SEC Form 3 FORM 3

## UNITED STATES SECURITIES AND EXCHANGE

Washington, D.C. 20549

## OMB APPROVAL

OMB Number: 3235-0104

0.5

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF Estimated average burden

## hours per response:

SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934	4
or Section 30(h) of the Investment Company Act of 1940	

1. Name and A Choate A	Address of Repo nne F	orting Person <sup>*</sup>	2. Date of Event Requiring Statement (Month/Day/Year) 06/02/2022								
(Last) (First) (Middle) 9300 LEE HIGHWAY			00/02/202		4. Relationship of Reporting Issuer (Check all applicable) Director	10% Owner		<ul> <li>5. If Amendment, Date of Original Filed (Month/Day/Year)</li> <li>6. Individual or Joint/Group Filing (Obach Ameliachia Line)</li> </ul>			
(Street) FAIRFAX (City)	VA (State)	22031 (Zip)			X Officer (give title below) Executive Vice	Other (specify below) President		(Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person			
Table I - Non-Derivative Securities Beneficially Owned											
1. Title of Security (Instr. 4)					2. Amount of Securities Beneficially Owned (Instr. 4)	Form: D (D) or Ir			4. Nature of Indirect Beneficial Ownership (Instr. 5)		
Common					1,560						
Table II - Derivative Securities Beneficially Owned         (e.g., puts, calls, warrants, options, convertible securities)											
E		2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Convers or Exerc Price of	ise		6. Nature of Indirect Beneficial Ownership (Instr.		
			Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Derivative Security		or Indirect (I) (Instr. 5)	5)	
Restricted S	tock Units		(1)	(1)	Common	7,305 <sup>(2)</sup>	0.0000		D		

Explanation of Responses:

1. These acquired restricted stock units were granted pursuant to ICF International, Inc.'s 2018 Omnibus Incentive Plan, as amended. 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.

2. 224 shares are cash-settled restricted stock units and 7,081 shares are restricted stock units per the vesting schedule noted in Footnote 1.

## <u>/s/ James E. Daniel,</u> <u>Attorney-in-fact</u> \*\* Signature of Reporting

Person

06/10/2022

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 5 (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).

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.