1. Name and Address of Reporting Person

WELSH BETTINA GARCIA

3900 LEE HIGHWAY

FAIRFAX VA 22031

2. Issuer Name and Ticker or Trading Symbol

ICF International, Inc. [ ICF ]

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

03/20/2020

4. Transaction Date (Month/Day/Year)

03/20/2020

5. Relationship of Reporting Person(s) to Issuer

10% Owner

Director

Chief Financial Officer

6. Individual or Joint/Group Filing (Check Applicable Line)

X Form filed by One Reporting Person

Form filed by More than One Reporting Person

6A. Individually or Jointly Filing (Check Applicable Line)

X Individually

Non-Jointly

7. Nature of Indirect Beneficial Ownership (Instr. 4)

8. Price of Derivative Security Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)

$0.0000

9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)

3,762

10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)

11. Nature of Indirect Beneficial Ownership (Instr. 4)

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

1. Title of Security (Instr. 3)

2. Transaction Date (Month/Day/Year)

2A. Deemed Execution Date, if any (Month/Day/Year)

3. Transaction Code (Instr. 8)

4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)

5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)

6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)

7. Nature of Indirect Beneficial Ownership (Instr. 4)

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. Transaction Code (Instr. 8)

5. Number of Derivative Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)

6. Date Exercisable and Expiration Date (Month/Day/Year)

7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)

8. Price of Derivative Security Beneficially Owned Following Reported Transaction(s) (Instr. 4)

9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)

10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)

11. Nature of Indirect Beneficial Ownership (Instr. 4)

**Explanation of Responses:**

1. Each restricted stock unit is the economic equivalent of one share of ICF International, Inc.’s Common Stock.

2. These acquired restricted stock units were granted pursuant to ICF International, Inc.’s 2018 Omnibus Incentive Plan. These restricted stock units vest over a period of three (3) years, at 25% on each of the first two anniversaries of the grant and 50% on the third anniversary from the day of grant.

/s/ James E. Daniel, Attorney-in-fact 03/24/2020

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.