

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): May 31, 2018

**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 participate as a presenter at the Baird 2018 Global Consumer, Technology & Services Conference on Tuesday, June 5, 2018. A live audio webcast of the presentation will be available at <http://wsw.com/webcast/baird51/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 exhibits are being furnished with this Current Report on Form 8-K:

<u>Exhibit No.</u>	<u>Description</u>
99.1	<a href="#">ICF International, Inc. investor presentation, dated June 5, 2018</a>

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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: May 31, 2018

By: /s/ James C. Morgan  
James C. Morgan  
*Chief Financial Officer*

June 5, 2018



## ICF Investor Presentation

Baird 2018 Global Consumer, Technology & Services Conference

John Wasson, President and COO

James Morgan, CFO



[icf.com](http://icf.com)

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# 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.



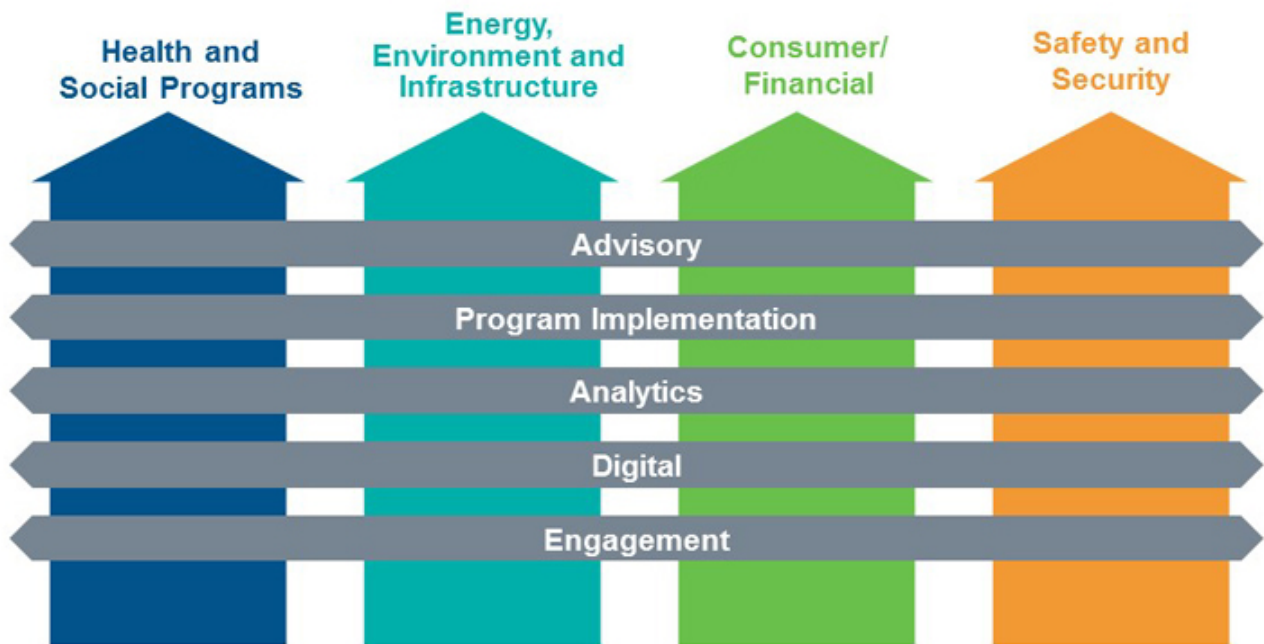
# ICF: A Professional and Technology Services Firm

