ICF International, Inc.
(Exact name of registrant as specified in its charter)

Delaware 001-33045 22-3661438
(State or other jurisdiction of (Commission File Number) (I.R.S. Employer incorporation) Identification Number)

9300 Lee Highway, Fairfax, Virginia 22031
(Address of principal executive offices) (Zip Code)

Registrant’s telephone number, including area code: (703) 934-3000

Not Applicable
(Former name or former address, if changed since last report.)

Securities registered pursuant to Section 12(b) of the Act.

<table>
<thead>
<tr>
<th>Title of each class</th>
<th>Trading Symbols(s)</th>
<th>Name of each exchange on which registered</th>
</tr>
</thead>
<tbody>
<tr>
<td>Common Stock</td>
<td>ICFI</td>
<td>NASDAQ</td>
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</table>

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

☐ Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

☐ Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

☐ Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

☐ Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

☐ Emerging growth company

☐ If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.
Mr. Donald J. Terreri, Vice President, Principal Accounting Officer (“PAO”) and Corporate Controller of ICF International, Inc. (the “Company”), has informed senior management that he will resign from the Company, effective October 14, 2022, to take a senior position at another company. Mr. Terreri’s departure is not the result of any issue or concern with the Company's accounting, financial reporting or internal control over financial reporting.

Until a new PAO is named, the Company’s accounting functions and personnel will be overseen by Mr. Barry Broadus, the Company’s Senior Vice President and Chief Financial Officer.
Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

ICF International, Inc.

Date: September 21, 2022

By: /s/ Barry Broadus
Barry Broadus
Senior Vice President and Chief Financial Officer