Services, Inc. (AGS), a division of AECOM Technology Corporation, called AC FIRST LLC (AC FIRST). The companies partnered in the venture to jointly pursue work under a U.S. Army contract. The Company owned 49 percent of AC FIRST and AGS owned 51 percent. The Company accounted for its interest in AC FIRST using the equity method of accounting as the Company determined it was not the primary beneficiary of AC First. In June 2016, the Company redeemed its 49 percent interest in the joint venture. In accordance with the terms of the redemption agreement the Company received 90 percent of its investment in the joint venture in July 2016. The remaining 10 percent withheld will be distributed when the contract years for which the Company was a member of the joint venture have been audited, settled, or are otherwise no longer subject to audit claims.</p> <p>[p.80]</p> <p>Section 2: EX-21.1 (EX-21.1)</p> <p style="text-align: right;">Exhibit 21.1</p> <p style="text-align: center;">Significant Subsidiaries of the Registrant</p> <p>The significant subsidiaries of the Registrant, as defined in Section 1-02(w) of regulation S-X, are:</p> <ul style="list-style-type: none"> CACI, INC. – FEDERAL, a Delaware corporation CACI, LLC – COMMERCIAL, a Delaware limited liability company CACI NSS, LLC, a Delaware limited liability company CACI N.V., a Netherlands corporation CACI Technologies, LLC, a Virginia limited liability company (also does business as “CACI Productions Group”) CACI Dynamic Systems, LLC, a Virginia limited liability company CACI Premier Technology, LLC, a Delaware limited liability company CACI Enterprise Solutions, LLC, a Delaware limited liability company CACI-ISS, LLC, a Delaware limited liability company CACI Technology Insights, LLC, a Virginia limited liability company CACI-CMS Information Systems, LLC, a Virginia limited liability company CACI-WGI, LLC, a Delaware limited liability company (also does business as “The Wexford Group International”) CACI-Athena, LLC, a Delaware limited liability company Six3 Systems, LLC, a Delaware limited liability company

[24] 10-K Form 2018 (Document)

Accessed 27/08/2019

<http://investor.caci.com/Cache/394712282.pdf>

[p.79]


Section 2: EX-21.1 (EX-21.1)

Exhibit 21.1

Significant Subsidiaries of the Registrant

The significant subsidiaries of the Registrant, as defined in Section 1-02(w) of regulation S-X, are:

- CACI, INC. – FEDERAL, a Delaware corporation
- CACI, LLC – COMMERCIAL, a Delaware limited liability company
- CACI NSS, LLC, a Delaware limited liability company
- CACI N.V., a Netherlands corporation
- CACI Technologies, LLC, a Virginia limited liability company (also does business as “CACI Productions Group”)
- CACI Dynamic Systems, LLC, a Virginia limited liability company
- CACI Premier Technology, LLC, a Delaware limited liability company
- CACI Enterprise Solutions, LLC, a Delaware limited liability company
- CACI-ISS, LLC, a Delaware limited liability company
- CACI Technology Insights, LLC, a Virginia limited liability company
- CACI-CMS Information Systems, LLC, a Virginia limited liability company
- CACI-WGI, LLC, a Delaware limited liability company (also does business as “The Wexford Group International”)
- CACI-Athena, LLC, a Delaware limited liability company
- Six3 Systems, LLC, a Delaware limited liability company

Question
9.3 Does the company disclose its beneficial ownership and control structure?
Score
2
Comments
There is evidence that the company is publicly listed on the New York Stock Exchange (NYSE) and therefore it is not required to disclose further information on its beneficial ownership to receive a score of '2'. The company also indicates that it is publicly listed on the NYSE in its documents for investors.
Evidence
<p>[25] Financial Times CACI International Summary Page (Webpage) Accessed 14/02/2020 https://markets.ft.com/data/equities/tearsheet/summary?s=CACI:NYQ</p>  <p>[4] CACI At A Glance (Document) Accessed 21/08/2019 http://investor.caci.com/Cache/1001216489.PDF?O=PDF&T=&Y=&D=&FID=1001216489&iid=4200091 [p.1]</p> <p>Market Data:</p> <ul style="list-style-type: none"> Stock Exchange NYSE Market Symbol CACI Public Since 1968 Fully Diluted Shares Outstanding 24.7M Fiscal Year End June 30 Inside Ownership (9/30/15) .. ~8.0% Institutional Ownership 95+% (9/30/15) 52-Week Range \$111.13-\$72.19 (5/6/16) Market Cap (5/6/16).....~\$2.3B

