

HEIDRICK & STRUGGLES INTERNATIONAL INC  
Form 8-K  
June 02, 2006

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**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

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**FORM 8-K**

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**CURRENT REPORT**

Pursuant to Section 13 or 15(d) of the  
Securities Exchange Act of 1934

Date of report (Date of earliest event reported): June 2, 2006

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**HEIDRICK & STRUGGLES INTERNATIONAL, INC.**

(Exact Name of Registrant as Specified in Charter)

**Illinois**  
(State or Other Jurisdiction  
of Incorporation)

**0-25837**  
(Commission File Number)

**36-2681268**  
(IRS Employer

Identification No.)

**233 South Wacker Drive, Suite 4200**

**Chicago, Illinois 60606-6303**

(Address of Principal Executive Offices and Zip Code)

**(312) 496-1200**

(Registrant's Telephone Number, Including Area Code)

(Former Name or Former Address, if Changed Since Last Report)

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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 (*see* General Instruction A.2. below):

- 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 5.02 Departure of Directors or Principal Officers; Election of Directors; Appointment of Principal Officers.

On June 2, 2006, Heidrick & Struggles International, Inc. (the Registrant ) announced that Thomas J. Friel, Chairman and Chief Executive Officer of the Registrant will transition out of the role of Chief Executive Officer. Mr. Friel will continue to serve as Chairman and Chief Executive Officer until his successor has been selected. A copy of the Registrant's press release is attached as Exhibit 99.1 to this report and is incorporated herein by reference.

Item 9.01 Financial Statements and Exhibits

(d) Exhibits:

99.1 Press release dated June 1, 2006 regarding the resignation of Thomas J. Friel as Chief Executive Officer.

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.

HEIDRICK & STRUGGLES INTERNATIONAL, INC.

Date: June 2, 2006

By: /s/ Stephen W. Beard  
Stephen W. Beard  
Deputy General Counsel