

SCHULMEYER GERHARD

Form 4

January 10, 2005

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

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

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF
SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

OMB APPROVAL

OMB
Number: 3235-0287
Expires: January 31,
2005
Estimated average
burden hours per
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person *
SCHULMEYER GERHARD

2. Issuer Name **and** Ticker or Trading
Symbol
KORN FERRY INTERNATIONAL
[KFY]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction
(Month/Day/Year)
01/07/2005

☒ Director ☐ 10% Owner
☐ Officer (give title below) ☐ Other (specify below)

C/O KORN/FERRY
INTERNATIONAL, 1900 AVENUE
OF THE STARS, SUITE 2600

(Street)

4. If Amendment, Date Original
Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check
Applicable Line)
☒ Form filed by One Reporting Person
☐ Form filed by More than One Reporting
Person

LOS ANGELES, CA 90067

(City) (State) (Zip)

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 Ownership (Instr. 4)
Common Stock, par value \$0.01 per share	01/07/2005		M	2,500 A \$ 8.97	2,500	D	
Common Stock, par value \$0.01 per share	01/07/2005		M	1,242 A \$ 6.9	3,742	D	
Common Stock, par	01/07/2005		M	2,500 A \$ 7.08	6,242	D	

value \$0.01
per share

Common
Stock, par
value \$0.01
per share

01/07/2005

M

1,004

A

\$ 8.72 7,246

D

Common
Stock, par
value \$0.01
per share

01/07/2005

M

1,430

A

\$ 6.26 8,676

D

Common
Stock, par
value \$0.01
per share

01/07/2005

M

1,285

A

\$ 7.05 9,961

D

Common
Stock, par
value \$0.01
per share

01/07/2005

M

1,022

A

\$ 9.05 10,983

D

Common
Stock, par
value \$0.01
per share

01/07/2005

S

1,700

D

\$
20.25 9,283

D

Common
Stock, par
value \$0.01
per share

01/07/2005

S

2,300

D

\$
20.26 6,983

D

Common
Stock, par
value \$0.01
per share

01/07/2005

S

3,083

D

\$
20.27 3,900

D

Common
Stock, par
value \$0.01
per share

01/07/2005

S

400

D

\$
20.28 3,500

D

Common
Stock, par
value \$0.01
per share

01/07/2005

S

700

D

\$
20.29 2,800

D

Common
Stock, par
value \$0.01
per share

01/07/2005

S

1,400

D

\$ 20.3 1,400

D

Common
Stock, par
value \$0.01

01/07/2005

S

600

D

\$
20.31 800

D

Edgar Filing: SCHULMEYER GERHARD - Form 4

per share

Common
Stock, par
value \$0.01
per share

01/07/2005

S

400

D

\$
20.32

400

D

Common
Stock, par
value \$0.01
per share

01/07/2005

S

100

D

\$
20.34

300

D

Common
Stock, par
value \$0.01
per share

01/07/2005

S

300

D

\$
20.35

0

D

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.

SEC 1474
(9-02)

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 Underlying Securities (Instr. 3 and 4)	Amount or Number of Shares
Employee Stock Option (Right to Buy)	\$ 8.97	01/07/2005		M	2,500	09/25/2001 09/24/2011	Common Stock	2,500
Employee Stock Option (Right to Buy)	\$ 6.9	01/07/2005		M	1,242	08/01/2002 07/31/2012	Common Stock	1,242
Employee Stock	\$ 7.08	01/07/2005		M	2,500	09/24/2002 09/23/2012	Common Stock	2,500

Option
(Right to
Buy)

Employee
Stock

Option (Right to Buy)	\$ 8.72	01/07/2005	M	1,004	11/05/2002	11/04/2012	Common Stock	1,004
-----------------------------	---------	------------	---	-------	------------	------------	-----------------	-------

Employee
Stock

Option (Right to Buy)	\$ 6.26	01/07/2005	M	1,430	02/03/2003	02/02/2013	Common Stock	1,430
-----------------------------	---------	------------	---	-------	------------	------------	-----------------	-------

Employee
Stock

Option (Right to Buy)	\$ 7.05	01/07/2005	M	1,285	05/01/2003	04/30/2013	Common Stock	1,285
-----------------------------	---------	------------	---	-------	------------	------------	-----------------	-------

Employee
Stock

Option (Right to Buy)	\$ 9.05	01/07/2005	M	1,022	11/03/2003	11/02/2013	Common Stock	1,022
-----------------------------	---------	------------	---	-------	------------	------------	-----------------	-------

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

SCHULMEYER GERHARD
C/O KORN/FERRY INTERNATIONAL
1900 AVENUE OF THE STARS, SUITE 2600
LOS ANGELES, CA 90067

X

Signatures

/s/ Peter L. Dunn,
attorney-in-fact

01/10/2005

__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).

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.