SEC Form 4

FORM 4

UNITED STATES	SECURITIES	AND EXCHANGE	COMMISSION

Washington, D.C. 20549

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL
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Instructio	on 1(b).			File	ed purs or	suant Secti	to Sec on 30(I	tion 16(a h) of the	a) of the Se Investme	ecurit nt Co	ies Exchang npany Act o	je Act of 19 of 1940	34			po: 100	,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,	0.0	
1. Name and Address of Reporting Person* Lowenstein Arnold J					2. Issuer Name and Ticker or Trading Symbol <u>CRA INTERNATIONAL, INC.</u> [CRAI]								5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner						
(Last) (First) (Middle) 200 CLARENDON STREET					oate of 19/20		st Trans	saction (Mo	onth/E	Day/Year)		X Officer (give title Other (specify below) below) EVP, Chief Strategy Officer							
(Street) BOSTON MA 02116			4. If	 4. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting 										n					
(City)	(Sta	te) (2	Ľip)											Person					
		Tabl	e I - No	n-Deriv	/ative	e Se	curiti	ies Ac	quired,	Dis	posed of	f, or Ben	eficia	ly Owned					
1. Title of Security (Instr. 3)		2. Transaction Date (Month/Day/Year)		ar) i	2A. Deemed Execution Date, if any (Month/Day/Year)		Transaction D Code (Instr.		4. Securities Acquired (A) of Disposed Of (D) (Instr. 3, 4			Benefici	es ally Following	Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nature of Indirect Beneficial Ownership (Instr. 4)			
							Code	v	Amount	(A) or (D)	Price	Transac	Transaction(s) (Instr. 3 and 4)			(1150.4)			
Common Stock			11/19	9/2015		М		1,621	A \$0.0		0 31	31,183		D					
Common Stock 1:)/2015		F		527	D \$2			30,656		D					
		<u> </u>	0/2015		М		937			_	31,593		D						
Common Stock 11/20.					ive Securities Acqui							\$22.			D				
											onvertib								
1. Title of Derivative Security (Instr. 3)	Derivative Conversion Date Execution Security or Exercise (Month/Day/Year) if any		3A. Deem Executior if any (Month/D	n Date,	Date, Transactio Code (Inst		ion of E		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Am of Securities Underlying Derivative Secu (Instr. 3 and 4)		Derivative Security	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)		10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership (Instr. 4)		
					Code	v	(A)	(D)	Date Exercisal	ble	Expiration Date	Title	Amoun or Numbe of Shares						
Restricted Stock Units	(1)	11/19/2015			М			1,621	(2)		(2)	Common Stock	1,621	\$0.00	3,244	4	D		
Restricted Stock Units	(1)	11/20/2015			М			937	(3)		(3)	Common Stock	937	\$0.00	2,813	3	D		
Nonqualified Stock Option (right to buy)	\$21.43								11/08/201	0 ⁽⁴⁾	11/08/2017	Common Stock	7,466		7,460	6	D		
Nonqualified Stock Option (right to buy)	\$21.91								11/14/201	1 ⁽⁴⁾	11/14/2018	Common Stock	9,600		9,600	0	D		
Nonqualified Stock Option (right to buy)	\$18.48								11/19/201	3 ⁽⁴⁾	11/19/2020	Common Stock	12,97	3	12,97	73	D		
Nonqualified Stock Option (right to buy)	\$30.97								11/20/201	4 ⁽⁴⁾	11/20/2021	Common Stock	7,500		7,500	0	D		
Nonqualified Stock Option (right to buy)	\$21.52								11/12/201	5 ⁽⁴⁾	11/12/2022	Common Stock	7,826		7,820	6	D		

Explanation of Responses:

(1)

Restricted

Stock Units

1. 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.

(5)

Common Stock

3,913

3,913

D

(5)

2. The remaining restricted stock units vest in two equal annual installments beginning on November 19, 2016.

3. The remaining restricted stock units vest in three equal annual installments beginning on November 20, 2016.

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 12, 2016.

Delia J. Makhlouta, by power 11/23/2015

of attorney

** 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.