- **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



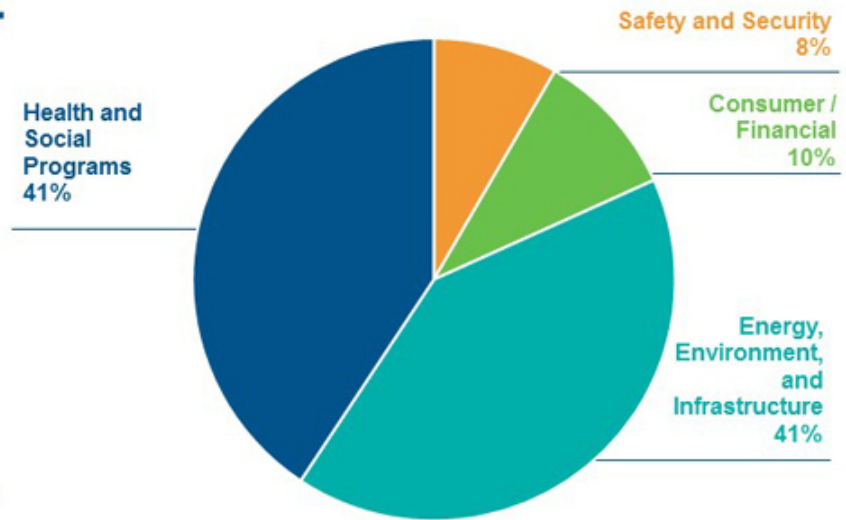
# Catalysts for Growth





# ICF Has a Balanced Revenue Portfolio\*

## By Market Type...

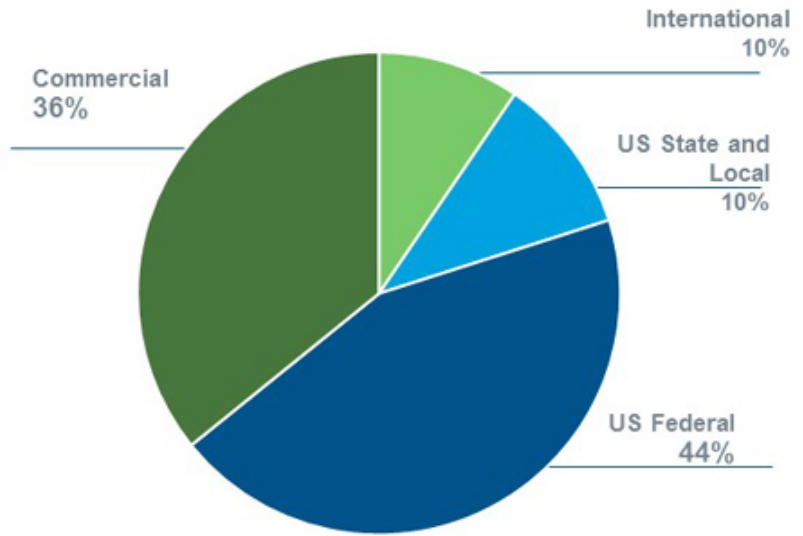


\*Based on Q1 2018 financial performance released on May 2, 2018



# ICF Has a Balanced Revenue Portfolio\*

## ...And By Client Category



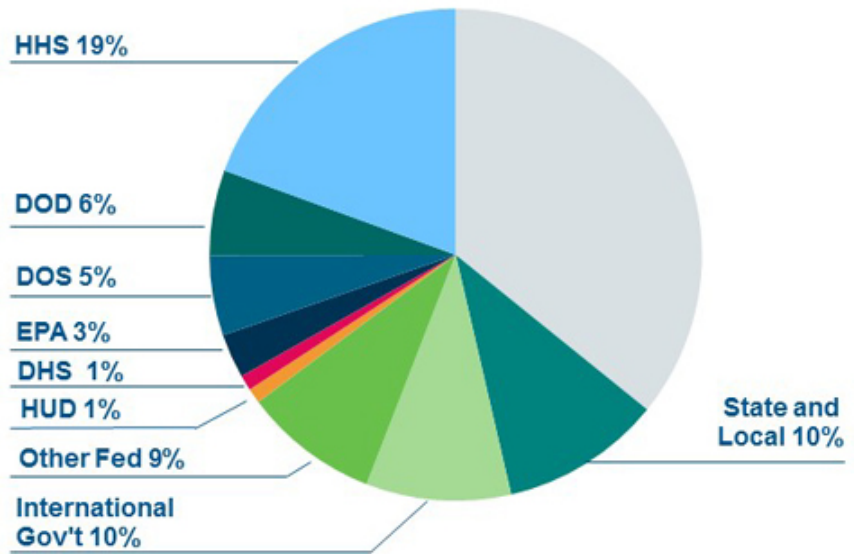
\*Based on Q1 2018 financial performance released on May 2, 2018



