

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

FORM 8-K

CURRENT REPORT
Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): June 4, 2019

ICF International, Inc.

(Exact name of registrant as specified in its charter)

Delaware

(State or other jurisdiction of
incorporation)

001-33045

(Commission File Number)

22-3661438

(I.R.S. Employer
Identification Number)

9300 Lee Highway, Fairfax, Virginia

(Address of principal executive offices)

22031

(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.

Title of each class	Trading Symbols(s)	Name of each exchange on which registered
Common Stock	ICFI	NASDAQ

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 the Baird 2019 Global Consumer Technology & Services Conference (the “Conference”) on June 5, 2019 at the Intercontinental New York Barclays, New York, New York. A live audio webcast of the presentation will be available at <http://wsw.com/webcast/baird55/icfi/>, with a replay available for 90 days following the conference. 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:

Exhibit No. Description

99.1 [ICF International, Inc. investor presentation dated June 5, 2019](#)

SIGNATURES

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: June 4, 2019

By: /s/ James E. Daniel
James E. Daniel
Executive Vice President



ICF Investor Presentation

Baird 2019 Global Consumer, Technology and Services Conference

John Wasson, President & COO
James Morgan, CFO

icf.com

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.

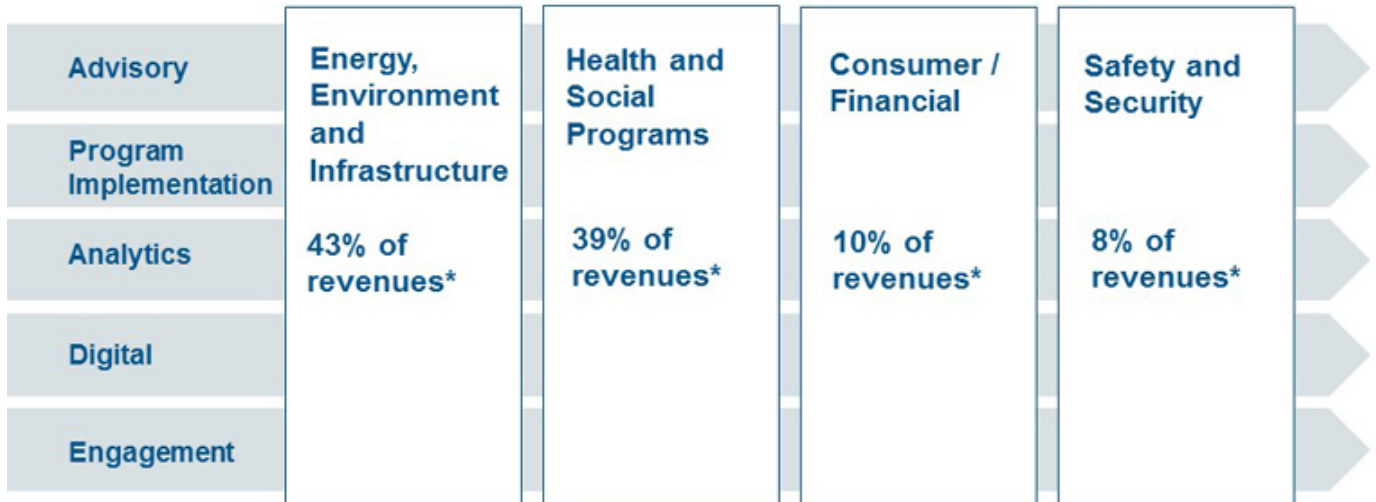
ICF: A Professional and Technology Services Firm

- **Serve a balanced roster of government and commercial clients**
- **Leverage deep domain expertise to achieve superior results for clients**
- **Deliver strong cross-cutting capabilities in technology and engagement**
- **Benefit from the visibility of a substantial backlog and growth profile of commercial revenues**

