

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): September 24, 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 Sidoti & Company Fall 2019 Conference (the "Conference") to be held on Wednesday, September 25, 2019 at the Grand Hyatt New York. A live audio webcast of the presentation will be available at <http://wsw.com/webcast/sidotico4/icfi/>, with a replay available for one year following the conference. A copy of the investor presentation relating to 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:

<u>Exhibit No.</u>	<u>Description</u>
99.1	<u>ICF International, Inc. investor presentation dated September 25, 2019</u>

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: September 24, 2019

By: /s/ James C. Morgan
James C. Morgan
Executive Vice President & Chief Financial Officer

September 25, 2019



ICF Investor Presentation

Sidoti & Company Fall 2019 Investor Conference

John Wasson, President & COO

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.

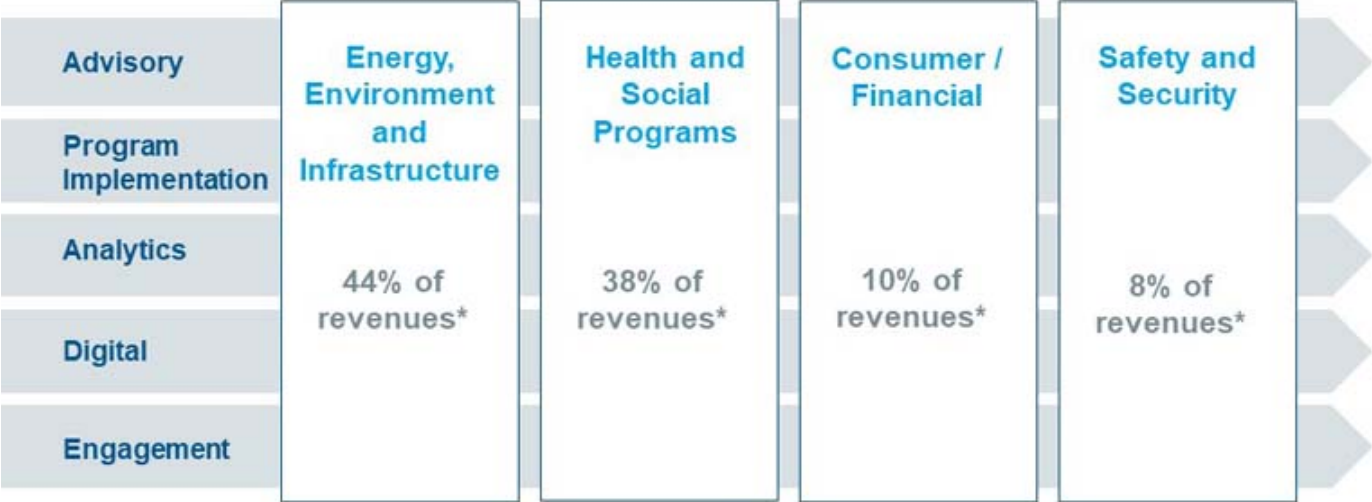
ICF: A Professional and Technology Services Firm

