ICF International, Inc.
(Exact name of registrant as specified in its charter)

Delaware 001-33045 22-3661438
(State or other jurisdiction of incorporation) (Commission File Number) (I.R.S. Employer
Identification Number)

9300 Lee Highway, Fairfax, Virginia 22031
(Address of principal executive offices) (Zip Code)

Registrant’s telephone number, including area code: (703) 934-3000

Not Applicable
(Former name or former address, if changed since last report.)

Securities registered pursuant to Section 12(b) of the Act.

<table>
<thead>
<tr>
<th>Title of each class</th>
<th>Trading Symbols(s)</th>
<th>Name of each exchange on which registered</th>
</tr>
</thead>
<tbody>
<tr>
<td>Common Stock</td>
<td>ICFI</td>
<td>NASDAQ</td>
</tr>
</tbody>
</table>

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

☐ Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

☐ Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

☐ Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

☐ Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

☐ Emerging growth company

☐ If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.
Item 7.01 Regulation FD Disclosure

ICF International, Inc. (the “Company”) intends to participate as a presenter at Canaccord Genuity 40th Annual Growth Conference (the “Conference”) to be held virtually on August 12, 2020. A copy of the investor presentation to be used at the Conference is furnished herewith as Exhibit 99.1.

The information contained in this report, including Exhibit 99.1 attached hereto, is considered to be “furnished” and shall not be deemed “filed” for purposes of Section 18 of the Securities Exchange Act of 1934, as amended, or otherwise subject to liability under that Section. The information in this Current Report shall not be incorporated by reference into any filing or other document pursuant to the Securities Act of 1933, as amended, except as shall be expressly set forth by specific reference in such filing or document.

Item 9.01 Financial Statements and Exhibits

(d) The following exhibit is being furnished with this Current Report on Form 8-K:

<table>
<thead>
<tr>
<th>Exhibit No.</th>
<th>Description</th>
</tr>
</thead>
<tbody>
<tr>
<td>99.1</td>
<td>ICF International, Inc. investor presentation dated August 12, 2020</td>
</tr>
<tr>
<td>104</td>
<td>Cover Page Interactive Data File (embedded within the Inline XBRL document)</td>
</tr>
</tbody>
</table>
Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

ICF International, Inc.

Date: August 11, 2020

By: /s/ Bettina G. Welsh

Bettina G. Welsh
Senior Vice President & Chief Financial Officer
ICF Investor Presentation

Canaccord Genuity 40th Annual Growth Conference

August 12, 2020
Cautionary Statement

Certain statements made by us in this presentation that are not historical facts or that relate to future plans, events, or performances are forward-looking statements within the meaning of the federal securities laws. Our actual results may differ materially from those expressed in any forward-looking statements made by us. All statements made by us in this presentation are qualified in all respects by the information disclosed in our filings with the Securities and Exchange Commission and specifically, the risks described therein under the heading “Risk Factors”. We are under no duty to update or revise any forward-looking statements pursuant to actual results or events, and do not intend to do so.
ICF: A professional + technology services firm

Serve a roster of government clients, energy utilities + commercial clients

Leverage deep domain expertise to achieve superior results for clients

Deliver strong cross-cutting capabilities in technology + engagement

Benefit from visibility of a substantial backlog + growth profile of commercial revenues

A growth platform combining organic initiatives + acquisitions
Synergy in markets + capabilities

Advisory + Strategy

Program Management

Technology, Analytics + Engagement

Energy, Environment + Infrastructure 44%

Health + Social Programs 40%

Consumer + Financial 8%

Safety + Security 8%

Revenue percentages are based on Q2 2020 TTM financial performance released on August 3, 2020
Track record of strong revenue + EPS growth

Revenue: 5-year CAGR 7.1%

GAAP EPS: 5-year CAGR 12.4%
YTD COVID-19 impacts

~90% of ICF’s business proceeding apace

International government events work postponed

Commercial marketing work for certain clients cancelled or postponed

ICF has contract vehicles in all federal agencies actively involved in handling COVID-19 crisis

Plus-ups and new contracts awarded by US federal government clients in Response Phase

Project to understand the virus and how it spreads, assist in communicating with healthcare professionals and general public
COVID-19 opportunities: Recovery and Reinvent Phases

- Increased spending on public health
- Modernization of disease surveillance systems
- Guidelines for government roles and responsibilities in a pandemic
- Evaluation of hospital surge capacity
- Management of national stockpile of vaccines and medical equipment

ICF is recognized for deep domain expertise in public health and its expanded IT modernization capabilities
ITG acquisition

ITG is a unique IT consulting firm delivering application modernization and business transformation for U.S. federal government clients.

