

---

---

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549**

---

**FORM 8-K**

---

**CURRENT REPORT  
Pursuant to Section 13 OR 15(d) of  
The Securities Exchange Act of 1934**

**Date of Report (Date of earliest event reported): November 17, 2016**

---

**HEIDRICK & STRUGGLES INTERNATIONAL, INC.**

(Exact name of registrant as specified in its charter)

---

**Delaware**  
(State or other jurisdiction  
of incorporation)

**0-25837**  
(Commission  
File Number)

**36-2681268**  
(IRS Employer  
Identification No.)

**233 South Wacker Drive, Suite 4900,  
Chicago, IL**  
(Address of principal executive offices)

**60606-6303**  
(Zip Code)

**Registrant's telephone number, including area code: (312) 496-1200**

**N/A**  
(Former name or former address, if changed since last report.)

---

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
- 
-

**Item 5.02 Departure of Certain Officers, Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers**

On November 17, 2016, Heidrick & Struggles International, Inc. (“Heidrick & Struggles” or the “Company”) announced that Jim Hart will retire as the President and Chief Executive Officer of Senn Delaney, effective January 1, 2017. Mr. Hart will serve as a senior advisor to the Heidrick & Struggles leadership team, reporting to Tracy Wolstencroft, President and Chief Executive Officer of Heidrick & Struggles.

Michael Marino, 65, Partner and Executive Vice President – Senn Delaney, will succeed Mr. Hart as President and CEO of Senn Delaney and be named Executive Vice President—Managing Partner of Heidrick & Struggles’ Culture Shaping business effective January 1, 2017.

There is no arrangement or understanding between Mr. Marino and any other persons pursuant to which he was selected as an officer. Mr. Marino has no family relationship with any director or executive officer of the Company, and has not been involved in any related person transactions that would require disclosure pursuant to Item 404(a) of Regulation S-K. Mr. Marino will participate in various executive compensation plans at the same level as other executives. Full descriptions of the Company’s benefit and compensation plans are contained in the Company’s proxy statement which was filed with the Securities and Exchange Commission on April 22, 2016 and is incorporated herein by reference.

**Item 7.01 Regulation FD**

On November 17, 2016, the Company issued a press release announcing Mr. Hart’s retirement and Mr. Marino’s appointment. The press release is attached to this report as Exhibit 99.1

**Item 9.01 Financial Statements and Exhibits**

(d) Exhibits

99.1 Press Release dated November 17, 2016

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

HEIDRICK & STRUGGLES INTERNATIONAL, INC.  
(Registrant)

Date: November 18, 2016

By: /s/ Stephen W. Beard  
Name: Stephen W. Beard  
Title: Executive Vice President, General Counsel and Chief Administrative Officer

# HEIDRICK & STRUGGLES

FOR IMMEDIATE RELEASE

**Media Contact:****Jon Harmon**

+1 312.496.1593

[jharmon@heidrick.com](mailto:jharmon@heidrick.com)

## **Heidrick & Struggles Announces Leadership Succession For Industry-Pacing Culture Shaping Business**

- Jim Hart to retire, serve as Senior Advisor to Heidrick leadership team
- Michael Marino to lead Heidrick & Struggles' Culture Shaping business

**CHICAGO and HUNTINGTON BEACH, CA: November 17, 2016** — [Heidrick & Struggles](#) (Nasdaq: HSII), a premier provider of executive search, leadership consulting and culture shaping worldwide, today announced leadership succession for its industry-pacing culture shaping business, Senn Delaney.

Jim Hart will retire as President and CEO, Senn Delaney, effective January 1, 2017. He will serve as a senior advisor to the Heidrick & Struggles leadership team.

Michael Marino will succeed Hart as President and CEO of the Senn Delaney subsidiary and has also been named Executive Vice President of Heidrick & Struggles.

“Jim has led the growth of the world’s first dedicated culture-shaping firm into a vital part of the portfolio of transformative leadership and talent services Heidrick brings to our clients,” said Tracy Wolstencroft, President and CEO, Heidrick & Struggles. “We congratulate Jim on his well-earned retirement and look forward to his continued contributions in his new role as senior advisor.”

Marino has served on the leadership team at Senn Delaney for more than 20 years, most recently as Partner and Executive Vice President. He has led strategic accounts across a wide range of industries, including FedEx, Loblaw, GlaxoSmithKline and USAA. Marino also has been instrumental in new product development for the culture shaping business as well as integrated products for the Heidrick & Struggles enterprise. Prior to joining Senn Delaney, Marino was an executive at Chase Manhattan Bank. During his 10-year tenure at Chase, he served as a senior human resources executive for the Asia-Pacific Region, helped establish the Chase-AMP Bank of Australia, and served as country manager of consumer banking for Chase Thailand. In addition, he developed strategic plans for Chase Consumer Banking in Japan, Thailand and Malaysia.

“As a leader and advisor to leaders for more than three decades, Mike understands the foundational importance of creating a thriving, high-performance work culture to meet the challenges created by changing customer needs, technological advances and volatile global market dynamics,” Wolstencroft said.

In 2012 Heidrick & Struggles acquired Senn Delaney, the first firm in the world to focus exclusively on transforming organizational cultures. Since 1978, more Fortune 500 and Global 1000 CEOs have worked with Senn Delaney as their trusted partner to help shape their corporate cultures than any other management consulting firm.

**About Heidrick & Struggles:**

Heidrick & Struggles (Nasdaq: HSII) serves the executive talent and leadership needs of the world's top organizations as a premier provider of leadership consulting, culture shaping and senior-level executive search services. Heidrick & Struggles pioneered the profession of executive search more than 60 years ago. Today, the firm serves as a trusted advisor, providing integrated leadership solutions and helping its clients change the world, one leadership team at a time. [www.heidrick.com](http://www.heidrick.com).

###