

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 2, 2017

**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.)

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.
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**Item 7.01 Regulation FD Disclosure**

ICF International, Inc. (the “Company”) intends to use an investor presentation in connection with its presentation at the Baird 2017 Global Consumer, Technology & Services Conference on June 6, 2017. A copy of the Investor Presentation 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 exhibits are being furnished with this Current Report on Form 8-K:

**Exhibit No.      Description**

99.1              ICF International, Inc. Investor Presentation, dated June 2017

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## 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 2, 2017

By: /s/ Sudhakar Kesavan  
Sudhakar Kesavan  
*Chairman & Chief Executive Officer*



# ICF Investor Presentation

June 2017



Presented by  
John Wasson, President & COO  
James Morgan, CFO

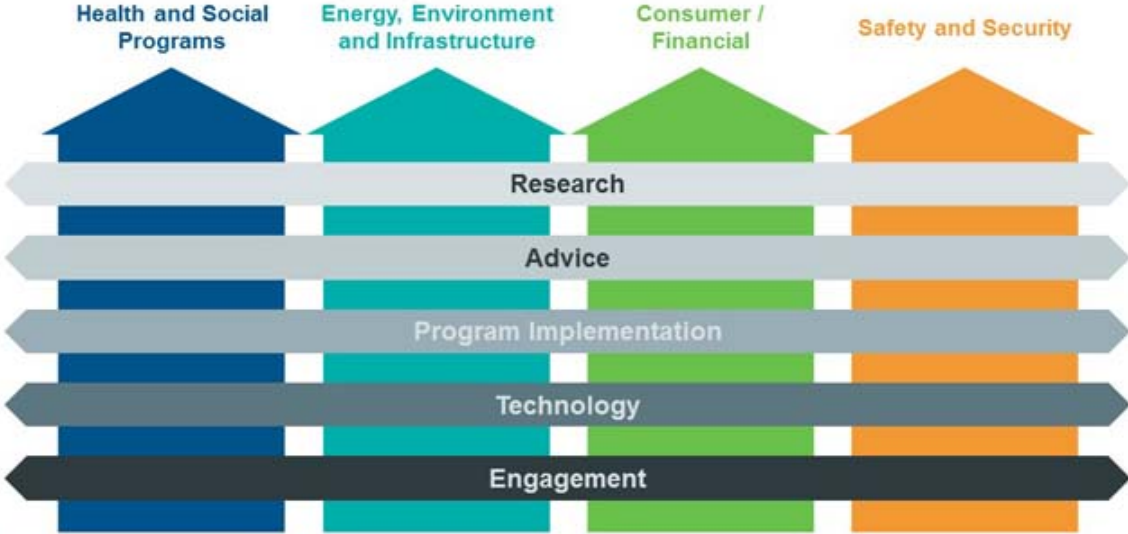
## Cautionary Statement

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.