Key business statistics

- **$90M** 2019 Revenue
- **+$100M** revenue run-rate
- **> EBITDA margin than ICF’s**
- **350** Digital transformation consultants
- **92%** prime contract revenue
- **65+** CSM & SAFe certifications

Key tech partners

- ServiceNow
- AWS
- Appian
- MuleSoft
- Salesforce

Representative systems ITG builds

- Case Management
- Financial Management
- Purchasing & Acquisitions
- Audit Tracking
- Grants Management
- Inspections
- Asset Management
- Workforce Management
- Contract Writing
- Healthcare Compliance
- Content Management
- Emergency Management
**Meaningful joint growth opportunities**

**ICF's Domain**
*Expertise + Client Relationships*

**ICF's Robust Business Development Engine**

**ICF's Best-in-Class Contract Vehicles**

**Selective Insourcing**

**ITG's Qualifications**

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**ITG brings a substantial business development pipeline and a backlog that provides visibility**

Combination of ICF’s deep domain expertise and broad client base with ITG’s IT modernization skills will allow us to identify “new-new” opportunities

**ICF has a large number of net new opportunities in its pipeline for which ITG enhances our win potential**

Opportunity also exists to bring inhouse the revenues historically subcontracted out by ITG
Catalysts for long-term organic growth

**Federal Government**
- Civilian agency spending
- Public health
- IT modernization
- Citizen engagement

**State + Local Government**
- Disaster management: recovery + mitigation
- Infrastructure spending

**Electric Utilities**
- Energy efficiency outsourcing in California
- Distributed energy resources
- Resilience planning

**Digital Transformation**
- Personalization/loyalty platforms
- Data convergence
- Data analytics
- CRM systems
ICF culture: a source of competitive advantage

Purpose

To build a more prosperous and resilient world for all.

Values

Interact with integrity
Bring your passion
Embrace differences
Challenge assumptions
Work together
Be greater than
We serve a roster of government clients, energy utilities + commercial clients*

>80% of revenues from government clients + energy utility clients

Provides significant opportunities for expansion

US Federal 41%
US State and Local 18%
Commercial 34%**
Non-US Government 7%

**Energy utilities, commercial marketing, + other

*Based on Q2 2020 TTM financial performance released on August 4, 2020
We work with a broad array of government clients

Government revenues 66% of total revenues*

US federal revenues primarily from civilian agencies

*Based on Q2-2020 TTM financial performance released on August 8, 2020

**Commercial 34%**

**Energy utilities, commercial marketing, + other**
Utility industry clients

- Energy efficiency programs for utilities: State-mandated

- Utility transformation: distributed energy + grid modernization

- Majority long-term contracts
ICF’s go-to-market brand for digital transformation services

Technology  Analytics  Engagement  Strategy  Loyalty

Combines creativity of an agency with deep domain expertise of a consultancy

Designs solutions that drive real participation with customers, citizens, colleagues

Built specifically to realize the benefits of an integrated model
At ICF, our business, environmental, and social responsibilities are intertwined.

We create impact through our client work...

- $650+M revenue from services supporting health, education, development, and social justice programs
- $550+M revenue from services supporting energy saving, carbon reduction, and natural resource protection programs
...and in the way we operate

Minimizing our carbon footprint—net zero carbon status since 2006

Investing in the communities where we work and live

Ensuring value through governance—corporate policies and structure help us operate ethically and in compliance with the law
### Corporate citizenship performance highlights of 2019

<table>
<thead>
<tr>
<th>Investing in our people</th>
<th>Leadership</th>
<th>Pay equity</th>
<th>Low turnover</th>
</tr>
</thead>
<tbody>
<tr>
<td>Provided opportunities for all employees to develop and advance.</td>
<td>53% female leaders</td>
<td>no pay disparity across gender and race in the same roles, based on an external audit</td>
<td>15.4% as compared to 19.2% benchmark</td>
</tr>
<tr>
<td>Made progress on our carbon reduction goal and remained carbon neutral.</td>
<td>25% female board members</td>
<td>100% net renewable electricity for global operations via renewable energy certificates</td>
<td>Zero net zero carbon status since 2006 due to investments in high-quality carbon offsets</td>
</tr>
<tr>
<td>Supporting important causes</td>
<td>31% reduction in greenhouse gas emissions per employee since 2013 baseline</td>
<td>$433,500 corporate cash donations</td>
<td>1 to 1 ICF matched employee donations</td>
</tr>
<tr>
<td>Recognition</td>
<td>$200,000 employee contributions through our giving program</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