# ICF Serves A Broad Array of Government Clients\*

## Government Revenues as Percentage of Total Revenue

No single contract exceeds 3% of total revenues

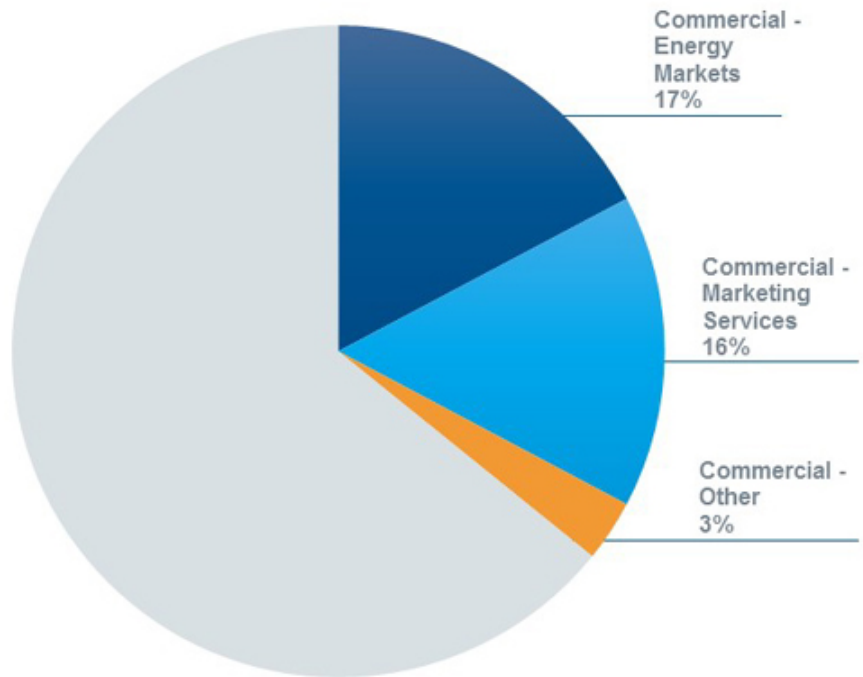


\*Based on Q1 2018 financial performance released on May 2, 2018



# Commercial Clients Primarily In Energy, 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 remained consistent at 36% in Q1 2018



\*Based on Q1 2018 financial performance released on May 2, 2018



# Energy Markets

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



# Marketing Services

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



“Leader”  
Customer Loyalty  
Solution Q3 2017

The  
Forrester  
Wave™



2018 Top  
Midsized PR  
Agency of the  
Year

Opportunity to leverage these capabilities across the ICF organization



# Drivers of Long- Standing Client Relationships

Proprietary  
IP

Workforce  
of long-time  
industry  
experts

Proprietary  
analytics

Long-term  
contract  
vehicles

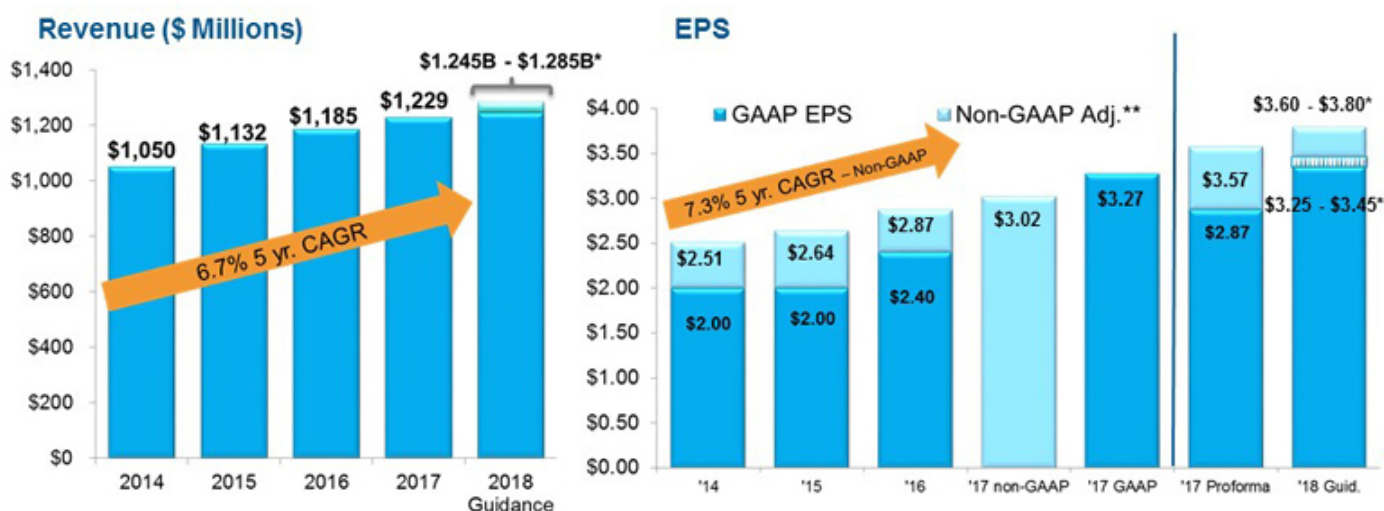


# Financial Performance





# Revenue and EPS, 2018 Guidance



- Mid-point of 2018 Revenue Guidance represents a 2.9% YoY growth; Mid-point of 2018 GAAP EPS Guidance represents a 16.7% YoY growth from Proforma 2017
- 2017 GAAP EPS includes the deferred tax liability (DTL) revaluation and represents reported GAAP EPS of \$3.27
- 2017 Proforma excludes the DTL revaluation but adjusts for the new tax rate reduction for GAAP/Non-GAAP EPS, consistent with the 2018 tax rate

