Edgar Filing: ICF International, Inc. - Form 4

ICF Internati	onal, Inc.										
Form 4 November 13	3 2007										
EODM A									OMB APPROVAL		
	UNITEDSTAT	Washington, D.C. 20549							3235-0287		
Check thi if no long subject to Section 1 Form 4 o Form 5	6. Filed pursuant	STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,						burden hou response	ated average n hours per		
obligations may continue.Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940 1(b).1(b).											
(Print or Type F	Responses)										
Datar Srikant Symbol			r Name and Ticker or Trading ernational, Inc. [ICFI]				5. Relationship of Reporting Person(s) to Issuer				
(Last)	(First) (Middle)		Earliest Tr	_	1		(Che	ck all applicabl	e)		
(Month/Day/Year) ICF INTERNATIONAL, INC., 9300 11/12/2007 LEE HIGHWAY							X_ Director 10% Owner Officer (give title Other (specify below) below)				
(Street) 4. If			If Amendment, Date Original			6. Individual or Joint/Group Filing(Check					
						One Reporting Person More than One Reporting					
(City)	(State) (Zip)	Tabl	e I - Non-D	erivative S	Securi	ties Ac	quired, Disposed o	of. or Beneficia	llv Owned		
1.Title of Security (Instr. 3)	any		3.	 4. Securities actionAcquired (A) or Disposed of (D) 8) (Instr. 3, 4 and 5) 			5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
6			Code V	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)				
Common Stock							7,604	D			
Common Stock	11/12/2007		А	1,897 (1)	А	\$ 0	9,501	D			

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

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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)	4. Transactic Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	7. Titl Amou Under Secur (Instr.	unt of rlying	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

Reporting Owner Name / Addres	Relationships						
	Director	10% Owner	Officer	Other			
Datar Srikant ICF INTERNATIONAL, INC 9300 LEE HIGHWAY FAIRFAX, VA 22031	X X						
Signatures							
Judith Kassel 1	1/13/2007						
**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) These acquired shares are restricted stock issued under the 2006 Long-Term Equity Incentive Plan. These shares are being granted on the second anniversary of board service as part of total compensation. These shares vest at the time of grant.

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.