Instruction 1(b)

FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington,	D.C. 20549
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL	
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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940 2. Issuer Name and Ticker or Trading Symbol 5. Relationship of Reporting Person(s) to Issuer 1. Name and Address of Reporting Person CROSS COUNTRY HEALTHCARE INC (Check all applicable) Martins John Anthony Director X 10% Owner [CCRN] Officer (give title Other (specify (First) (Middle) helow) below) (Last) 3. Date of Earliest Transaction (Month/Day/Year) 03/26/2024 President, CEO C/O CROSS COUNTRY HEALTHCARE, INC. 6551 PARK OF COMMERCE BLVD, N.W. 4. If Amendment, Date of 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 BOCA RATON FL 33487 Person Rule 10b5-1(c) Transaction Indication (City) (State) (Zip) Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10. Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 1. Title of Security (Instr. 3) 2. Transaction 2A. Deemed 5. Amount of 6. Ownership 7. Nature Transaction orm: Direct Execution Date, Securities Beneficially (Month/Day/Year) if any Code (Instr. 5) (D) or Indirect Beneficial (Month/Day/Year) 8) Owned Following Reported (I) (Instr. 4) Ownership (Instr. 4) (A) or (D) Transaction(s) Code ν Amount Price (Instr. 3 and 4) Common Stock 03/26/2024 9,128(1) **\$0** 108,481 D A Α Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) 1. Title of 3. Transaction 3A. Deemed 5. Number 6. Date Exercisable and 7. Title and 8. Price of 9. Number of 10. 11. Nature Conversion Execution Date, Transaction Derivative Derivative **Expiration Date** Amount of derivative Ownership of Indirect (Month/Day/Year) Derivative Security or Exercise if any Code (Instr. (Month/Day/Year) Securities Security Securities Form: **Beneficial** Underlying Derivative Beneficially (Instr. 3) Price of Derivative (Month/Day/Year) Securities Acquired Direct (D) Ownership (Instr. 4) (Instr. 5) or Indirect (I) (Instr. 4) Owned (A) or Disposed of (D) (Instr. 3, 4 Security Security (Instr. 3 and 4) Following Reported Transaction(s)

Explanation of Responses:

Exercisable

/s/ John A. Martins

Title

Expiration

Date

03/28/2024

(Instr. 4)

** Signature of Reporting Person Date

Amount or Number

Shares

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

- * 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).

Code

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.

and 5)

(A) (D)

^{1.} Settlement of performance shares granted March 31, 2021 pursuant to the Issuer's Omnibus Stock Inventive Plan, which were settled based on the achievement of performance targets and are payable in shares of restricted stock