

Hill International, Inc.
Form 8-K
May 05, 2015

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): **May 5, 2015**

HILL INTERNATIONAL, INC.

(Exact Name of Registrant as Specified in Charter)

Delaware
(State or other jurisdiction

of incorporation)

000-33961
(Commission

File Number)

20-0953973
(IRS Employer

Identification No.)

One Commerce Square
2005 Market Street, 17th Floor
Philadelphia, PA
(Address of principal executive offices)

19103
(Zip Code)

Registrant's telephone number, including area code: **(215) 309-7700**

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(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:

- 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))
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Item 8.01 Other Information.

On May 5, 2015, Hill International, Inc. (the Company) responded by letter to DC Capital Partners, LLC regarding its proposal to acquire the Company. The letter is attached as Exhibit 99.1 Also on May 5, 2015, the Company issued a press release announcing its response to such proposal. The press release is attached as Exhibit 99.2.

Item 9.01 Financial Statements and Exhibits.

Exhibits.

| Exhibit Number | Description |
|-----------------------|------------------------------------|
| 99.1 | Letter to DC Capital Partners, LLC |
| 99.2 | Press Release dated May 5, 2015 |

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.

HILL INTERNATIONAL, INC.

| | | |
|--------------------|--------|---|
| Dated: May 5, 2015 | By: | /s/ John Fanelli III |
| | Name: | John Fanelli III |
| | Title: | Senior Vice President and Chief Financial Officer |