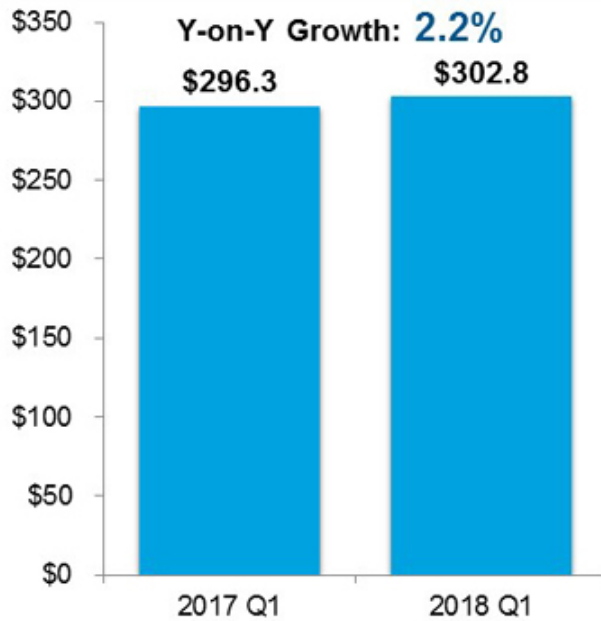
\*Based on 2018 management guidance issued on February 27, 2018