- **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

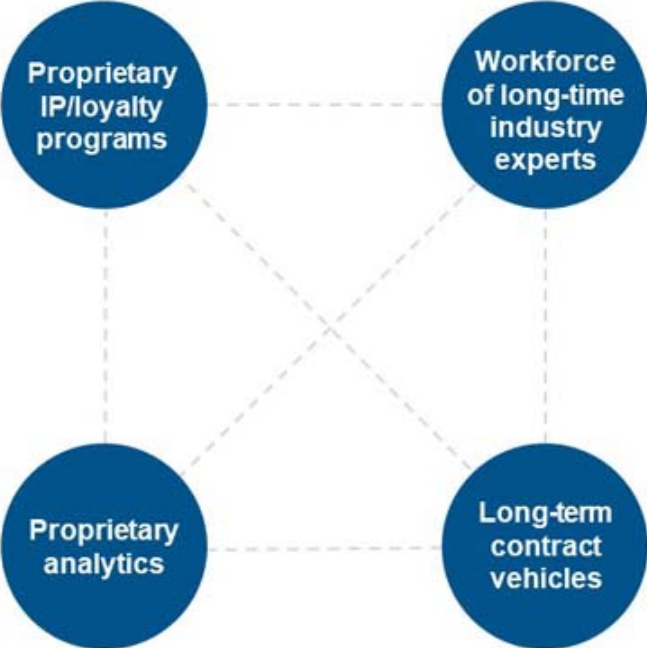


*Based on Q2 2019 TTM financial performance released on August 1, 2019



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Drivers of Long-Standing Client Relationships



Track Record of Strong Revenue and EPS Growth



Revenue:
5-year CAGR
6.2%



GAAP EPS:
5-year CAGR
12.3%



Expanded from
5,500+ 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 management: resilience and recovery
- Infrastructure spending

Marketing
Services

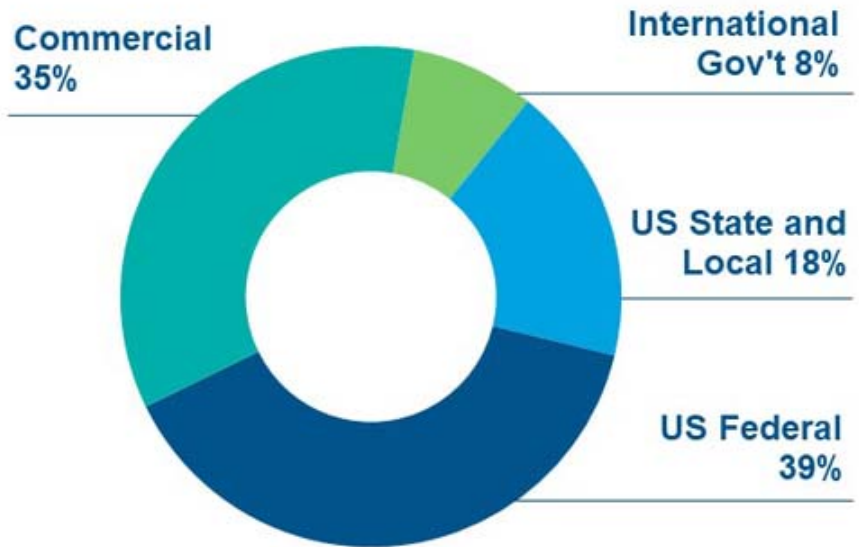
- Loyalty marketing
- Digital commerce
- Social media



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ICF Serves a Balanced Roster of Government and Commercial Clients*

