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.
ICF International, Inc. (the “Company”) intends to participate as a presenter at the Sidoti & Company Fall 2020 Conference (the “Conference”) to be held on Wednesday, September 23, 2020. A live audio webcast of the presentation will be available at: https://sidoti.zoom.us/webinar/register/WN_urVfC6UTWetMA1uL1mQw, with a replay available for three months 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:

<table>
<thead>
<tr>
<th>Exhibit No.</th>
<th>Description</th>
<th></th>
</tr>
</thead>
<tbody>
<tr>
<td>99.1</td>
<td>ICF International, Inc. investor presentation dated September 23, 2020</td>
<td></td>
</tr>
<tr>
<td>104</td>
<td>Cover Page Interactive Data File (embedded within the Inline XBRL document)</td>
<td></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: September 22, 2020

By: /s/ Bettina G. Welsh

Bettina G. Welsh
Senior Vice President & Chief Financial Officer
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 with social + environmental missions, 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

ICF's work across core service areas including climate, energy efficiency, disaster management, public health and social programs addresses environmental and social issues.
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

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

International government events work postponed

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

Commercial marketing work for certain clients cancelled or postponed

Project to understand the virus and how it spreads, assist in communicating with healthcare professionals and general public
COVID-19 opportunities:
Recovery + 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
- Purchasing + Acquisitions
- Grants Management
- Audit Tracking
- Inspections
- Asset Management
- Workforce Management
- Contract Writing
- Healthcare Compliance
- Content Management
- Emergency Management
## Meaningful joint growth opportunities

<table>
<thead>
<tr>
<th>ICF's Domain</th>
<th>ICF's Robust Business Development Engine</th>
<th>ICF's Best-in-Class Contract Vehicles</th>
<th>Selective Insourcing</th>
<th>ITG's Qualifications</th>
</tr>
</thead>
<tbody>
<tr>
<td>Expertise + Client Relationships</td>
<td></td>
<td></td>
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</tbody>
</table>

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

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

**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**

**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

*TTM through June 30, 2020

**Energy utilities, commercial marketing, + other
We work with a broad array of government clients

Government revenues 66% of total revenues*

US federal revenues primarily from civilian agencies

*TTM through June 30, 2020

**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**: Combines creativity of an agency with deep domain expertise of a consultancy
- **Analytics**: Designs solutions that drive real participation with customers, citizens, colleagues
- **Engagement**: Built specifically to realize the benefits of an integrated model
- **Strategy**: Loyalty
At ICF, our business, environmental + social responsibilities are intertwined.

We create impact through our client work...

$650M+ revenue from services supporting health, education, development, and social justice programs

$550M+ 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

### Investing in our people
- **Provided opportunities for all employees to develop and advance.**

### Leadership
- **53%** female leaders
- **33%** female board members*

### Pay equity
- No pay disparity across gender and race in the same roles, based on an external audit.

### Low turnover
- **15.4%** as compared to 15.2% benchmark

### Making a sustainable commitment
- **100%** net renewable electricity for global operations via renewable energy certificates
- **31%** reduction in greenhouse gas emissions per employee since 2013 baseline

### Zero
- Net zero carbon status since 2006 due to investments in high-quality carbon offsets

### Supporting important causes
- **$433,500** corporate cash donations
- **$200,000** employee contributions through our giving program
- **1 to 1** ICF matched employee donations

### Donated to causes important to our employees and communities.

**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

*as of September 2020

Data from ICF's 2019 Corporate Citizenship Report
Drivers of long-standing client relationships

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

Revenue ($ Millions)

- 2014: $1,050
- 2015: $1,132
- 2016: $1,185
- 2017: $1,229
- 2018: $1,338
- 2019: $1,479

7.1% 5-yr. CAGR

EPS

GAAP EPS
Non-GAAP Adj.*

- 2014: $2.00
- 2015: $2.04
- 2016: $2.40
- 2017: $3.27
- 2018: $3.18
- 2019: $3.59

10.6% 5-yr. CAGR — Non-GAAP

*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*
**Non-GAAP EPS**  $3.50 - $3.80
**EBITDA**  $126M - $136M
**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 $261.2M up 3.5% vs. Q2 2019. H1 2020 service revenue of $515.6M 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></td>
<td>$366.7</td>
<td>$354.0</td>
<td>$708.0</td>
<td>$712.2</td>
</tr>
</tbody>
</table>

YTD performance supports our FY guidance.

EPS*

<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>GAAP EPS</td>
<td>$0.97</td>
<td>$0.89</td>
<td>$1.56</td>
<td>$1.71</td>
</tr>
<tr>
<td>Non-GAAP EPS</td>
<td>$0.76</td>
<td>$0.72</td>
<td>$1.27</td>
<td>$1.47</td>
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</tbody>
</table>

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

![Bar chart showing contract awards for Q2 2019, Q2 2020, YTD 2019, and YTD 2020.]

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**Backlog ($ Billions)*

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

![Bar chart showing backlog for Q2 2019 and Q2 2020.]

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Pipeline ($B)

Record pipeline at end of Q2 2020 includes over $4 billion of federal government opportunities
Operating cash flow, 2015 - 2020

$M

<table>
<thead>
<tr>
<th>Year</th>
<th>Dividends</th>
<th>Debt Repayment + Other</th>
<th>Share Repurchase</th>
<th>CAPEX</th>
</tr>
</thead>
<tbody>
<tr>
<td>2015</td>
<td>$36.4</td>
<td>$23.9</td>
<td>$15.0</td>
<td>$76.3</td>
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<tr>
<td>2016</td>
<td>$51.5</td>
<td>$10.8</td>
<td>$17.8</td>
<td>$80.1</td>
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<td>2017</td>
<td>$70.2</td>
<td>$27.7</td>
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<td>2018</td>
<td>$74.7</td>
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<td>2019</td>
<td>$91.4</td>
<td>$31.9</td>
<td>$20.5</td>
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<tr>
<td>2020</td>
<td>$110.0</td>
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</tbody>
</table>

Net Debt

<table>
<thead>
<tr>
<th>Year</th>
<th>Net Debt</th>
</tr>
</thead>
<tbody>
<tr>
<td>2015</td>
<td>$303.8</td>
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<tr>
<td>2016</td>
<td>$253.3</td>
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<td>2017</td>
<td>$194.4</td>
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<tr>
<td>2018</td>
<td>$188.7</td>
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<tr>
<td>2019</td>
<td>$150.0</td>
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</tbody>
</table>

Debt/EBITDA**

<table>
<thead>
<tr>
<th>Year</th>
<th>Debt/EBITDA**</th>
</tr>
</thead>
<tbody>
<tr>
<td>2015</td>
<td>2.64x</td>
</tr>
<tr>
<td>2016</td>
<td>2.15x</td>
</tr>
<tr>
<td>2017</td>
<td>1.73x</td>
</tr>
<tr>
<td>2018</td>
<td>1.57x</td>
</tr>
<tr>
<td>2019</td>
<td>1.17x</td>
</tr>
</tbody>
</table>

*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

Strong environmental, social, + governance performance—internally + for clients

All leading to substantial organic growth opportunities + the potential for accretive acquisitions
ICF (NASDAQ:ICFI) is a global consulting and digital 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.