Nonqualified Stock

Option (right to buy) \$44.87

## FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Washington, D.C. 200

OMB	APPROVAL
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OMB Number: 3235-0287 Estimated average burden

0.5

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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*  Maleh Paul A						2. Issuer Name <b>and</b> Ticker or Trading Symbol  CRA INTERNATIONAL, INC. [ CRAI ]								Relationship of Reporting Person(s) to Issuer (Check all applicable)     X Director 10% Owner							
(Last) (First) (Middle) 200 CLARENDON STREET						3. Date of Earliest Transaction (Month/Day/Year) 03/04/2019									X Officer (give title Other (specify below)  President and CEO						
(Street) BOSTON MA 02116							4. If Amendment, Date of Original Filed (Month/Day/Year)									Individual or Joint/Group Filing (Check Applicable Line)     X Form filed by One Reporting Person					
(City) (State) (Zip)																Form filed by More than One Reporting Person					
		Ta	able I - N	lon-Deri	vativ	ve S	Securi	ities	Acquired	l, D	isposed	of, or Bo	enefici	ally C	wned						
1. Title of Security (Instr. 3)			2. Transaction Date (Month/Day/Year)		r) E	2A. Deemed Execution Date, if any (Month/Day/Year)		Code (Ir	Transaction Code (Instr.		4. Securities Acquired (ADISPOSED OF (D) (Instr. 3		5)	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	(A) or (D)	Price		Transaction(s) (Instr. 3 and 4)				(mour s)					
Common S	Stock			03/04/2	03/04/2019				S <sup>(13)</sup>		19,900	D	\$48.1161(1)		119,870			D			
Common S	Stock			03/04/2019		+			S <sup>(13)</sup>		1,826	D	\$49.5366(2)		<u> </u>		D				
	Common Stock			03/04/2019		+			S <sup>(13)</sup>		425	A	\$50		117,619			D -			
Common Stock				03/04/2019 03/05/2019		+			S <sup>(13)</sup>		2,001	D	\$50.3166 <sup>(3)</sup>		· ·		D				
Common S	Stock		Toble I			tive Securities Acq				Die	848	D D	<u> </u>		114,770			D			
			Table I						nts, optic						meu						
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deem Executior if any (Month/Da	on Date, Tran Cod		ction nstr.	on of E		Expiration I	i. Date Exercisa Expiration Date Month/Day/Year		Securities	and Amount of ties Underlying tive Security 3 and 4)		8. Price of Derivative Security (Instr. 5)  9. Numb derivativ Securitie Benefici Owned Followin Reporter Transact (Instr. 4)		re es ally g d tion(s)	10. Ownershi Form: Direct (D) or Indirec (I) (Instr. 4	Beneficial Ownership ct (Instr. 4)		
				c	ode	v	(A)	(D)	Date Exercisable	e	Expiration Date	Title	Amoun Number Shares								
Restricted Stock Units	(4)								(5)		(5)	Common Stock	7,859	.933		7,859.	.933 D				
Restricted Stock Units	(4)								(6)		(6)	Common Stock	9,375.	8254		9,375.8	3254 D				
Restricted Stock Units	(4)								(7)		(7)	Common Stock	6,203.	4282		6,203.		D			
Restricted Stock Units	(4)								(8)		(8)	Common Stock	5,1	71	5,17		71 D				
Restricted Stock Units	(4)								(9)		(9)	Common Stock	3,372.	5262		3,372.5		D			
Restricted Stock Units	(4)								(10)		(10)	Common Stock	4,90	1.08		4,901		D			
Restricted Stock Units	(4)								(11)		(11)	Common Stock	7,5	86		7,58	6 D				
Nonqualified Stock Option (right to buy)	\$18.48								11/19/2013 <sup>(</sup>	(12)	11/19/2020	Common Stock	25,9	)46		25,94		D			
Nonqualified Stock Option (right to buy)	\$30.97								11/20/2014 <sup>(</sup>	(12)	11/20/2021	Common Stock	15,0	000		15,00		D			
Nonqualified Stock Option (right to buy)	\$21.52								11/12/2015 <sup>(</sup>	(12)	11/12/2022	Common Stock	26,0	)86		26,08	86	D			
Nonqualified Stock Option (right to buy)	\$30.96								11/14/2016 <sup>0</sup>	(12)	11/14/2023	Common Stock	20,0	000		20,00	00	D			

12/18/2017<sup>(12)</sup> 12/18/2027

16,304

16,304

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. Transa Code ( 8)		of Deriv Secu Acqu (A) o Disp of (D	osed ) r. 3, 4	6. Date Exercis Expiration Date (Month/Day/Yea	)			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	Title	Amount or Number of Shares				
Nonqualified Stock Option (right to buy)	\$47.45							12/06/2018 <sup>(12)</sup>	12/06/2028	Common Stock	15,173		15,173	D	

## **Explanation of Responses:**

- 1. The price reported in column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$48.00 to \$48.59, inclusive. The reporting person undertakes to provide to the Issuer, any securities holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within such range.
- 2. The price reported in column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$49.00 to \$49.77, inclusive. The reporting person undertakes to provide to the Issuer, any securities holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within such range.
- 3. The price reported in column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$50.22 to \$51.1950, inclusive. The reporting person undertakes to provide to the Issuer, any securities holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within such range.
- 4. 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 relative proportions as the RSUs on which they accrue.
- 5. The RSUs, which include an aggregate of 259.9330 Dividend Units, vest in two equal annual installments beginning on November 14, 2019.
- $6.\ The\ RSUs,\ which\ include\ an\ aggregate\ of\ 203.8254\ Dividend\ Units,\ vest\ in\ two\ equal\ annual\ installments\ beginning\ on\ March\ 1,\ 2020.$
- 7. The RSUs, which include an aggregate of 89.4282 Dividend Units, vest in three equal annual installments beginning on December 18, 2019.
- 8. The RSUs, which include an aggregate of 171.0000 Dividend Units, vest in two equal annual installments beginning on November 14, 2019.
- 9. The RSUs, which include an aggregate of 111.5262 Dividend Units, vest on November 12, 2019.
- 10. The RSUs, which include an aggregate of 162.0800 Dividend Units, vest on November 12, 2019.
- 11. The RSUs vest in four equal annual installments beginning on December 6, 2019.
- 12. Date indicated is date of grant. Option vests in four equal annual installments beginning on the first anniversary of the date of grant.
- 13. These shares were sold as part of the reporting person's financial planning.

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

03/06/2018

\*\* 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.