FORM 4

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, [	D.C. 20549
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

	OMB APP	PROVAL								
	OMB Number:	3235-0287								
	Estimated average burden									
- 1	hours nor roomanas	. 0.5								

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940 Instruction 1(b).

1. Name and Address of Reporting Person* <u>Datar Srikant M.</u>					2. Issuer Name and Ticker or Trading Symbol ICF International, Inc. [ ICFI ]									Relationship of Reporting Person(s) to Issuer (Check all applicable)     X Director 10% Owner						
(Last)	(Fir	st) (M	Midd	le)		3. Date of Earliest Transaction (Month/Day/Year) 11/30/2023									Offic belo	er (give ti w)	tle	Oth belo		pecify
1902 RESTON METRO PLAZA					4. If Amendment, Date of Original Filed (Month/Day/Year)									6. Individual or Joint/Group Filing (Check Applicable Line)						
(Street) RESTON VA 20190														X Form filed by One Reporting Person  Form filed by More than One Reporting Person						
(City) (State) (Zip)				l_	Rule 10b5-1(c) Transaction Indication															
Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.												led to								
		Table	۱-	Non-Deriva	tive	Secui	rities	Acc	quir	ed, D	Disp	posed c	of, or	Benefici	ally Owr	ed				
1. Title of Security (Instr. 3)  2. Transaction Date (Month/Day/Yo				ar) E	2A. Deemed Execution Date, if any (Month/Day/Year)		Tr C	3. 4. Securities Acquired Disposed Of (D) (Instr. 8)				Benefici Owned F	es ally following	Form: (D) or Indired	Indirect (I)		7. Nature of Indirect Beneficial Ownership (Instr. 4)			
							Co		ode	v	Am	Amount (A) or (D) Price		Price	Reported Transaction(s) (Instr. 3 and 4)		(Instr. 4)		(Insti	r. 4)
Common	ommon 11/30/2023					}			S			600	D	\$140.098	8	98		D		
Common														6,851		I		LegacyCap LLC		
	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)	Exe if a	Deemed scution Date, ny onth/Day/Year)		Transaction of Code (Instr. Deriv		ired r osed ) : 3, 4	Expira (Month ies ed		e Exercisable and tion Date n/Day/Year)		Amo Secu Und Deri	tle and bunt of urities erlying vative urity (Instr. d 4)  Amount or Number	8. Price of Derivative Security (Instr. 5)	9. Numb derivativ Securiti Benefici Owned Followir Reporte Transac (Instr. 4)	ve es ially ng d tion(s)	10. Owners Form: Direct (I or Indirect) (I) (Instr	hip D) ect	11. Nature of Indirect Beneficial Ownership (Instr. 4)
					Code V (A) (D		(D)		Date Expiration Date		1 Title	of								

**Explanation of Responses:** 

/s/ Matthew Selander, Attorney-in-fact

12/04/2023

\*\* Signature of Reporting Person Date

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

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.

<sup>\*</sup> If the form is filed by more than one reporting person, see Instruction 4 (b)(v).

<sup>\*\*</sup> Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).