FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Check this box if no longer subject	S ⁻
	_
to Section 16. Form 4 or Form 5	
obligations may continue. See	
Instruction 1(b).	

TATEMENT 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

Name and Address of Reporting Person* Burns William J.						2. Issuer Name and Ticker or Trading Symbol CROSS COUNTRY HEALTHCARE INC [CCRN]									eck all app Direc	,	ng Pers	son(s) to Is 10% O Other (s	wner	
(Last) (First) (Middle) C/O CROSS COUNTRY HEALTHCARE, INC.					3. Date of Earliest Transaction (Month/Day/Year) 03/31/2024										belov	below) Chief Finar		below) Officer		
6551 PARK OF COMMERCE BOULEVARD, N.W.					4. If Amendment, Date of Original Filed (Month/Day/Year)								Line	6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person						
(Street)	ATON FL	. 3	3487		Rul	Rule 10b5-1(c) Transaction Indication									Form filed by More than One Reporting Person					
(City)	(St	ate) (Z	Zip)		Check this box to indicate that a transaction was made pursuant to a satisfy the affirmative defense conditions of Rule 10b5-1(c). See Ins															
		Table	I - No	n-Deriva	tive S	Secu	rities	Acq	uired	, Dis	posed of	, or E	3ene	eficia	ly Own	ed				
1. Title of Security (Instr. 3) 2. Transac Date (Month/Date)				Execution (Year)			A. Deemed Execution Date, f any Month/Day/Year)		Transaction Dispose Code (Instr. 5)			ties Acquired (A) or I Of (D) (Instr. 3, 4 and			Beneficially Owned Following		: Direct r Indirect str. 4)	7. Nature of Indirect Beneficial Ownership		
									Code	v	Amount	(A) or (D) Price		Price	Transa	Reported Transaction(s) (Instr. 3 and 4)			(Instr. 4)	
Common Stock			03/31/2	03/31/2024				A		22,036(1)	A	1	\$ <mark>0</mark>	25	258,307		D			
Common Stock 03/3			03/31/2	2024				F		7,308 ⁽²⁾ D)	\$18.7	2 25	250,999		D			
Common	ommon Stock 03/31/			03/31/2	2024				F		4,479 ⁽²⁾ D)	\$18.7	2 24	246,520		D		
Common	mmon Stock			03/31/2024				F		2,496(2)	D \$18.72		2 244,024			D				
Common	Stock			03/31/2	2024				F		2,424(2)	Ι)	\$18.7	2 24	241,600		D		
		Tal	ble II -								osed of, convertib				/ Owne	d				
1. Title of Derivative Security (Instr. 3) 2. Conversion Date (Month/Day/Year) Price of Derivative Security						action (Instr.			6. Date Expirat (Month	ion Da	ate Am- Year) Sec Und Der Sec		Amount of Securities S		s. Price of Derivative Security Instr. 5)		Ownersh Form: Direct (D or Indirect (I) (Instr.	Ownership Form:	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
					Code	v	(A)	(D)	Date Exercis	sable	Expiration Date	Title	or Num of							

Explanation of Responses:

- 1. These restricted shares of common stock vest in three substantially equal installments. The installments will vest on March 31, 2025, March 31, 2026 and March 31, 2027.
- 2. These shares were withheld to satisfy tax withholding obligations for restricted stock which vested on March 31, 2024.

/s/ William J. Burns

04/02/2024

** Signature of Reporting Person Date

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).

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.