Edgar Filing: ICF International, Inc. - Form 4

ICF International, Inc. Form 4 March 17, 2014 FORM 4 The Comparison of the Securities AND EXCHANGE COMMISSION Washington, D.C. 20549 Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue, See Instruction 1(b). Three metrics and the public Utility Holding Company Act of 1935 or Section 1(b). The function of the Public Utility Holding Company Act of 1935 or Section 1(b).							
1. Name and Address of Reporting Perso Glover Ellen	on [*] 2. Issuer Name and Symbol ICF International,	-	5. Relationship of Reporting Person(s) to Issuer				
(Last) (First) (Middl	e) 3. Date of Earliest Tra	insaction	(Check	(Check all applicable)			
(Month/Day/Year) ICF INTERNATIONAL, INC., 9300 03/14/2014 LEE HIGHWAY			Director X Officer (give below)	title Other (specify below) EVP			
(Street)	4. If Amendment, Dat Filed(Month/Day/Year)	e Original	 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting 				
FAIRFAX, VA 22031			Form filed by M Person	ore than One Re	porting		
(City) (State) (Zip)	Table I - Non-Do	erivative Securities Acc	uired, Disposed of,	or Beneficial	ly Owned		
1.Title of Security (Instr. 3)2. Transaction Date (Month/Day/Year)2.4 Ez Ez (Month/Day/Year)000000000	xecution Date, if Transactio	(A) or Amount (D) Price	Securities Elemetricially Owned	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)			
Common 03/14/2014 Stock	S <u>(1)</u>	491 D 39.7 (2)	22,656	D			
Common Stock			23,147	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)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transactio Code (Instr. 8)	5. onNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	7. Titl Amou Under Secur (Instr.	int of rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Own Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships					
1 0	Director	10% Owner	Officer	Other		
Glover Ellen ICF INTERNATIONAL, INC. 9300 LEE HIGHWAY FAIRFAX, VA 22031			EVP			
Signatures						
/s/ James J. Maiwurm, Attorney-in-fact	03/17/2014					
**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) The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on June 7, 2013.

The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$39.58
 (2) to \$39.75, inclusive. The reporting person undertakes to provide to the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in this footnote 2.

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.