**A growth platform
combining organic
initiatives +
acquisitions**



ICF Conquers Complexity for its Clients Across a Range of Markets



*Based on Q1 2019 TTM financial performance released on May 2, 2019

Track Record of Strong Revenue and EPS Growth



Revenue:
5-year CAGR
6.2%



GAAP EPS:
5-year CAGR
12.3%



Expanded from
5,000+ full- and
part-time employees
to **7,000+** in
the past five years



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Catalysts for Continued Growth

**Federal
Government**

- Civilian agency spending
- Opioid emergency
- Public health and research
- Citizen engagement
- Cybersecurity

**Commercial
Energy**

- Energy efficiency outsourcing in California
- Utility transformation

**State and
Local**

- Disaster resilience and housing recovery
- Infrastructure spending

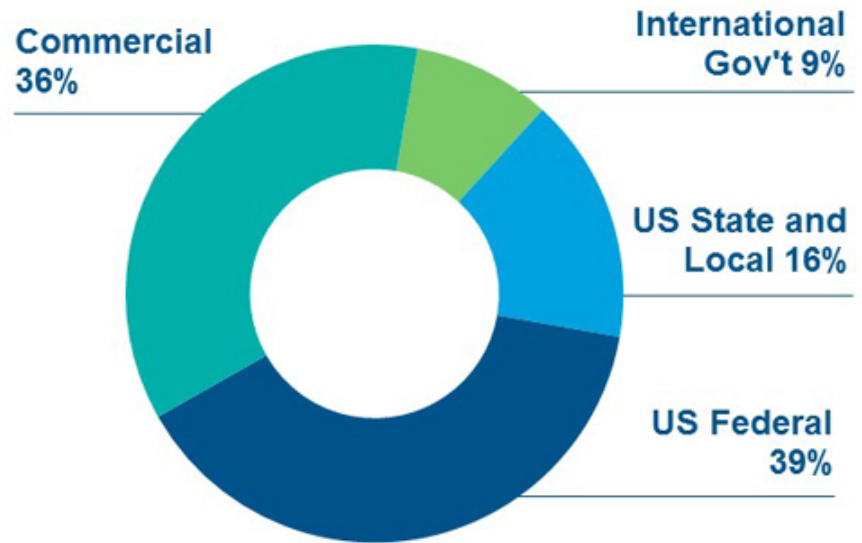
**Marketing
Services**

- Loyalty marketing
- Digital commerce
- Social media



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ICF Serves a Balanced Roster of Government and Commercial Clients



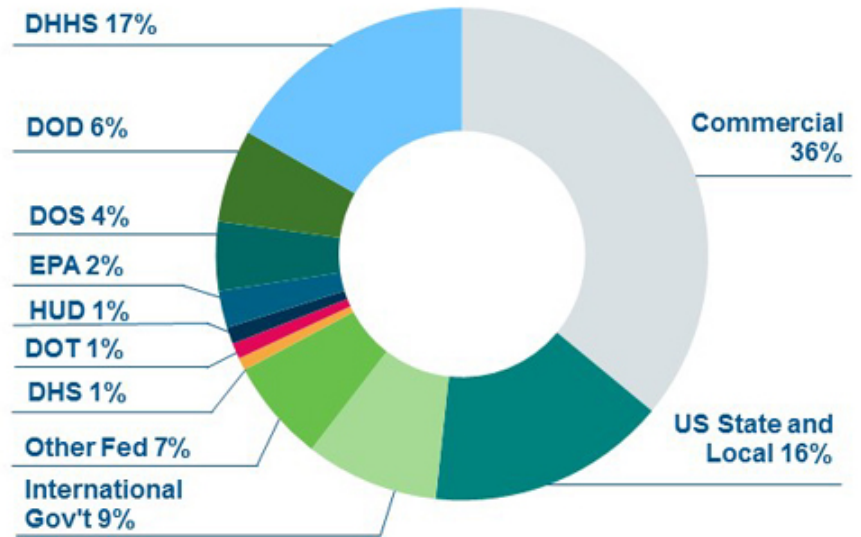
*Based on Q1 2019 TTM financial performance released on May 2, 2019