# Introducing ICF

ICF conquers complexity for its clients across a range of markets

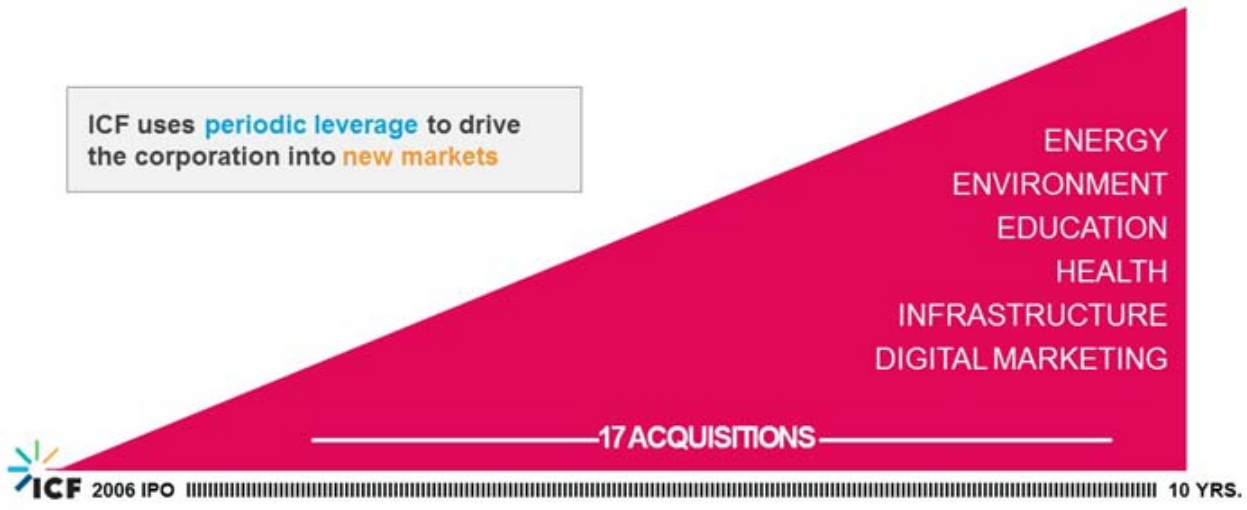


# 2006 to 2016: Creating a Unique Growth Platform

Organic Initiatives + Acquisitions Add Expertise, Scale and Scope



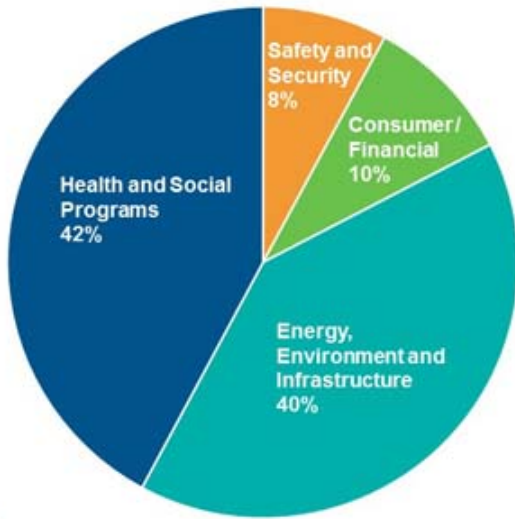
ICF uses **periodic leverage** to drive the corporation into **new markets**



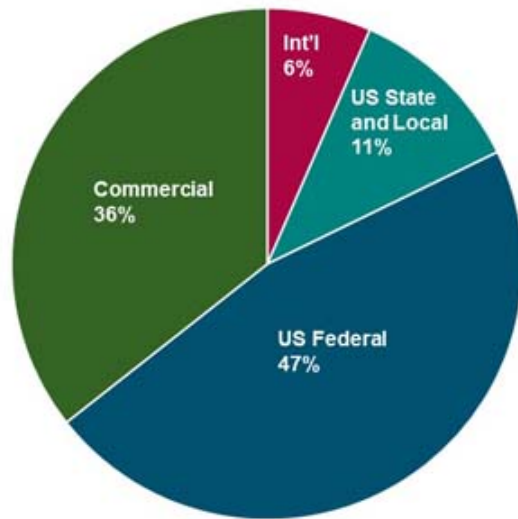
# ICF Has a Balanced Revenue Portfolio\*...



### ...By Market Type...



### ...By Client Category...



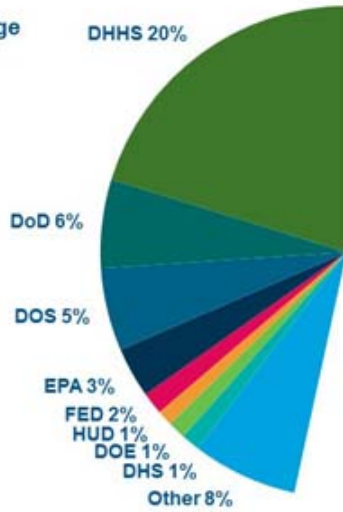
\*Based on Q1 2017 financial performance released on May 4<sup>th</sup>, 2017



