

SCHULMEYER GERHARD  
Form 4  
January 10, 2005

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
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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

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

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

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

(Street)  
  
LOS ANGELES, CA 90067

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

(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)
				(A) or (D)	Price		
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

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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

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per share

Common Stock, par value \$0.01 per share	01/07/2005	S	400	D	\$ 20.32	400	D
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Common Stock, par value \$0.01 per share	01/07/2005	S	100	D	\$ 20.34	300	D
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Common Stock, par value \$0.01 per share	01/07/2005	S	300	D	\$ 20.35	0	D
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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	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	
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
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Employee  
Stock

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

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

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

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