■ Provides significant opportunities for expansion

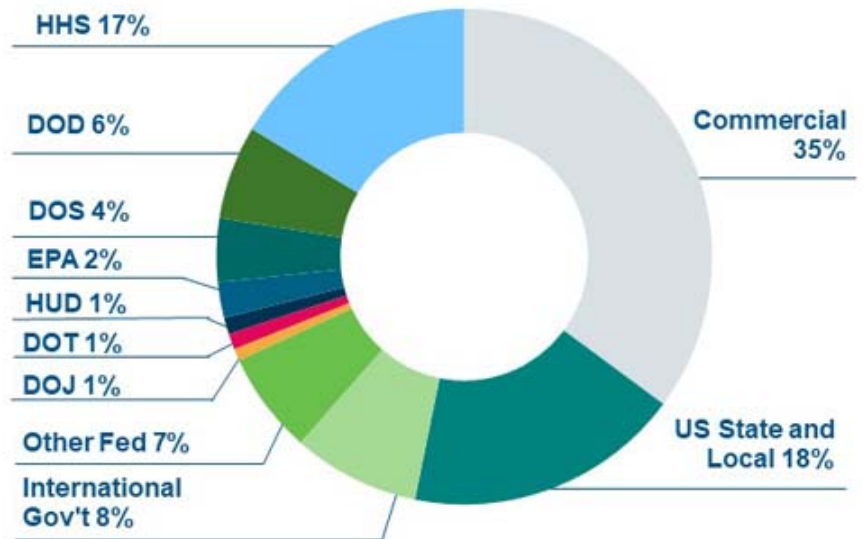


*Based on Q2 2019 TTM financial performance released on August 1, 2019

We Work With a Broad Array of Government Clients

▪ **Government revenues**
65% of total revenues*

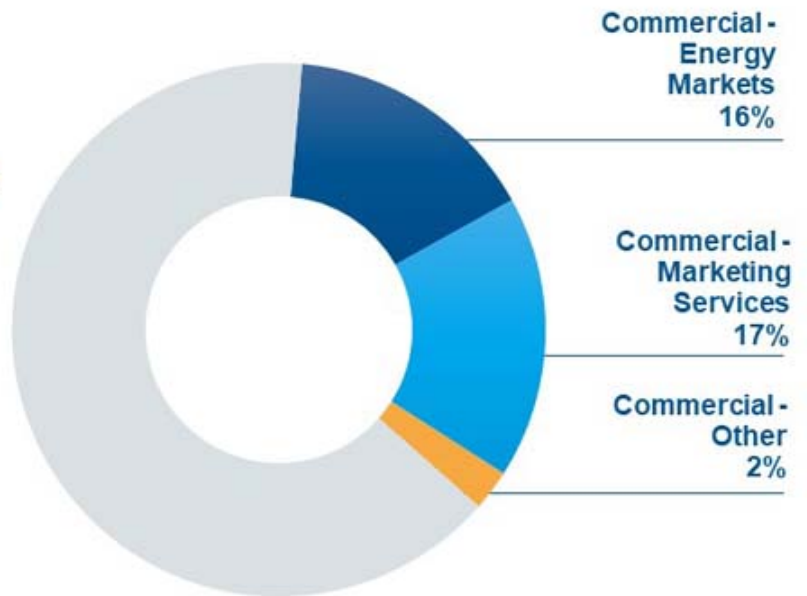
▪ **US federal revenues**
primarily from civilian
agencies



*Based on Q2 2019 TTM financial performance released on August 1, 2019

Our Commercial Clients Are Primarily in Energy and Marketing Services*

- **Commercial Energy Markets and Marketing Services account for majority of commercial revenues**
- **Advisory and Implementation Services mutually reinforcing**
- **Commercial revenues 35% of total revenues***



*Based on Q2 2019 TTM financial performance released on August 1, 2019

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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Integrated go-to-market strategy for Marketing Services

Better leverage these capabilities across ICF's client set

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

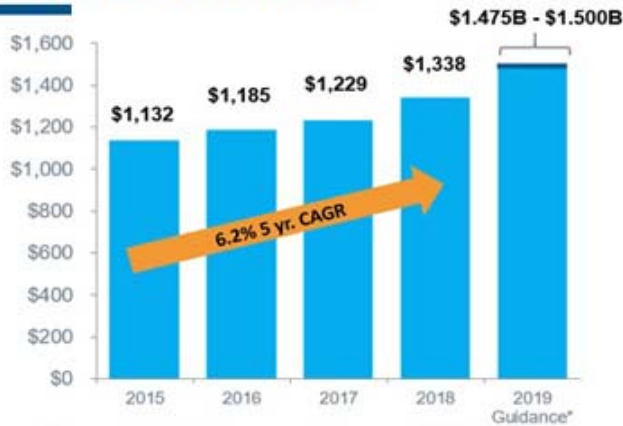


Financial Performance



Revenue and EPS, 2019 Guidance

Revenue (\$ Millions)



- Mid-point of 2019 Revenue Guidance (\$1.4875B) represents 11.2% YoY growth
- Mid-point of 2019 GAAP EPS Guidance (\$3.875), exclusive of special charges, represents 15.7% YoY growth



