

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0287
 Estimated average burden
 hours per response: 0.5

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

☐ Check this box if no longer subject to
 Section 16. Form 4 or Form 5 obligations
 may continue. See Instruction 1(b).

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

1. Name and Address of Reporting Person* <u>HOURIHAN GARY C</u> (Last) (First) (Middle) <u>C/O KORN/FERRY INTERNATIONAL</u> <u>1900 AVENUE OF THE STARS, SUITE 2600</u> (Street) <u>LOS ANGELES CA 90067</u> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>KORN FERRY INTERNATIONAL [KFY]</u> 3. Date of Earliest Transaction (Month/Day/Year) <u>06/30/2004</u> 4. If Amendment, Date of Original Filed (Month/Day/Year)	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner X Officer (give title below) Other (specify below) <u>EVP&Pres.Global Leadership Dev</u> 6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person
--	---	--

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)
			Code	V	Amount	(A) or (D)	Price			
Common Stock, par value \$0.01 per share	06/15/2007		M		32,475	A	\$22.44	80,334	D	
Common Stock, par value \$0.01 per share	06/15/2007		M		6,473	A	\$19.37	86,807	D	
Common Stock, par value \$0.01 per share	06/15/2007		M		2,990	A	\$17.97	89,797	D	
Common Stock, par value \$0.01 per share	06/15/2007		S		41,938	D	\$26.5	47,859	D	
Common Stock, par value \$0.01 per share	06/18/2007		S		800	D	\$27.01	47,059	D	
Common Stock, par value \$0.01 per share	06/18/2007		S		100	D	\$27	46,959	D	
Common Stock, par value \$0.01 per share	06/18/2007		S		600	D	\$26.98	46,359	D	
Common Stock, par value \$0.01 per share	06/18/2007		S		600	D	\$26.9	45,759	D	
Common Stock, par value \$0.01 per share	06/18/2007		S		1,400	D	\$26.89	44,359	D	
Common Stock, par value \$0.01 per share	06/18/2007		S		600	D	\$26.95	43,759	D	
Common Stock, par value \$0.01 per share	06/18/2007		S		400	D	\$26.87	43,359	D	
Common Stock, par value \$0.01 per share	06/18/2007		S		300	D	\$26.88	43,059	D	
Common Stock, par value \$0.01 per share	06/18/2007		S		200	D	\$26.99	42,859	D	

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 (Instr. 5)	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)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Employee Stock Option (right to buy)	\$19.37	06/30/2004		A		9,710		(1)	06/30/2014	Common Stock, par value \$0.01 per share	9,710	(2)	9,710	D	
Employee Stock Option (right to buy)	\$22.44	06/15/2007		M		32,475		(3)	06/06/2010	Common Stock, par value \$0.01 per share	32,475	(4)	0	D	
Employee Stock Option (right to buy)	\$19.37	06/15/2007		M		6,473		(5)	06/30/2014	Common Stock, par value \$0.01 per share	6,473	(6)	3,237	D	
Employee Stock Option (right to buy)	\$17.97	06/15/2007		M		2,990		(7)	07/06/2015	Common Stock, par value \$0.01 per share	2,990	(8)	5,980	D	

Explanation of Responses:

- The option vests in 3 equal annual installments beginning on June 30 2005.
- Granted as compensation for services as an officer.
- The option vested in 3 equal annual installments beginning on June 6, 2001.
- Granted as compensation for services as an officer.
- The option vests in 3 equal annual installments beginning on June 30 2005.

- 6. Granted as compensation for services as an officer.
- 7. The option vests in 3 equal annual installments beginning on July 7, 2006.
- 8. Granted as compensation for services as an officer.

/s/ Peter L. Dunn, attorney-in-fact 06/19/2007

** Signature of Reporting Person

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 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).

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.