Question

9.4 Does the company publish a percentage breakdown of its defence sales by customer?

Score

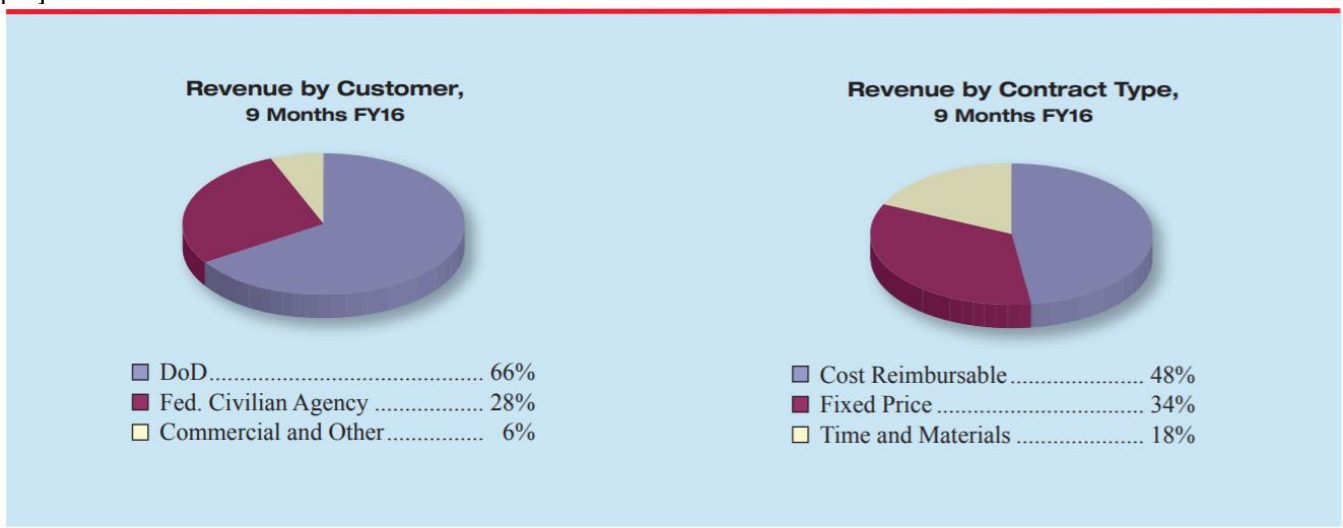
2

Comments

There is evidence that the company publishes some information on its sales by customer, to indicate that the United States government is its most significant defence customer. The company indicates that U.S. Department of Defence (DoD) is its main departmental customer, accounting for 66% of total sales in the 2016 financial year. Since the other entities listed appear to be non-defence or commercial sales, there is sufficient evidence to indicate that the United States represents the majority of the company's defence sales.

Evidence

[4] CACI At A Glance (Document)
Accessed 21/08/2019
<http://investor.caci.com/Cache/1001216489.PDF?O=PDF&T=&Y=&D=&FID=1001216489&iid=4200091>
 [p.2]



For more detail, please see our Financial and Operating Database on the Investor Relations page at www.caci.com.

[24] 10-K Form 2018 (Document)
Accessed 27/08/2019
<http://investor.caci.com/Cache/394712282.pdf>
 [p.52] NOTE 1. ORGANIZATION AND BASIS OF PRESENTATION

Business Activities

CACI International Inc, along with its wholly-owned subsidiaries and joint ventures that are majority owned or otherwise controlled by it (collectively, the Company), is an international information solutions and services provider to its customers, primarily the U.S. government. Other customers include state and local governments, commercial enterprises and agencies of foreign governments.

The Company's operations are subject to certain risks and uncertainties including, among others, the dependence on contracts with federal government agencies, dependence on revenue derived from contracts awarded through competitive bidding, existence of contracts with fixed pricing, dependence on subcontractors to fulfill contractual obligations, dependence on key management personnel, ability to attract and retain qualified employees, ability to successfully integrate acquired companies, and current and potential competitors with greater resources.

