## Edgar Filing: ICF International, Inc. - Form 4

ICF Internatio Form 4 April 04, 201											
FORM	1								PPROVAL		
	Washington, D.C. 20549							OMB Number:	3235-0287		
Check this if no long subject to Section 16 Form 4 or	er <b>STATEMENT C</b> 6.	STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES						Expires:January 31 2005Estimated average burden hours per response0.5			
Form 5 obligation may conti <i>See</i> Instru 1(b).	Section $17(a)$ of the										
(Print or Type R	(esponses)										
KATZ LESLYE G Symbol			er Name and Ticker or Trading				5. Relationship of Reporting Person(s) to Issuer				
(Last)	(First) (Middle)	3. Date of	Earliest Tr	ansaction			(Cneck	k all applicable	;)		
ICF INTERN LEE HIGHV	Day/Year) 2016				X_ Director 10% Owner Officer (give title Other (specify below) below)						
	4. If Amendment, Date Original					6. Individual or Joint/Group Filing(Check					
EAIDEAV	Filed(Month/Day/Year)						Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting				
ΓΑΙΚΓΑΛ,	VA 22031						Person				
(City)	(State) (Zip)	Tabl	e I - Non-D	erivative	Secur	ities Acq	uired, Disposed of	, or Beneficial	ly Owned		
1.Title of Security (Instr. 3)	2. Transaction Date 2A. Dee (Month/Day/Year) Executi any (Month		3. Transactic Code (Instr. 8)	4. Securi on(A) or Di (Instr. 3,	spose	d of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Indirect Beneficial		
			Code V	Amount		Price	(Instr. 3 and 4)				
Common Stock	03/31/2016		А	872 <u>(1)</u>	А	\$ 34.37	5,028	D			
Common Stock							4,156	D			

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transactio Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	Amou Unde Secur	le and int of rlying ities . 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

## **Reporting Owners**

<b>Reporting Owner Name / Address</b>								
	Director	10% Owner	Officer	Other				
KATZ LESLYE G ICF INTERNATIONAL, INC. 9300 LEE HIGHWAY FAIRFAX, VA 22031	Х							
Signatures								
/s/ James J. Maiwurm, Attorney-in-fact		04/04/20						
**Signature of Reporting Person		Date						
Explanation of Responses:								

\* If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

(1) Shares received by the Reporting Person pursuant to such Reporting Person's election to receive restricted stock in lieu of the Reporting Person's annual cash retainer (paid in quarterly installments) for serving as a member of the Board of Directors of ICF International, Inc.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.