

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

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

1. Name and Address of Reporting Person* <u>Ghali Raouf S</u>			2. Issuer Name and Ticker or Trading Symbol <u>Hill International, Inc. [HIL]</u>			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) Chief Executive Officer		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) <u>01/10/2019</u>			6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person		
C/O HILL INTERNATIONAL, INC. 2005 MARKET STREET, 17TH FL			4. If Amendment, Date of Original Filed (Month/Day/Year)					
(Street) <u>PHILADELPHIA PA 19103</u>								
(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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	01/10/2020		M		46,440	A	(2)	244,381	D	
Common Stock	01/10/2021		M		46,439	A	(2)	290,820	D	
Common Stock	01/13/2021		M		45,732	A	(3)	336,552	D	
Common Stock	01/10/2022		M		46,439	A	(2)	382,991	D	
Common Stock	01/13/2022		M		45,732	A	(3)	428,723	D	
Common Stock	01/14/2022		M		63,830	A	(5)	492,553	D	
Common Stock								20,942	I	In Issuer's 401 k Plan

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				
Restricted Stock Units	(1)	01/10/2019		A		139,318		(2)	(2)	Common Stock	139,318	\$0	139,318	D	
Restricted Stock Units	(1)	01/10/2020		M		46,440		(2)	(2)	Common Stock	46,440	\$0	92,878	D	
Restricted Stock Units	(1)	01/13/2020		A		137,195		(3)	(3)	Common Stock	137,195	\$0	137,195	D	
Restricted Stock Units	(1)	01/10/2021		M		46,439		(2)	(2)	Common Stock	46,439	\$0	46,439	D	
Restricted Stock Units	(1)	01/13/2021		M		45,732		(3)	(3)	Common Stock	45,732	\$0	22,358	D	
Deferred Stock Units	(4)	01/14/2021		A		191,489		(5)	(5)	Common Stock	191,489	\$0	191,489	D	
Restricted Stock Units	(1)	01/10/2022		M		46,439		(2)	(2)	Common Stock	46,439	\$0	0	D	
Restricted Stock Units	(1)	01/13/2022		M		45,732		(3)	(3)	Common Stock	45,732	\$0	45,731	D	
Deferred Stock Units	(4)	01/14/2022		M		63,830		(5)	(5)	Common Stock	63,830	\$0	127,659	D	

Explanation of Responses:

- Grant of restricted stock units (RSUs) under the Hill International, Inc. 2017 Equity Compensation Plan. Each RSU represents a contingent right to receive one share of the Issuer's common stock.
- On January 10, 2019, the reporting person was granted 139,318 RSUs, vesting over time in three equal portions on the first, second and third anniversaries of the grant date, provided the reporting person is then an employee of the Issuer.
- On January 13, 2020, the reporting person was granted 137,195 RSUs, vesting over time in three equal portions on the first, second and third anniversaries of the grant date, provided the reporting person is then an employee of the Issuer.

4. Grant of DSUs under the Hill International, Inc. 2017 Equity Compensation Plan. Each DSU represents a contingent right to receive one share of the Issuer's common stock.

5. On January 14, 2021, the reporting person was granted 191,489 DSUs, vesting over time in three equal portions on the first, second and third anniversaries of the grant date, provided the reporting person is then an employee of the Issuer.

Remarks:

This Form is being filed late due to the Issuer's failure to timely advise the reporting person that it had inadvertently omitted to timely file a Form 4 at the time when the transaction occurred. 1. Grant of restricted stock units (RSUs) under the Hill International, Inc. 2017 Equity Compensation Plan. Each RSU entitles the reporting person to receive one share of common stock and vests over time in three equal portions on the first, second and third anniversaries of the grant date, provided the reporting person is then an employee of the Issuer. 3. Grant of deferred stock units (DSUs) under the Hill International, Inc. 2017 Equity Compensation Plan. Each DSU entitles the reporting person to receive one share of common stock and vests over time in three equal portions on the first, second and third anniversaries of the grant date, provided the reporting person is then an employee of the Issuer. 3. Includes 191,489 shares to be issued upon settlement of DSUs.

/s/ Raouf S. Ghali

05/31/2022

** 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.