**Climate Leadership:** recognized by CDP (global environmental disclosure system) as a corporate pioneer against climate change, scoring A-

**MarCom Awards 2019:** 2 gold awards for corporate citizenship reporting
Drivers of long-standing client relationships

- Institutional memory of government and utility programs
- Workforce of long-time industry experts
- Long-term contract vehicles with government and utility clients
- Proprietary IP/loyalty programs
Track record of consistent revenue + earnings growth

*Non-GAAP EPS: GAAP EPS plus tax-affected impact of acquisition-related charges, special charges, and amortization of intangibles

**2017 Non-GAAP EPS excludes the one-time benefit of a Deferred Tax Liability (DTL) revaluation for 2017, as a result of the 2017 Tax Reform Act
2020 guidance

Revenue $1.450B - $1.510B     GAAP EPS $2.85 - $3.15*
EBITDA $126M - $136M       Non-GAAP EPS $3.50 - $3.80

Operating Cash Flow ~$110M

Assumes no material new revenues in H2 associated with COVID-19 opportunities or other meaningful opportunities in our pipeline

* Exclusive of special charges
Q2 2020 performance

Q2 2020 service revenue of $361.2M up 3.5% vs. Q2 2019
H1 2020 service revenue up 4.6% vs. H1 2019

Revenue ($ Millions)*

<table>
<thead>
<tr>
<th></th>
<th>Q2 2019</th>
<th>Q2 2020</th>
<th>YTD 2019</th>
<th>YTD 2020</th>
</tr>
</thead>
<tbody>
<tr>
<td>Revenue</td>
<td>$366.7</td>
<td>$354.0</td>
<td>$708.0</td>
<td>$712.2</td>
</tr>
</tbody>
</table>

*Based on Q2 2020 financial performance released on August 4, 2020
Non-GAAP EPS: GAAP EPS plus tax-affected impact of acquisition-related charges, special charges, and amortization of intangibles
**Contract Awards ($ Millions)**

**Book-to-Bill Ratio (TTM)**

- Q2 2019: 1.15
- Q2 2020: 1.00

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**Backlog ($ Billions)**

Q2 2020 backlog does not include $250M+ of award notices expected to be included in Q3 contract awards.

- Q2 2019:
  - Funded: $2.4
  - Unfunded: $1.3

- Q2 2020:
  - Funded: $2.4
  - Unfunded: $1.1

*Based on Q2 2020 financial performance released on August 4, 2020*
Record pipeline at end of Q2 2020 includes over $4 billion of federal government opportunities
Operating cash flow, 2015 - 2020

<table>
<thead>
<tr>
<th>Year</th>
<th>Dividends</th>
<th>Debt Repayment &amp; Other</th>
<th>Share Repurchase</th>
<th>CAPEX</th>
</tr>
</thead>
<tbody>
<tr>
<td>2015</td>
<td>$76.3</td>
<td>$36.4</td>
<td></td>
<td></td>
</tr>
<tr>
<td>2016</td>
<td>$80.1</td>
<td>$51.5</td>
<td></td>
<td></td>
</tr>
<tr>
<td>2017</td>
<td>$117.2</td>
<td>$70.2</td>
<td></td>
<td></td>
</tr>
<tr>
<td>2018</td>
<td>$74.7</td>
<td>$77.2</td>
<td>$30.0</td>
<td>$10.0</td>
</tr>
<tr>
<td>2019</td>
<td>$91.4</td>
<td>$31.9</td>
<td>$20.5</td>
<td>$28.5</td>
</tr>
<tr>
<td>2020 GUIDANCE*</td>
<td>$110.0</td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

| Net Debt  | $303.8   | $253.3 | $194.4 | $188.7 | $159.0 |
| Debt/ EBITDA** | 2.54x    | 2.15x  | 1.73x  | 1.57x  | 1.17x  |

*Based on Q2 2020 financial performance released on August 4, 2020
** As defined by banking agreement
In summary — ICF

Distinctive expertise in high-growth sectors of government, energy, utility industry + digital transformation

Established long-term client and contract relationships

Substantial contract backlog – robust business development pipeline and track record of high win rates

All leading to substantial organic growth opportunities + the potential for accretive acquisitions
Thank you
ICF (NASDAQ: ICF) is a global consulting services company with over 7,000 full- and part-time employees, but we are not your typical consultants. At ICF, business analysts and policy specialists work together with digital strategists, data scientists and creatives. We combine unmatched industry expertise with cutting-edge engagement capabilities to help organizations solve their most complex challenges. Since 1969, public and private sector clients have worked with ICF to navigate change and shape the future. Learn more at icf.com.