Statement of Changes in Beneficial Ownership

1. Name and Address of Reporting Person
   Kesavan Sudhakar
   ICF INTERNATIONAL, INC.
   9300 LEE HIGHWAY
   FAIRFAX VA 22031

2. Issuer Name and Ticker or Trading Symbol
   ICF International, Inc. [ICFI]

3. Date of Earliest Transaction (Month/Day/Year)
   03/23/2007

4. If Amendment, Date of Original Filed (Month/Day/Year)
   06/30/2009

5. Relationship of Reporting Person(s) to Issuer
   (Check all applicable)
   X Director
   X Officer (give title below)
   Chairman, President and CEO

6. Individual or Joint/Group Filing (Check Applicable Line)
   X Form filed by One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| Common Stock | 150,000 | D |

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| Stock Option (right to buy) | $5 | (1) 06/30/2009 | Common Stock | 111,667 | 111,667 | D |
| Stock Option (right to buy) | $5 | (1) 06/30/2010 | Common Stock | 22,333 | 134,000 | D |
| Stock Option (right to buy) | $5 | (1) 09/08/2011 | Common Stock | 22,333 | 156,333 | D |
| Stock Option (right to buy) | $6.1 | (1) 04/05/2012 | Common Stock | 25,429 | 181,762 | D |
| Stock Option (right to buy) | $6.1 | (1) 06/30/2012 | Common Stock | 22,333 | 204,095 | D |
| Stock Option (right to buy) | $6.1 | (1) 01/01/2013 | Common Stock | 21,936 | 226,031 | D |
| Incentive Stock Option $18.31 | (2) 03/22/2017 | Common Stock | 50,000 | $0 | 276,031 | D |

Explanation of Responses:
1. Immediately.
2. Represents options under the terms of the 2006 Long-Term Equity Incentive Plan of which the option vests in three equal annual installments beginning on March 23, 2008.

/s/ James J. Malwurm
Attorney-in-Fact
03/27/2007

** Signature of Reporting Person Date

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

* If the form is filed by more than one reporting person, see Instruction 4 (b)(v).
Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.
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 Number.