Common Stock Common Stock

## FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington,	D.C.	20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

03/10/2024

03/10/2024

OMB APPROVAL								
OMB Number:	3235-0287							

Estimated average burden hours per response: 0.5

Section 16. F	x if no longer subject to orm 4 or Form 5	NT O	F CHANGES		MB Number: stimated average burde	3235-0287    en									
obligations may continue. See Instruction 1(b).					nt to Section 16(a) oction 30(h) of the In					ho	urs per response:	0.5			
Name and Address of Reporting Person*     Yellin Jonathan D				2. Issuer Name <b>and</b> Ticker or Trading Symbol CRA INTERNATIONAL, INC. [ CRAI ]							all applicable) Director	orting Person(s) to Issuer			
(Last) 200 CLAREN	(First) DON STREET	(Middle)		3. Date 0	of Earliest Transact 2024	ion (Mor	nth/Da	y/Year)		X	Officer (give titl below)  EVP AND G	e Other below) ENERAL COUN	′		
(Street) BOSTON	MA	02116		4. If Ame	endment, Date of O	riginal F	iled (N	Month/Day/Year	)	6. Indiv	Form filed by C	up Filing (Check App One Reporting Person More than One Repor	n ´		
(City)	(State)	(Zip)		Rule 10b5-1(c) Transaction Indication  Check this box to indicate that a transaction was made pursuant to a cou affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.						contract, ins	tract, instruction or written plan that is intended to satisfy the				
		Table I - N	on-Deriv	ative S	Securities Acq	uired,	Dis	oosed of, or	r Benef	ficially O	wned				
, (		2. Transa Date (Month/E	action Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Ad Disposed Of (D			5. Amount of Securities Beneficially Own Following Repor		7. Nature of Indirect Beneficial Ownership			
						Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(Instr. 4)		
Common Stoc	k		03/10	/2024		М		390 5845	A	(1)	21 977 5844	5 D			

## Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

D

9.5845

112

D

D

\$140.22

\$140.22

21,968

21,856

D

D

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. Transa Code ( 8)		Deri Sec Acq or D	umber of vative urities uired (A) visposed D) (Instr. 3, Id 5)	tive Expiration Date (Month/Day/Year) ed (A) cosed Instr. 3,				8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		(Instr. 4)		
Restricted Stock Units	(1)	03/10/2024		М			390.5845	(2)	(2)	Common Stock	390.5845	\$0	780.1438	D	
Restricted Stock Units	(1)							(3)	(3)	Common Stock	540.964		540.964	D	
Restricted Stock Units	(1)							(4)	(4)	Common Stock	831.7715		831.7715	D	
Restricted Stock Units	(1)							(5)	(5)	Common Stock	974.5636		974.5636	D	
Restricted Stock Units	(1)							(6)	(6)	Common Stock	1,496.3623		1,496.3623	D	
Restricted Stock Units	(1)							(7)	(7)	Common Stock	1,235.7808		1,235.7808	D	
Restricted Stock Units	(1)							(8)	(8)	Common Stock	1,123.5788		1,123.5788	D	
Nonqualified Stock Option (right to buy)	\$44.87							12/18/2017 <sup>(9)</sup>	12/18/2027	Common Stock	2,377		2,377	D	
Nonqualified Stock Option (right to buy)	\$47.45							12/06/2018 <sup>(9)</sup>	12/06/2028	Common Stock	2,845		2,845	D	

## **Explanation of Responses:**

- 1. Each restricted stock unit ("RSU") represents a contingent right to receive one share of the Issuer's common stock; vested RSUs are payable in the form of cash, shares of the Issuer's common stock or a combination thereof, except as otherwise indicated below. To the extent vested RSUs 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. Dividend equivalent rights accrue with respect to unvested RSUs in the form of additional RSUs ("Dividend Units") when and as dividends are paid on the Issuer's common stock, and Dividend Units vest on the same dates and in the same relative proportions as the RSUs on which they accrue.
- 2. The RSUs, which include an aggregate of 19.1438 Dividend Units, vest in two equal annual installments beginning on March 10, 2025
- 3. The RSUs, which include an aggregate of 21.9640 Dividend Units, vest on December 15, 2024.
- 4. The RSUs, which include an aggregate of 30.7715 Dividend Units, vest in two equal annual installments beginning on March 22, 2024.
- 5. The RSUs, which include an aggregate of 39.5636 Dividend Units, vest ion December 15, 2024.
- 6. The RSUs, which include an aggregate of 55.3623 Dividend Units, vest in two equal annual installments beginning on March 22, 2024.
- 7. The RSUs, which include an aggregate of 13.7808 Dividend Units, vest in four equal annual installments beginning on April 11, 2024.
- 8. The RSUs, which include an aggregate of 27.5788 Dividend Units, vest in two equal annual installments beginning on March 10, 2025.
- 9. Date indicated is date of grant. Option vests in four equal annual installments beginning on the first anniversary of the date of grant.

Delia J. Makhlouta, by power of

attorney

\*\* Signature of Reporting Person

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

- $^{\star}$  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.							