Common Stock

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1 Title of 2

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington,	D.C.	20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPRO	VAL
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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

12/10/2021

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2 Transaction 24 Deemed

1. Name and Address of Reporting Person* Maleh Paul A				2. Issuer Name and Ticker or Trading Symbol CRA INTERNATIONAL, INC. [CRAI]						Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director 10% Owner				
(Last) 200 CLAREN	(First) DON STREET	(Middle)		3. Date of Earliest Transaction (Month/Day/Year) 12/10/2021						X Officer (give title Other (specify below) President and CEO				
(Street) BOSTON	MA	02116	4. If Am	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 Form filed by More than One Reporting Person				
(City)	(State)	(Zip)	n-Derivative	Securities Acq	uired	Disi	nosed of o	icially O		Talan Gilo Nopol				
1. Title of Security (Instr. 3) 2. Trans Date			2. Transaction	saction 2A. Deemed Execution Date,		3. Transaction Code (Instr. 8) 4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 at		() or	5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership			
				Code	v	Amount (A) or (D)		Price	Transaction(s) (Instr. 3 and 4)		(Instr. 4)			
Common Stock 12/1					M		6.5778	A	\$0.00	153,663.5778	D			

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

D

M

D

M

D

6.5778

10.7896

10.7896

9.4594

9.4594

D

Α

D

Α

D

\$94.28

\$0.00

\$94.28

\$0.00

\$94.28

6 Date Exercisable and 7 Title and Amount 9 Price of 9 Number of 10

153,657

153,667.7896

153,657

153,666.4594

153,657

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)		5. Number of Derivative S Acquired (A Disposed of (Instr. 3, 4 a)	tive Securities Expiration Da ed (A) or (Month/Day/Y sed of (D)		Oate of Se (Year) Unde Deriv		7. Title and Amount of Securities Underlying Derivative Security Unstr. 3 and 4)		9. Number of derivative Securities Beneficially Owned Following	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
	Security			Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		Reported Transaction(s) (Instr. 4)	(i) (instr. 4)	
Restricted Stock Units	(1)	12/10/2021		A		13.159 ⁽¹⁰⁾		(2)	(2)	Common Stock	13.159	\$0.00	2,014.7002	D	
Common Stock	(1)	12/10/2021		M			6.5778	(2)	(2)	Common Stock	6.5778	\$0.00	2,008.1224	D	
Restricted Stock Units	(1)	12/10/2021		A		21.5825 ⁽¹⁰⁾		(3)	(3)	Common Stock	21.5825	\$0.00	3,304.0104	D	
Common Stock	(1)	12/10/2021		M			10.7896	(3)	(3)	Common Stock	10.7896	\$0.00	3,293.2208	D	
Restricted Stock Units	(1)	12/10/2021		A		28.3816 ⁽¹⁰⁾		(4)	(4)	Common Stock	28.3816	\$0.00	5,783.1982	D	
Common Stock	(1)	12/10/2021		M			9.4594	(4)	(4)	Common Stock	9.4594	\$0.00	5,773.7388	D	
Restricted Stock Units	(1)	12/10/2021		A		7.1738 ⁽¹⁰⁾		(5)	(5)	Common Stock	7.1738	\$0.00	2,188.9373	D	
Restricted Stock Units	(1)	12/10/2021		A		11.1903 ⁽¹⁰⁾		(6)	(6)	Common Stock	11.1903	\$0.00	3,414.4783	D	
Restricted Stock Units	(1)	12/10/2021		A		37.6005 ⁽¹⁰⁾		(7)	(7)	Common Stock	37.6005	\$0.00	11,473.0154	D	
Restricted Stock Units	(1)	12/10/2021		A		28.8828 ⁽¹⁰⁾		(8)	(8)	Common Stock	28.8828	\$0.00	8,812.9936	D	
Nonqualified Stock Option (right to buy)	\$30.96							11/14/2016 ⁽⁹⁾	11/14/2023	Common Stock	20,000		20,000	D	
Nonqualified Stock Option (right to buy)	\$44.87							12/18/2017 ⁽⁹⁾	12/18/2027	Common Stock	16,304		16,304	D	
Nonqualified Stock Option (right to buy)	\$47.45							12/06/2018 ⁽⁹⁾	12/06/2028	Common Stock	15,173		15,173	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 111.1224 Dividend Units (excluding any Dividend Units disposed of as reported herein), vest on December 6, 2022.
- 3. The RSUs, which include an aggregate of 182.2208 Dividend Units (excluding any Dividend Units disposed of as reported herein), vest on December 6, 2022.
- 4. The RSUs, which include an aggregate of 218.7388 Dividend Units (excluding any Dividend Units disposed of as reported herein), vest in two equal annual installments beginning on December 5, 2022.
- 5. The RSUs, which include an aggregate of 150.9373 Dividend Units, vest on December 18, 2021.
- 6. The RSUs, which include an aggregate of 235.4783 Dividend Units, vest on December 18, 2021.

 $7. \ The \ RSUs, which include an aggregate of 148.0154 \ Dividend \ Units, vest in four equal annual installments beginning on \ December \ 15, 2021.$

- 8. The RSUs, which include an aggregate of 80.9936 Dividend Units, vest in four equal annual installments beginning on March 22, 2022.
- 9. Date indicated is date of grant. Option vests in four equal annual installments beginning on the first anniversary of the date of grant.

10. Amount reported represents Dividend Units acquired on the RSUs at \$94.28 on December 10, 2021. These Dividend Units are payable only in cash.

Delia J. Makhlouta, by power of attorney

12/14/2021

** 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.