# ICF Serves Several Departments of the US Federal Government\*



Federal Government Revenues as Percentage of Total Revenue

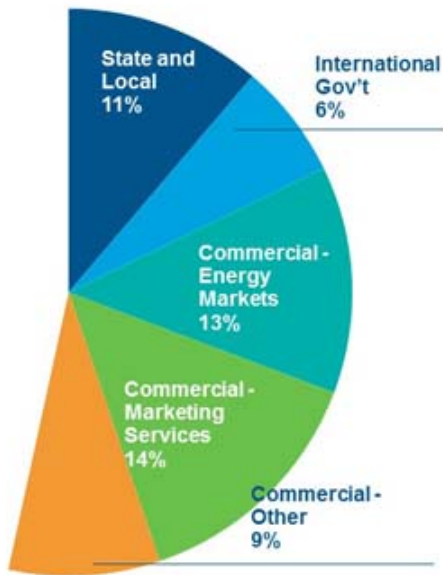


No single contract exceeds 3% of total revenues



\*Based on Q1 2017 financial performance released on My 4<sup>th</sup>, 2017

## Non-Federal Government by Client Category\*



- Commercial energy markets and Marketing services account for the majority of commercial revenues
- Advisory and Implementation services
- Commercial revenue as a percentage of total revenue increased to 36% in Q1 2017 from 34% in Q1 2016



\*Based on Q1 2017 financial performance released on May 4<sup>th</sup>, 2017

## Commercial - Energy Markets

- 13% of Total Revenue\*
- Energy efficiency programs for utilities: State-regulated
- Majority long-term contracts



\*Based on Q1 2017 financial performance released on May 4<sup>th</sup>, 2017



## Commercial - Marketing Services

- 14% of Total Revenue\*
- Customer engagement and loyalty marketing programs
- Digital marketing systems and platforms
- Consumer activation



...Opportunity to leverage these capabilities across the ICF organization...



\*Based on Q1 2017 financial performance released on May 4<sup>th</sup>, 2017

# ICF Operates in Markets with Strong Growth Drivers





### VERTICAL ELEMENTS

Proprietary IP  
A workforce of long-time industry experts  
Longstanding client relationships  
Long-term contract vehicles

### FUNCTIONAL ELEMENTS

Program management & evaluation tools  
Consumer insights  
Proprietary analytics  
Digital marketing IP & partnerships  
Technology solution development expertise

ICF combines **deep industry expertise** with cross-cutting **digital engagement solutions** to **create and capture** new opportunities





-  Sustain and grow our distinctive expertise in our core vertical markets
-  Provide a broader range of functional capabilities to our clients
-  Build our service offerings at the intersections between our vertical markets and our functional expertise





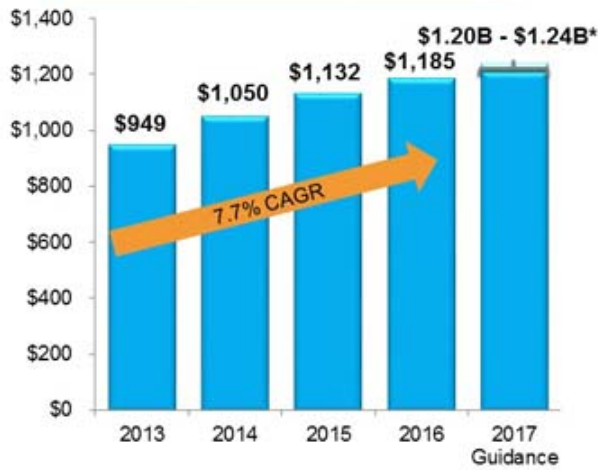
Financial  
Performance



# Revenue and EPS, 2017 Guidance



## Revenue (\$ Millions)



## EPS



Mid-point of 2017 Revenue at \$1.22B represents a 2.9% YoY growth; Mid-point of 2017 Non-GAAP EPS at \$2.97 represents a 3.5% YoY growth.



