Hill International, Inc.
Form SC 13D/A
March 09, 2018

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

SCHEDULE 13D

(Rule 13d-101)

INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT

TO § 240.13d-1(a) AND AMENDMENTS THERETO FILED PURSUANT TO

§ 240.13d-2(a)

(Amendment No. 3)1

Hill International, Inc.

(Name of Issuer)

Common Stock, \$0.0001 par value

(Title of Class of Securities)

431466101

(CUSIP Number)

ANDREW FREEDMAN, ESQ.

OLSHAN FROME WOLOSKY LLP

1325 Avenue of the Americas

New York, New York 10019

(212) 451-2300

(Name, Address and Telephone Number of Person

Authorized to Receive Notices and Communications)

March 7, 2018

(Date of Event Which Requires Filing of This Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of §§ 240.13d-1(e), 240.13d-1(f) or 240.13d-1(g), check the following box ".

Note: Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. *See* § 240.13d-7 for other parties to whom copies are to be sent.

1 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 disclosures provided in a prior cover page.

The information required on 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*).

1	NAME OF REPORTING PERSON	
2	CAPITA CHECK T	HE LIATE MEMBER ^(a)
3	SEC USE	ONLY
4	SOURCE	OF FUNDS
5	WC CHECK B DISCLOSI LEGAL PROCEED REQUIRE PURSUAN ITEM 2(d)	URE OF DINGS IS D NT TO
6		SHIP OR PLACE NIZATION
	DELAV	VARE
NUMBER OF	7	SOLE VOTING POWER
SHARES BENEFICIALLY	7	465,064
OWNED BY	8	SHARED VOTING POWER
EACH REPORTING		- 0 - SOLE
PERSON WITH	9	DISPOSITIVE POWER
		465,064
	10	SHARED DISPOSITIVE POWER

- 0 -

	AGGREGATE AMOUNT
11	BENEFICIALLY OWNED
	BY EACH REPORTING
	PERSON

465,064

CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES

CERTAIN SHARES

PERCENT OF CLASS
REPRESENTED BY
AMOUNT IN ROW (11)

Less than 1% TYPE OF REPORTING PERSON

PN

2

12

1	NAME OF R PERSON	EPORTING
2	ENGINE OF A GROU	TE EMBER ^(a)
3	SEC USE ON	NLY
4	SOURCE OF	FUNDS
5	WC CHECK BOX DISCLOSUR LEGAL PROCEEDIN REQUIRED PURSUANT ITEM 2(d) O	EE OF IGS IS TO
6	CITIZENSHI ORGANIZA	P OR PLACE OF ΓΙΟΝ
	DELAWA	RE
NUMBER OF	7	SOLE VOTING
SHARES BENEFICIALLY		POWER 2,513,689
OWNED BY	8	SHARED VOTING POWER
EACH REPORTING		- 0 -
PERSON WITH	9	SOLE DISPOSITIVE POWER

2,513,689

SHARED DISPOSITIVE

10

POWER

- 0 -

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

2,513,689 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES

PERCENT OF CLASS

REPRESENTED BY AMOUNT
IN ROW (11)

4.85%

14 TYPE OF REPORTING PERSON

PN

3

1

		ET CAPITAL,
	L.P. CHECK THE	7.
2	APPROPRIA	TE.
2	BOX IF A M	EMBER ^(a)
	OF A GROU	P
		(b)
3	SEC USE ON	JLY
4	SOURCE OF	FUNDS
	WC	
	CHECK BOX	
	DISCLOSUR	E OF
5	LEGAL PROCEEDIN	IGS IS
3	REQUIRED	(05 15
	PURSUANT	TO
	ITEM 2(d) O	R 2(e)
	CITIZENSHI	P OR PLACE OF
6	ORGANIZA'	ΓΙΟΝ
	DELAWA	RF
NUMBER OF		SOLE VOTING
NUMBER OF	7	POWER
SHARES	•	2 201 120
BENEFICIALLY		2,201,138 SHARED
OWNED BY	8	VOTING
	-	POWER
EACH		
REPORTING		- 0 -
PERSON WITH	9	SOLE DISPOSITIVE
TERSON WITH	J	POWER
		2,201,138
	10	SHARED DISPOSITIVE
	10	POWER

NAME OF REPORTING

PERSON

	- 0 -
	AGGREGATE AMOUNT
11	BENEFICIALLY OWNED BY
	EACH REPORTING PERSON
	2,201,138
	CHECK BOX IF
	THE AGGREGATE
12	AMOUNT IN ROW
	(11) EXCLUDES
	CERTAIN SHARES
	PERCENT OF CLASS
13	REPRESENTED BY AMOUNT
	IN ROW (11)
	4.24%
	TYPE OF REPORTING
14	PERSON
	FERSON
	PN

1	NAME OF RE PERSON	EPORTING
2	ENGINE C. MANAGEM CHECK THE APPROPRIAT IF A MEMBE GROUP	MENT, LLC
3	SEC USE ONI	LY
4	SOURCE OF	FUNDS
5	OO CHECK BOX DISCLOSURE LEGAL PROCEEDING REQUIRED PURSUANT 7 2(d) OR 2(e)	E OF GS IS
6	CITIZENSHIF ORGANIZAT	OR PLACE OF ION
	DELAWAF	RE
NUMBER OF	7	SOLE VOTING POWER
SHARES BENEFICIALLY	7	5,179,891
OWNED BY	8	SHARED VOTING POWER
EACH REPORTING		- 0 -
PERSON WITH	9	SOLE DISPOSITIVE POWER
	10	5,179,891 SHARED DISPOSITIVE

POWER

	- 0 -
	AGGREGATE AMOUNT
11	BENEFICIALLY OWNED BY
	EACH REPORTING PERSON
	5,179,891
	CHECK BOX IF THE
	AGGREGATE
12	AMOUNT IN ROW
	(11) EXCLUDES
	CERTAIN SHARES
	PERCENT OF CLASS
13	REPRESENTED BY AMOUNT
	IN ROW (11)
	9.98%
14	TYPE OF REPORTING
14	PERSON

OO

1	NAME OF REPORTING PERSON	
	ENGINE IN	NVESTMENTS,
	CHECK THE	
2	APPROPRIATION AP	
	GROUP	R OF A
	GROOI	(b)
2	and han on	* **
3	SEC USE ON	LY
4		ELDIDO
4	SOURCE OF	FUNDS
	OO	
	CHECK BOX	
	DISCLOSURI	E OF
5	LEGAL PROCEEDING	Cc Ic
3	REQUIRED	03 13
	PURSUANT T	ГО
	ITEM 2(d) OF	
	(") -	
	CITIZENCUII	P OR PLACE OF
6	ORGANIZAT	
	DEL AMAI	NE.
	DELAWAI	
NUMBER OF	7	SOLE VOTING POWER
SHARES		TOWER
BENEFICIALLY		4,714,827
		SHARED
OWNED BY	8	VOTING
E. CII		POWER
EACH REPORTING		- 0 -
REPORTING		SOLE
PERSON WITH	9	DISPOSITIVE
1210011 11111	,	POWER
		4,714,827
	10	SHARED
	10	DISPOSITIVE
		POWER

- 0 -

AGGREGATE AMOUNT
11 BENEFICIALLY OWNED BY
EACH REPORTING PERSON

4,714,827
CHECK BOX IF THE
AGGREGATE

12
AMOUNT IN ROW
(11) EXCLUDES
CERTAIN SHARES