FORM 4

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL

OMB Number: 3235-0287

Estimated average burden

0.5

hours per response:

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person*  Maleh Paul A						2. Issuer Name <b>and</b> Ticker or Trading Symbol  CRA INTERNATIONAL, INC. [ CRAI ]								5. Relationship of Reporting Person(s) to Issuer (Check all applicable)						
IVIGICII F GUI A						,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,									X Director			10% Owner		
(Last) (First) (Middle) 200 CLARENDON STREET, T-33						3. Date of Earliest Transaction (Month/Day/Year) 02/24/2011									X Officer (give title Other (spe below)  President and CEO					
						Ameı	ndment,	Date	of Original	Filed	(Month/Day		6. Individual or Joint/Group Filing (Check Applicable							
(Street) BOSTON MA 02116				,										Line)  X Form filed by One Reporting Person Form filed by More than One Reporting						
(City) (State) (Zip)												Person								
		Tab	le I - No	n-Deriv	ative	Sec	curitie	es Ac	cquired,	Dis	posed o	f, or Bei	neficia	lly Ov	ned					
1. Title of Security (Instr. 3)  2. Transa Date (Month/D				Day/Year) i		2A. Deemed Execution Date, if any (Month/Day/Year)		3. Transaction Code (Instr. 8)		4. Securities Acquired ( Disposed Of (D) (Instr. :			nd 5) Se Be Ov	5. Amount of Securities Beneficially Owned Following Reported		6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nature of Indirect Beneficial Ownership (Instr. 4)		
									Code	v	Amount	ount (A) or (D)		rice Transa (Instr.		on(s)				
Common Stock				02/24/2011		_			F		574	D	\$23	.12	67,	,145		D		
Common Stock 02/24/					4/2011	2011			F		704	D	\$24	.95	5 66,441			D		
		Т									osed of, convertib				ed					
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deem Execution if any (Month/D	n Date,	4. Transactior Code (Instr. 8)		n of l		Expiration	6. Date Exercisal Expiration Date (Month/Day/Year)		of Securiti		Deriv Secu y (Insti		9. Numbe derivative Securities Beneficia Owned Following Reported Transacti (Instr. 4)	e s lly	Ownershi Form: Direct (D) or Indirect (I) (Instr.	Beneficial Ownership t (Instr. 4)	
					Code	v	(A)	(D)	Date Exercisab		Expiration Date	Title	Amour or Number of Shares	er						
Nonqualified Stock Option (right to buy)	\$21.43								11/08/201	0(1)	11/08/2017	Common Stock	19,90	9		19,90	9	D		
Restricted Stock Units	(2)								(3)		(3)	Common Stock	9,95	4		9,954	1	D		•
Nonqualified Stock Option (right to buy)	\$22.81								06/05/20	06	06/05/2013	Common Stock	1,88	0		1,880	)	D		
Incentive Stock Option (right to buy)	\$22.81								06/05/20	03	06/05/2013	Common Stock	4,62	0		4,620	)	D		
Nonqualified Stock Option (right to buy)	\$32.26								11/25/20	05	05/10/2014	Common Stock	15,00	00		15,00	0	D		
Nonqualified Stock Option (right to buy)	\$50.09								04/01/20	05	04/01/2015	Common Stock	10,49	2		10,49	2	D		
Incentive Stock Option (right	\$50.09								04/01/20	05	04/01/2015	Common Stock	4,50	8		4,508	_ <b></b>	D		

## **Explanation of Responses:**

- 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.
- 3. The restricted stock units vest in four equal annual installments beginning November 8, 2011. Vested shares will be delivered to the reporting person as soon as possible after vesting.

<u>Delia J. Makhlouta, by power</u> <u>of attorney</u>

02/25/2011

\*\* Signature of Reporting Person

Date

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.