

Form 144

FORM 144

NOTICE OF PROPOSED SALE OF SECURITIES  
PURSUANT TO RULE 144 UNDER THE SECURITIES ACT OF 1933

## 144: Filer Information

Filer CIK 0001629768  
Filer CCC XXXXXXXXX  
Is this a LIVE or TEST Filing?  LIVE  TEST

### Submission Contact Information

Name  
Phone  
E-Mail Address

## 144: Issuer Information

Name of Issuer HEIDRICK & STRUGGLES INTERNATIONAL INC.  
SEC File Number 000-25837  
Address of Issuer 233 S. WACKER DR. STE 4200  
CHICAGO  
ILLINOIS  
60606  
Phone 312 496-1200  
Name of Person for Whose Account the Securities are To Be Sold KRISHNAN RAJAGOPALAN

See the definition of "person" in paragraph (a) of Rule 144. Information is to be given not only as to the person for whose account the securities are to be sold but also as to all other persons included in that definition. In addition, information shall be given as to sales by all persons whose sales are required by paragraph (e) of Rule 144 to be aggregated with sales for the account of the person filing this notice.

Relationship to Issuer Former Officer

## 144: Securities Information

Title of the Class of Securities To Be Sold	Name and Address of the Broker	Number of Shares or Other Units To Be Sold	Aggregate Market Value	Number of Shares or Other Units Outstanding	Approximate Date of Sale	Name the Securities Exchange
Common	Morgan Stanley Smith Barney LLC Executive Financial Services 1 New York Plaza 8th Floor New York NY 10004	20636	678433.26	20248494	05/10/2024	NASDAQ

Furnish the following information with respect to the acquisition of the securities to be sold and with respect to the payment of all or any part of the purchase price or other consideration therefor:

## 144: Securities To Be Sold

Title of the Date you Nature of Name of Is Date Amount of Date of Nature of

Class	Acquired	Acquisition Transaction	Person from Whom Acquired	this a Gift?	Donor Acquired	Securities Acquired	Payment	Payment *
Common	03/09/2017	Restricted stock vesting under a registered plan	Issuer	<input type="checkbox"/>		2381	03/09/2017	Not Applicable
Common	03/12/2018	Restricted stock vesting under a registered plan	Issuer	<input type="checkbox"/>		15519	03/12/2018	Not Applicable
Common	02/09/2004	Restricted stock vesting under a registered plan	Issuer	<input type="checkbox"/>		2007	02/09/2004	Not Applicable
Common	03/09/2016	Restricted stock vesting under a registered plan	Issuer	<input type="checkbox"/>		729	03/09/2016	Not Applicable

\* If the securities were purchased and full payment therefor was not made in cash at the time of purchase, explain in the table or in a note thereto the nature of the consideration given. If the consideration consisted of any note or other obligation, or if payment was made in installments describe the arrangement and state when the note or other obligation was discharged in full or the last installment paid.

Furnish the following information as to all securities of the issuer sold during the past 3 months by the person for whose account the securities are to be sold.

## 144: Securities Sold During The Past 3 Months

Name and Address of Seller	Title of Securities Sold	Date of Sale	Amount of Securities Sold	Gross Proceeds
THE KRISHNAN RAJAGOPALAN REV TRUST 233 S. WACKER DR. STE 4200 CHICAGO IL 60606	Common	03/08/2024	26603	881413.26
THE KRISHNAN RAJAGOPALAN REV TRUST 233 S. WACKER DR. STE 4200 CHICAGO IL 60606	Common	03/07/2024	2597	85748.27
THE KRISHNAN RAJAGOPALAN REV TRUST 233 S. WACKER DR. STE 4200 CHICAGO IL 60606	Common	03/04/2024	800	27254.64

## 144: Remarks and Signature

Remarks

Date of Notice

05/10/2024

**ATTENTION:**

The person for whose account the securities to which this notice relates are to be sold hereby represents by signing this notice that he does not know any material adverse information in regard to the current and prospective operations of the Issuer of the securities to be sold which has not been publicly disclosed. If such person has adopted a written trading plan or given trading instructions to satisfy Rule 10b5-1 under the Exchange Act, by signing the form and indicating the date that the plan was adopted or the instruction given, that person makes such representation as of the plan adoption or instruction date.

Signature

/s/ Krishnan Rajagopalan

**ATTENTION: Intentional misstatements or omission of facts constitute Federal Criminal Violations (See 18 U.S.C. 1001)**