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Working With A Broad Array of Government Clients*

Government Revenues as Percentage of Total Revenue



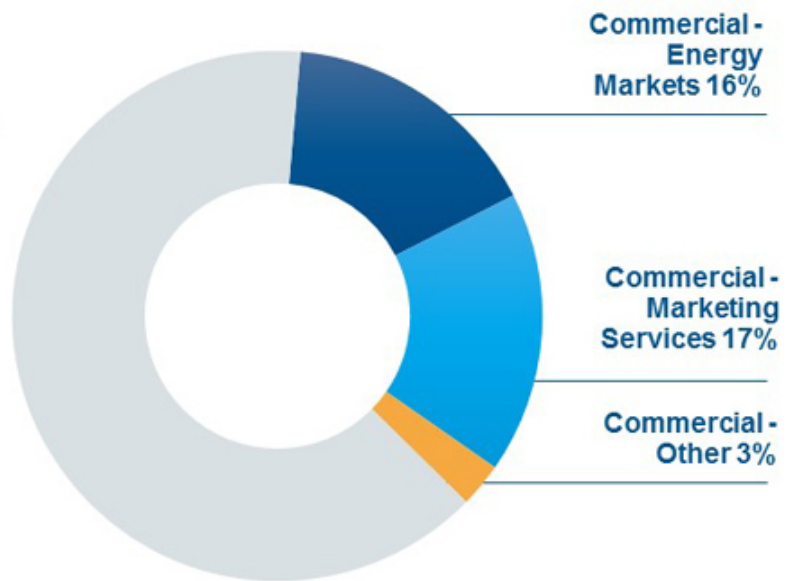
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And Commercial Clients, Primarily In Energy and Marketing Services*

- **Commercial Energy Markets and Marketing Services account for the majority of commercial revenues**
- **Advisory and Implementation Services mutually reinforcing**
- **Commercial revenue as a percentage of total revenue at 34% YTD 2019**



*Based on Q1 2019 TTM financial performance released on May 2, 2019



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Energy Markets

- Energy efficiency programs for utilities: State-mandated
- Utility transformation: distributed energy and grid modernization
- Majority long-term contracts



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Marketing Services

- Customer engagement and loyalty marketing programs
- Digital marketing systems and platforms
- Consumer activation

*Forrester Research Inc. in its report, The Forrester Wave™: Loyalty Technology Platforms, Q2 2019



“Leader” in Customer Loyalty Solutions*



2019 Digital Agency of the Year



2018 Top Midsized PR Agency of the Year



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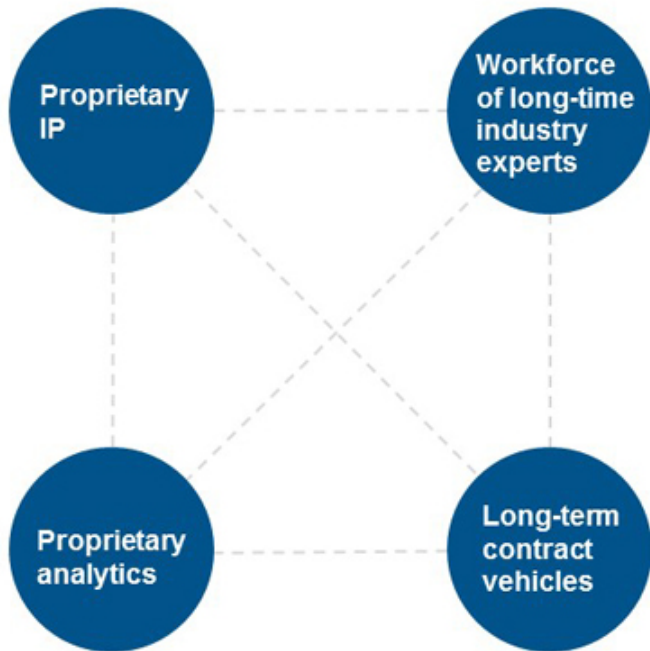
ICF next+