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

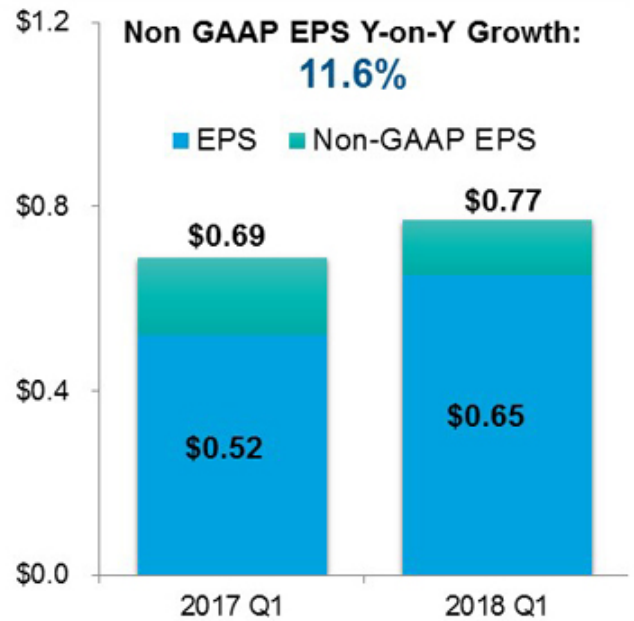


# Revenue and EPS, Q1 2018

## Revenue (\$ Millions)\*



## EPS\*

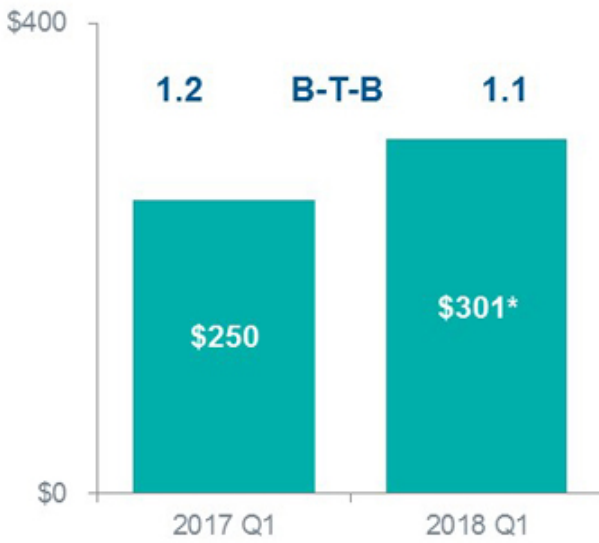


\*Based on Q1 2018 financial performance released on May 2, 2018

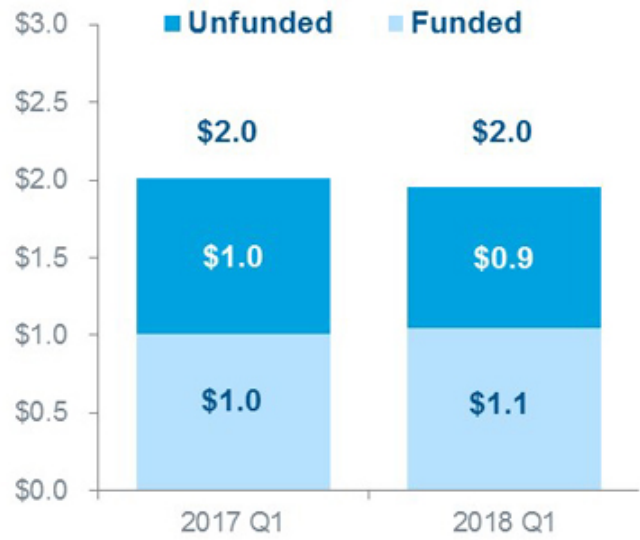


# Contract Awards and Backlog

**Contract Awards (\$ Millions)**



**Backlog (\$ Billions)**



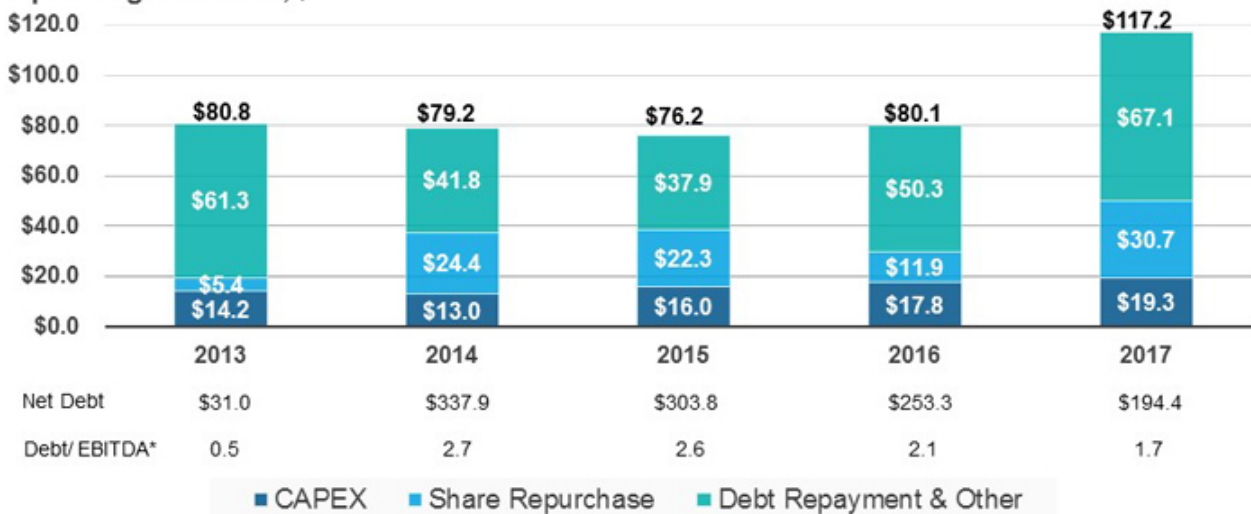
▪ Book-to-bill ratio is TTM as of March 31, 2017 and March 31, 2018

\* Based on Q1 2018 financial performance released on May 2, 2018



# Operating Cash Flow 2013 to 2017

Operating Cash Flow, \$M



Net Debt	\$31.0	\$337.9	\$303.8	\$253.3	\$194.4
Debt/ EBITDA*	0.5	2.7	2.6	2.1	1.7

■ CAPEX   ■ Share Repurchase   ■ Debt Repayment & Other

\*as defined by banking agreement



ICF proprietary and confidential. Do not copy, distribute, or disclose.

# Corporate Social Responsibility – It Matters

DealBook / Business & Policy



DEALBOOK

*BlackRock's Message: Contribute to Society, or Risk Losing Our Support*

## ICF's 2016 Corporate Citizenship Performance at a Glance



[icf.com/blog/2016-corporate-social-responsibility-report](http://icf.com/blog/2016-corporate-social-responsibility-report)



# 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

