

RICHTER BRADY H.
Form SC 13G
February 15, 2012

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D.C. 20549

SCHEDULE 13G

Under the Securities Exchange Act of 1934

(Amendment No.)*

Hill International, Inc.

(Name of Issuer)

Common Stock

(Title of Class of Securities)

431466101

(CUSIP Number)

December 31, 2011

(Date of Event Which Requires Filing of this Statement)

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Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

☐ Rule 13d-1(b)

☒ Rule 13d-1(c)

☐ Rule 13d-1(d)

The reporting person (together with Irvin E. Richter, David L. Richter and Stuart S. Richter), previously filed a statement on Schedule 13D to report his beneficial ownership of the shares reported in this Schedule 13G.

* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page. The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

CUSIP No. 431466101

1. NAMES OF REPORTING PERSONS

Brady H. Richter

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)

(a) " (b) "

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION

United States of America

5. SOLE VOTING POWER

NUMBER OF

2,263,125

SHARES 6. SHARED VOTING POWER

BENEFICIALLY

OWNED BY

-0-

EACH 7. SOLE DISPOSITIVE POWER

REPORTING

PERSON

2,263,125

8. SHARED DISPOSITIVE POWER

WITH

-0-

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

2,263,125 shares

10. CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS) "

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

5.9% (1)

12. TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)

IN

(1) Based on 38,499,403 shares of Common Stock outstanding as of November 1, 2011.

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Item 1 (a). Name of Issuer:

Hill International, Inc.

Item 1 (b). Address of Issuer's Principal Executive Offices:

303 Lippincott Center

Marlton, NJ 08053

Item 2 (a). Name of Person Filing:

Brady H. Richter

Item 2 (b). Address of Principal Business Office or, if none, Residence:

c/o Hill International, Inc.

303 Lippincott Center

Marlton, NJ 08053

Item 2 (c). Citizenship:

United States of America

Item 2 (d). Title of Class of Securities:

Common Stock, par value \$0.0001 per share

Item 2 (e). CUSIP Number:

431466101

Item 3. If this statement is filed pursuant to Rule 13d-1(b) or 13(d)-2(b) or (c), check whether the person filing is a:

Not applicable.

Item 4. Ownership.

- (a) Amount beneficially owned
2,263,125 shares
- (b) Percent of class
5.9%
- (c) Number of shares as to which the person has:
 - (i) Sole power to vote or to direct the vote
2,263,125 shares
 - (ii) Shared power to vote or to direct the vote
0 shares
 - (iii) Sole power to dispose or to direct the disposition of
2,263,125 shares
 - (iv) Shared power to dispose or to direct the disposition of
0 shares

Item 5. Ownership of Five Percent or Less of a Class.

Not applicable.

Item 6. Ownership of More than Five Percent on Behalf of Another Person.

Not applicable.

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on by the Parent Holding Company or Control Person.

Not applicable.

Item 8. Identification and Classification of Members of the Group.

Not applicable.

Item 9. Notice of Dissolution of Group.

Not applicable.

Item 10. Certifications.

Not applicable.

SIGNATURE

After reasonable inquiry and to the best my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

February 15, 2012

/s/ Brady H. Richter
Brady H. Richter

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