Maleh Paul A Form 4 February 27, 2012

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

OMB Number:

3235-0287

Expires:

January 31, 2005

0.5

Estimated average burden hours per

**OMB APPROVAL** 

response...

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

Check this box

obligations may continue. See Instruction

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 30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person \* Maleh Paul A

2. Issuer Name and Ticker or Trading Symbol

Issuer

5. Relationship of Reporting Person(s) to

CRA INTERNATIONAL, INC.

(Check all applicable)

[CRAI]

(Last) (First) 3. Date of Earliest Transaction (Month/Day/Year)

X\_ Officer (give title below)

10% Owner Other (specify

200 CLARENDON STREET, T-33

(Street)

02/24/2012

below) President and CEO

(Month/Day/Year)

(Middle)

(Month/Day/Year) Execution Date, if

6. Individual or Joint/Group Filing(Check

Applicable Line)

\_X\_\_ Director

Filed(Month/Day/Year)

4. If Amendment, Date Original

(Instr. 8)

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

Person

BOSTON, MA 02116

(City) (State) (Zip) 1.Title of 2. Transaction Date 2A. Deemed

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 3.

4. Securities TransactionAcquired (A) or Code Disposed of (D)

(Instr. 3, 4 and 5)

5. Amount of Securities Beneficially Owned Following

6. Ownership 7. Nature of Form: Direct Indirect (D) or Beneficial Indirect (I) Ownership (Instr. 4) (Instr. 4)

(A)

Reported Transaction(s)

or (Instr. 3 and 4) (D) Price

Common

Stock

Security

(Instr. 3)

02/24/2012

Code V Amount F 250

D \$ 25 59,397 D

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)

(9-02)

## Edgar Filing: Maleh Paul A - Form 4

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. onNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)			7. Title and A Underlying S (Instr. 3 and	Securities
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Share
Nonqualified Stock Option (right to buy)	\$ 22.81					06/05/2006	06/05/2013	Common Stock	1,880
Incentive Stock Option (right to buy)	\$ 22.81					06/05/2003	06/05/2013	Common Stock	4,620
Nonqualified Stock Option (right to buy)	\$ 32.26					11/25/2005	05/10/2014	Common Stock	15,000
Nonqualified Stock Option (right to buy)	\$ 50.09					04/01/2005	04/01/2015	Common Stock	10,492
Incentive Stock Option (right to buy)	\$ 50.09					04/01/2005	04/01/2015	Common Stock	4,508
Nonqualified Stock Option (right to buy)	\$ 21.43					11/08/2010(1)	11/08/2017	Common Stock	19,909
Restricted Stock Units	<u>(2)</u>					(3)	<u>(3)</u>	Common Stock	7,466
Nonqualified Stock Option (right to buy)	\$ 21.91					11/14/2011(1)	11/14/2018	Common Stock	19,200
Restricted Stock Units	<u>(2)</u>					<u>(4)</u>	<u>(4)</u>	Common Stock	9,600

# **Reporting Owners**

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
Maleh Paul A	X		President and CEO				
200 CLARENDON STREET, T-33							

Reporting Owners 2

Edgar Filing: Maleh Paul A - Form 4

**BOSTON, MA 02116** 

# **Signatures**

Delia J. Makhlouta, by power of attorney

02/27/2012

\*\*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).
- (1) Date indicated is date of grant. Option vests in four equal annual installments beginning on the first anniversary of the date of grant.
- (2) Each restricted stock unit represents a contingent right to receive one share of the Issuer's common stock; vested restricted stock units are payable in the form of cash, shares of the Issuer's common stock or a combination thereof.
- The restricted stock units vest in four equal annual installments beginning November 8, 2011. To the extent vested restricted stock units are paid in shares of the Issuer's common stock, such shares will be delivered to the reporting person as soon as possible after vesting, but in no event later than two and one-half months after the end of the year in which vesting occurs, subject to the collection of withholding taxes.
- The restricted stock units vest in four equal annual installments beginning November 14, 2012. To the extent vested restricted stock units are paid in shares of the Issuer's common stock, such shares will be delivered to the reporting person as soon as possible after vesting, but in no event later than two and one-half months after the end of the year in which vesting occurs, subject to the collection of withholding taxes.

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.

Signatures 3