\*Based on 2017 management guidance issued on February 27, 2017

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

# Revenue and EPS Growth, Q1 2017



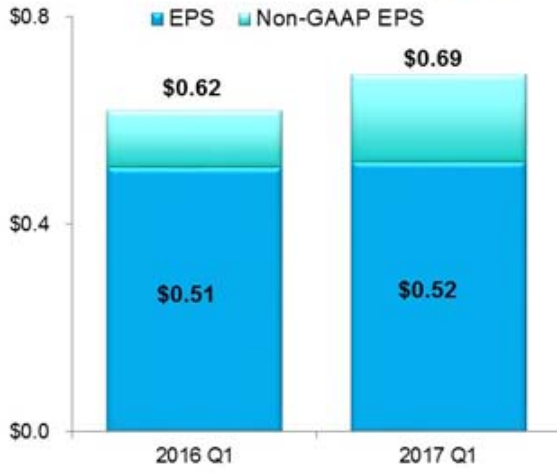
## Revenue (\$ Millions)\*

Y-on-Y Growth: 4.5%



## EPS\*

Non GAAP EPS Y-on-Y Growth: 11.3%

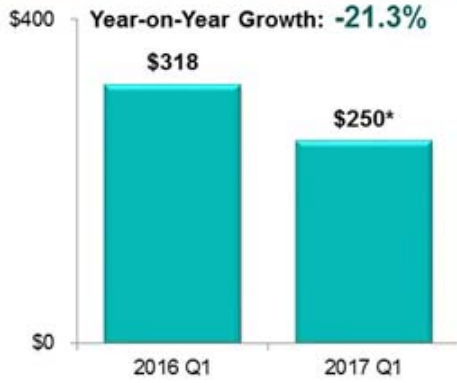


\*Based on 2017 Q1 financial performance released on May 4, 2017

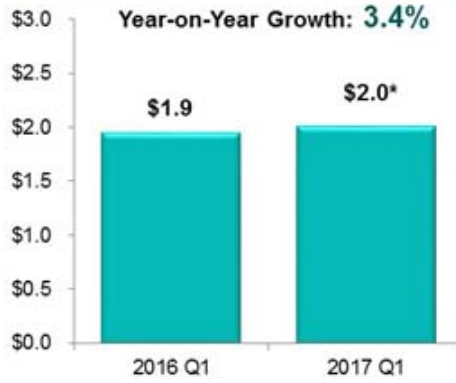
# Sales and Backlog



## Sales (\$ Millions)



## Backlog (\$ Billions)



**TTM Sales of \$1,428.4M; resulting in Book-to-Bill Ratio As Of Q1 2017: 1.19**



\*Based on Q1 2017 financial performance released on May 4<sup>th</sup>, 2017

## Balance Sheet Highlights\*



(\$ Millions)	12/31/2013 Actual	12/31/2014 Actual	12/31/2015 Actual	12/31/2016 Actual	3/31/2017 Actual*
<b>Total Assets</b>	\$700.9	\$1,110.3	\$1,080.3	\$1,085.6	\$1,083.9
<b>Long-Term Debt</b>	\$40.0	\$350.1	\$311.5	\$259.4	\$275.8
<b>Stockholders' Equity</b>	\$474.1	\$500.7	\$523.3	\$566.0	\$562.3
<b>Current Ratio</b>	1.51	1.42	1.50	1.52	1.70
<b>FY Operating Cash Flow</b>	\$80.8	\$79.2	\$76.3	\$79.6	\$6.7

- Strong cash generation provides flexibility for deleveraging and / or strategic investments
- \$16.3M of share repurchases occurred in CY17 Q1
- CY17 Q1 Op Cash Flow was \$20.1M more than CY16 Q1



\*Based on Q1 2017 financial performance released on May 4<sup>th</sup>, 2017.



Distinctive expertise in core vertical markets



Industry-leading functional capabilities – including marketing services



Offerings at intersection between vertical markets and functional expertise



Thank You

