#### **CRAWFORD JAMES III**

Form 4

October 07, 2004

# FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

**OMB** Number:

**OMB APPROVAL** 

3235-0287

Expires:

January 31, 2005

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burden hours per

Estimated average

response...

5. Relationship of Reporting Person(s) to

(Cl---1--11 ----1:--1-1-)

Issuer

if no longer subject to Section 16. Form 4 or Form 5 obligations

Check this box

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

may continue. See Instruction

1(b).

30(h) of the Investment Company Act of 1940

2. Issuer Name and Ticker or Trading

SI INTERNATIONAL INC [SINT]

Symbol

(Print or Type Responses)

**CRAWFORD JAMES III** 

1. Name and Address of Reporting Person \*

			51	STRVIER WITHOUTE INCE [SILVI]				(Check all applicable)			
	(Last)	(Last) (First) (Middle)		3. Date of Earliest Transaction				, 11			
	135 S. LASALLE STREET, SUITE 3800			10/06/2004				_X Director Officer (give t eelow)		Owner r (specify	
	(Street)			4. If Amendment, Date Original				6. Individual or Joint/Group Filing(Check			
CHICAGO, IL 60603-4131				Filed(Month/Day/Year)				Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person			
	(City)	(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 Da any (Month/Day/Y	Code	4. Securitie oner Disposed (Instr. 3, 4 a	d of (D	))	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 Indirect Beneficial Ownership (Instr. 4)	
	Stock, par value \$0.01 per share	10/06/2004	10/06/2004	S <u>(1)</u>	952,369	D	\$ 20.65	1,250,336 (2)	I	See footnote (3)	
	Common Stock, par value \$0.01 per share							1,512 (2)	D		
	Common Stock, par	10/06/2004	10/06/2004	S <u>(4)</u>	47,631	D	\$ 20.65	62,534 (2)	I	See footnote	

value \$0.01 per share

(3)

(9-02)

9. Ni Deriv Secu Bene Own Follo Repo Trans (Insti

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of SEC 1474 information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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)	4. Transactic Code (Instr. 8)	5. onNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. Price o Derivativ Security (Instr. 5)
			Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	

### **Reporting Owners**

Relationships Reporting Owner Name / Address

> Director 10% Owner Officer Other

CRAWFORD JAMES III 135 S. LASALLE STREET **SUITE 3800** CHICAGO, IL 60603-4131



### **Signatures**

Karen C. Fanelli, under Power of Attorney for James E. Crawford III

10/07/2004

\*\*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).
- Frontenac VII LP ("FVII") disposed of 952,369 shares of Common Stock of the Issuer on October 6, 2004. After such disposition, FVII holds 1,250,336 shares of Common Stock of the Issuer.

**(2)** 

Reporting Owners 2

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After giving effect to all transactions reported herein, Mr. Crawford may be deemed to benefically own 1,314,382 shares of Common Stock of the Issuer, which includes 1,250,336 shares held by FVII, 62,534 shares held by Frontenac Masters VII LP ("Masters") and 1,512 shares owned directly by Mr. Crawford.

- Mr. Crawford is a member of Frontenac Company VII, L.L.C., the general partner of FVII and the general partner of Masters. Mr. (3) Crawford disclaims beneficial ownership of the shares held by FVII and Masters. The filing of this form shall not be deemed an admission that Mr. Crawford is, for purposes of Section 16 or otherwise, the beneficial owner of such shares.
- (4) Masters disposed of 47,631 shares of Common Stock of the Issuer on October 6, 2004. After such disposition, Masters holds 62,534 shares of Common Stock of the Issuer.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.