

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

OMB APPROVAL	
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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* <u>Maleh Paul A</u>			2. Issuer Name and Ticker or Trading Symbol <u>CRA INTERNATIONAL, INC. [ CRAI ]</u>			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <b>President and CEO</b>		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) <u>03/23/2012</u>			6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person		
200 CLARENDON STREET, T-33			4. If Amendment, Date of Original Filed (Month/Day/Year)					
(Street) <u>BOSTON MA 02116</u>								
(City) (State) (Zip)								

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

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	03/23/2012		A		5,000 <sup>(1)</sup>	A	\$0.00	66,502	D	

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

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. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	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					
Restricted Stock Units	(2)							(3)	(3)	Common Stock	9,258	9,258	D	
Nonqualified Stock Option (right to buy)	\$22.81							06/05/2006	06/05/2013	Common Stock	1,880	1,880	D	
Incentive Stock Option (right to buy)	\$22.81							06/05/2003	06/05/2013	Common Stock	4,620	4,620	D	
Nonqualified Stock Option (right to buy)	\$32.26							11/25/2005	05/10/2014	Common Stock	15,000	15,000	D	
Nonqualified Stock Option (right to buy)	\$50.09							04/01/2005	04/01/2015	Common Stock	10,492	10,492	D	
Incentive Stock Option (right to buy)	\$50.09							04/01/2005	04/01/2015	Common Stock	4,508	4,508	D	
Nonqualified Stock Option (right to buy)	\$21.43							11/08/2010 <sup>(4)</sup>	11/08/2017	Common Stock	19,909	19,909	D	
Restricted Stock Units	(2)							(3)	(3)	Common Stock	7,466	7,466	D	
Nonqualified Stock Option (right to buy)	\$21.91							11/14/2011 <sup>(4)</sup>	11/14/2018	Common Stock	19,200	19,200	D	
Restricted Stock Units	(2)							(5)	(5)	Common Stock	9,600	9,600	D	

**Explanation of Responses:**

- The shares vest in four equal annual installments beginning on the first anniversary of the date of grant.
- 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. 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 three equal annual installments beginning on November 8, 2012.

4. Date indicated is date of grant. Option vests in four equal annual installments beginning on the first anniversary of the date of grant.

5. The restricted stock units vest in four equal annual installments beginning on November 14, 2012.

Delia J. Makhouta, by power  
of attorney

03/27/2012

\*\* 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.**