**Integrated go-
to-market strategy
for Marketing
Services**

**Better leverage
these capabilities
across the ICF
organization**

**1,500 + Staff
950 + U.S.
550 + International**

Drivers of Long-Standing Client Relationships

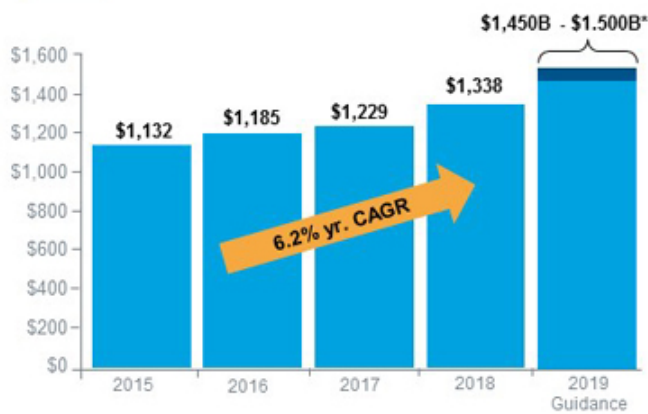


Financial Performance



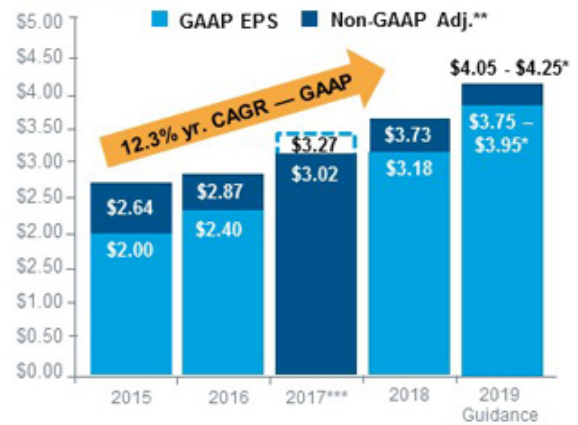
Revenue and EPS, 2019 Guidance

Revenue (\$ Millions)



- Mid-point of 2019 Revenue Guidance (\$1.475B) represents a 10.2% YoY growth
- Mid-point of 2019 GAAP EPS Guidance (\$3.85) represents a 21.1% YoY growth

EPS



*Based on 2019 management guidance as of May 2, 2019

**Non-GAAP EPS: GAAP EPS plus tax-affected impact of acquisition-related charges, special charges, and amortization of intangibles and less deferred tax liability (DTL) revaluation resulting from the 2017 Tax Reform Act

***2017 EPS excludes the one-time benefit of a DTL revaluation for 2017



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Revenue and EPS, Q1 2019

Revenue (\$ Millions)



EPS*



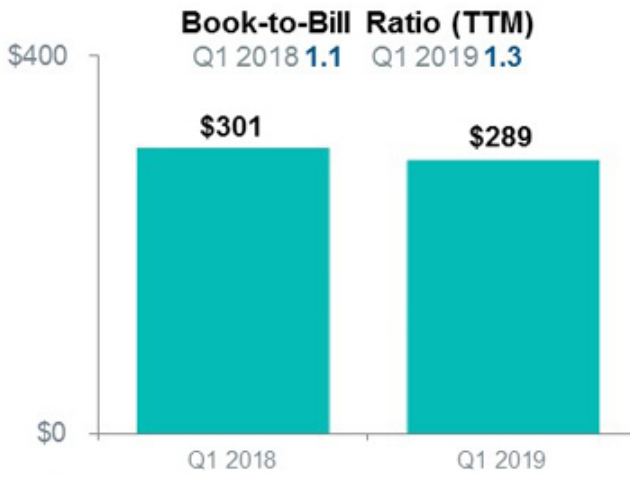
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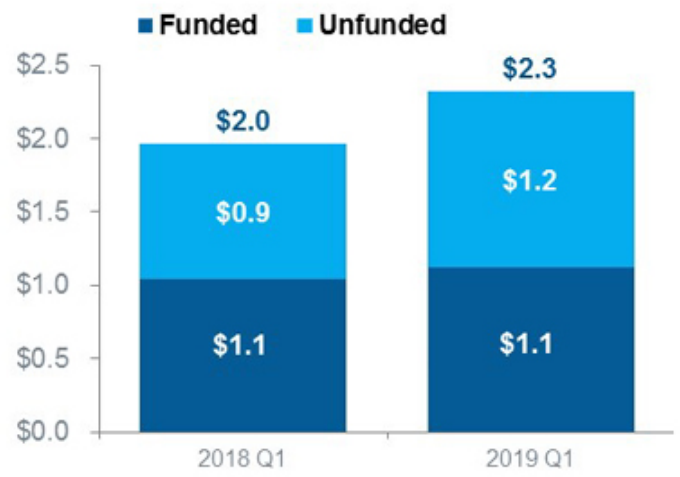
**Non-GAAP EPS: GAAP EPS plus tax-affected impact of acquisition-related charges, special charges, and amortization of intangibles

