## Edgar Filing: KORN FERRY INTERNATIONAL - Form 4

KORN FERR Form 4 October 11, 2		TIONAL									
FORM Check this	ITIES AND EXCHANGE COMMIS hington, D.C. 20549				COMMISSION	OMB Number:	PROVAL 3235-0287 January 31,				
if no long subject to Section 16 Form 4 or Form 5 obligation	F CHANGES IN BENEFICIAL OW SECURITIES Section 16(a) of the Securities Exchang					ge Act of 1934,	Expires: Estimated a burden hou response	irs per			
may conti See Instru- 1(b).	nue. Section		Public Uti of the Inv	•	•	· ·		f 1935 or Sectic 40	on		
(Print or Type R	esponses)										
1. Name and Address of Reporting Person <u>*</u> Beneby Doyle N			2. Issuer Name and Ticker or Trading Symbol KORN FERRY INTERNATIONAL [KFY]					5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
	(First) FERRY IONAL, 1900 ARS, SUITE 1		3. Date of (Month/Da 10/06/20	-	ansaction			X Director Officer (give below)		6 Owner er (specify	
				endment, Date Original nth/Day/Year)				<ul> <li>6. Individual or Joint/Group Filing(Check</li> <li>Applicable Line)</li> <li>_X_ Form filed by One Reporting Person</li> </ul>			
LOS ANGE	LES, CA 9000	67						Form filed by Person	More than One Ro	eporting	
(City)	(State)	(Zip)	Table	e I - Non-D	erivative S	Securi	ties Ac	quired, Disposed o	f, or Beneficia	lly Owned	
1.Title of Security (Instr. 3)2. Transaction Date (Month/Day/Year)2A. Deemed Execution Date, if any (Month/Day/Year)		3. 4. Securities TransactionAcquired (A) or Code Disposed of (D) (Instr. 8) (Instr. 3, 4 and 5) (A)		Securities Beneficially ( Owned	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)					
Common Stock, par value \$0.01	10/06/2016			Code V	Amount 5,520	or (D) A	Price \$ 0 (2)	(Instr. 3 and 4) 8,920	D		
per share $(1)$							<u> </u>				

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

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 control number.

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 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. Transactio Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	Amou Unde Secur	le and unt of rlying tities . 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

## **Reporting Owners**

<b>Reporting Owner Name / Address</b>		Relationships					
		Director	10% Owner	Officer	Other		
Beneby Doyle N C/O KORN/FERRY INTERNATION 1900 AVENUE OF THE STARS, SUI LOS ANGELES, CA 90067		X					
Signatures							
/s/ Jonathan Kuai, attorney-in-fact	10/10/2016	5					
**Signature of Reporting Person	Date						

## **Explanation of Responses:**

- \* If the form is filed by more than one reporting person, *see* Instruction 4(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).
- (1) The restricted stock units vest in full on the day before the next annual meeting of the Issuer's stockholders that follows the grant date of October 6, 2016.
- (2) Granted as compensation for services as a director.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.