10. State-Owned Enterprises (SOEs)

Question
10.1 Does the SOE publish a breakdown of its shareholder voting rights?
Score
N/A
Comments
N/A
Evidence

Question
10.2 Are the SOE's commercial and public policy objectives publicly available?
Score
N/A
Comments
N/A
Evidence

Question
10.3 Is the SOE open and transparent about the composition of its board and its nomination and appointment process?
Score
N/A
Comments
N/A
Evidence

Question
10.4 Is the SOE's audit committee composed of a majority of independent directors?
Score
N/A
Comments
N/A
Evidence

Question
10.5 Does the SOE have a system in place to assure itself that asset transactions follow a transparent process to ensure they accord to market value?
Score
N/A
Comments
N/A
Evidence

List of Evidence & Sources

No.	Type (Webpage or Document)	Name	Download Date	Link
01	Document	Standards of Ethics and Business Conduct	20/08/19	http://investor.caci.com/Cache/1001216628.PDF?O=PDF&T=&Y=&D=&FID=1001216628&iid=4200091
02	Document	Directors' Code of Business Ethics and Conduct	20/08/19	http://investor.caci.com/Cache/1500100989.PDF?O=PDF&T=&Y=&D=&FID=1500100989&iid=4200091
03	Document	Anti-Corruption Policy	21/08/19	http://www.aosk.ru/about/anti-corruption/prikaz_235.pdf
04	Document	CACI At A Glance	21/08/19	http://investor.caci.com/Cache/1001216489.PDF?O=PDF&T=&Y=&D=&FID=1001216489&iid=4200091
05	Document	Anti-Corruption Commission Regulations	21/08/19	http://www.aosk.ru/about/anti-corruption/prikaz_299.pdf
06	Document	Culture, Character, Culture, Character, Integrity and Ethics Committee Charter	21/08/19	http://investor.caci.com/Cache/1500094268.PDF?O=PDF&T=&Y=&D=&FID=1500094268&iid=4200091
07	Webpage	CACI Hotline Program	20/08/19	http://investor.caci.com/hotline_program/Index?KeyGenPage=1073752295
08	Webpage	CACI Hotline - Frequently Asked Questions	21/08/19	http://investor.caci.com/hotline_program_faqs/Index?KeyGenPage=329416
09	Document	Audit Committee Charter	21/08/19	http://investor.caci.com/Cache/1500094265.PDF?O=PDF&T=&Y=&D=&FID=1500094265&iid=4200091
10	Document	Form 10-K	22/08/19	http://investor.caci.com/Cache/394712282.pdf
11	Webpage	J. William Koegel Jr.	22/08/19	http://www.caci.com/about/bios/Koegel.shtml
12	Document	Corporate Governance and Nominating Committee Charter	22/08/19	http://investor.caci.com/Cache/1500097935.PDF?O=PDF&T=&Y=&D=&FID=1500097935&iid=4200091
13	Document	By-Laws of CACI International	23/08/19	http://investor.caci.com/Cache/1001221677.PDF?O=PDF&T=&Y=&D=&FID=1001221677&iid=4200091
14	Document	2004 News Release	23/08/19	https://www.caci.com/about/news/news2004/06_28_04_NR.html
15	Webpage	Sponsorship News Release	27/08/19	http://www.caci.com/announcement/2017/CACI_Supports_Fundraising_for_Families_of_Fallen_Special_Operators_and_CIA.shtml
16	Webpage	CACI Cares – Donation Guidelines	27/08/19	http://www.caci.com/cacicares/Donation.shtml
17	Webpage	CACI Cares Homepage	27/08/19	http://www.caci.com/cacicares/index.shtml
18	Webpage	CACI Cares - Request a Donation Form	27/08/19	http://www.caci.com/caciapps/cacicares/ContactUs.aspx
19	Webpage	CACI Cares - Serving Those Who Served	27/08/19	http://www.caci.com/cacicares/OurTroops.shtml
20	Webpage	CACI Cares - Educating The Leaders of Tomorrow	27/08/19	http://www.caci.com/cacicares/Education.shtml
21	Webpage	CACI Cares - Fostering Community Citizenship	27/08/19	http://www.caci.com/cacicares/Cares.shtml
22	Webpage	Our Procurement Strategy	27/08/19	https://supplier.caci.com/page.aspx/en/usr/login?ReturnUrl=%2fpage.aspx%2fen%2fbuy%2fhome
23	Webpage	Supplier Access and Usage Terms	27/08/19	https://supplier.caci.com/print.aspx/en/ctr/content_view/legal_mention/404?modal=true
24	Document	10-K Form 2018	27/08/19	http://investor.caci.com/Cache/394712282.pdf

25	Webpage	Financial Times CACI International Summary Page	14/02/20	https://markets.ft.com/data/equities/tearsheet/summary?s=CACI:NYQ
26	Webpage	Convercent Hotline Website	14/02/20	https://app.convercent.com/en-us/Anonymous/IssueIntake/IdentifyOrganization