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EPS



*Based on 2019 management guidance as of August 1, 2019

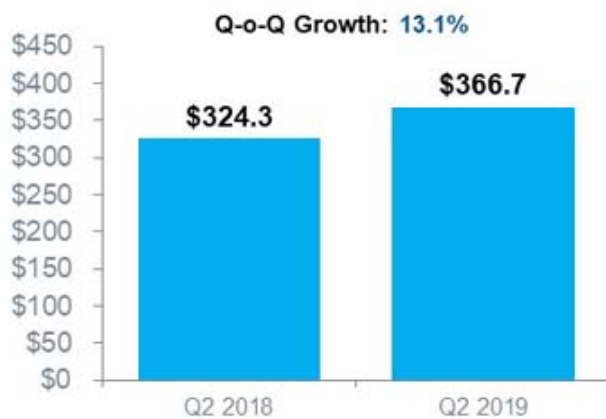
**Non-GAAP EPS: GAAP EPS plus tax-affected impact of acquisition-related charges, special charges, and amortization of intangibles.

***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

****2019 GAAP EPS: Guidance range is inclusive of \$0.13 special charges. Exclusive of special charges, the GAAP EPS range is \$3.80 - \$3.95

Revenue and EPS, Q2 2019

Revenue (\$ Millions)*



EPS*



*Based on Q2 2019 financial performance released on August 1, 2019

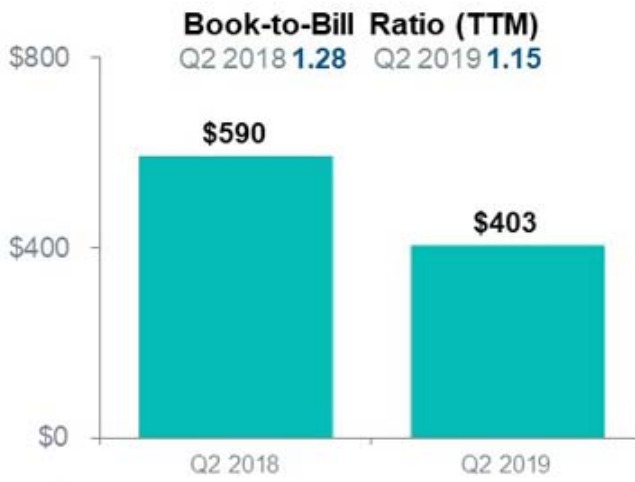
**Non-GAAP EPS: GAAP EPS plus tax-affected impact of acquisition-related charges, special charges, and amortization of intangibles



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Contract Awards and Backlog

Contract Awards (\$ Millions)*



Backlog (\$ Billions)*



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*Based on Q2 2019 financial performance released on August 1, 2019

Pipeline (\$B)



- Increasing pipeline of qualified opportunities, the majority of which relate to US federal clients



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 August 1, 2019

Corporate Citizenship – It Matters

Investing in Our People

Provided opportunities for all employees to develop and advance.

56%

female leaders

29%

female board members

Gender Pay Equity

no meaningful disparity across genders in the same roles*

Lower Turnover

16.2% voluntary turnover rate, as compared to 18.6% benchmark

Making a Sustainable Commitment

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



100%

net renewable electricity for global operations—via renewable energy certificates



23%

reduction in greenhouse gas emissions per employee since baseline 2013



Zero

net zero carbon status since 2006 due to investments in high-quality carbon offsets

Supporting Important Causes

Donated to causes important to our employees and communities.

\$473,000

corporate cash donations

\$140,000

employee donations through our giving program

1 to 1

ICF-matched employee donations



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*Annual audit concluded no statistically significant disparities across genders for comparable incumbents in the same roles.

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In Summary - ICF



**Distinctive expertise
in high-growth
sectors of
government +
commercial markets**



**Established
relationships with
diversified portfolio
of domestic +
international clients**



**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**



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Thank You!



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