Contract Awards and Backlog

Contract Awards (\$ Millions)



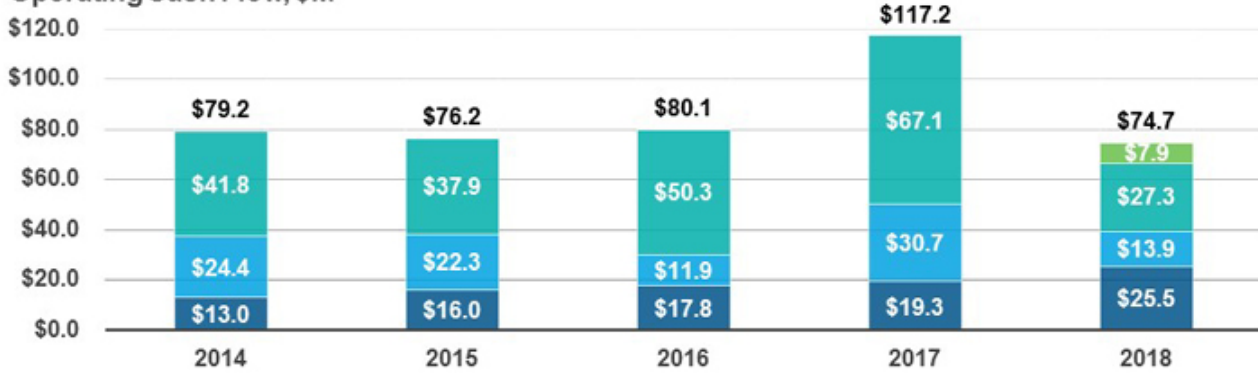
Backlog (\$ Billions)



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Operating Cash Flow 2014 to 2018

Operating Cash Flow, \$M



Net Debt	\$337.9	\$303.8	\$253.3	\$194.4	\$188.7
Debt/ EBITDA*	2.7	2.6	2.1	1.7	1.6

■ CAPEX
 ■ Share Repurchase
 ■ Debt Repayment & Other
 ■ Dividends

2019 Operating Cash Flow Guidance**: \$100M - \$120M



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*As defined by banking agreement

**Based on 2019 management guidance as of May 2, 2019

Corporate Social Responsibility – It Matters

Investing in Our People

Provided opportunities for all employees to develop and advance.

Leadership Opportunities



Gender Pay Equity

No statistically significant differences in pay across genders for comparable incumbents in the same roles

Lower Turnover

14.5% voluntary turnover rate, as compared to 17.5% industry average

Making a Sustainable Commitment

Made progress on our carbon reduction goal and remained carbon neutral.



Investing in Our People

Donated to causes important to our employees And communities.



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In Summary - ICF



Distinctive expertise in core vertical markets



Industry-leading functional capabilities – including marketing services



Offerings at intersection between vertical markets and functional expertise



Thank You!



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