#### CRA INTERNATIONAL, INC.

Form 3

November 12, 2014

# FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF

**SECURITIES** 

response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting 2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol Person \* Statement CRA INTERNATIONAL, INC. [CRAI] Holmes Chad M (Month/Day/Year) 11/10/2014 (Last) (First) (Middle) 4. Relationship of Reporting 5. If Amendment, Date Original Person(s) to Issuer Filed(Month/Day/Year) 200 CLARENDON STREET, (Check all applicable) T-32 (Street) 6. Individual or Joint/Group 10% Owner Director \_X\_\_ Officer Other Filing(Check Applicable Line) (give title below) (specify below) \_X\_ Form filed by One Reporting CFO, EVP and Treasurer Person BOSTON, MAÂ 02116 Form filed by More than One Reporting Person (City) (State) (Zip) Table I - Non-Derivative Securities Beneficially Owned 4. Nature of Indirect Beneficial 1. Title of Security 2. Amount of Securities Beneficially Owned Ownership Ownership (Instr. 4) (Instr. 5) (Instr. 4) Form: Direct (D) or Indirect (I) (Instr. 5) Â Common Stock 5,535 D Reminder: Report on a separate line for each class of securities beneficially SEC 1473 (7-02) owned directly or indirectly. 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 control number.

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

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		5. Ownership Form of Derivative	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Title	Derivative Security	Security:	

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		Expiration Date		Amount or Number of Shares		or Indirect (I) (Instr. 5)	
Nonqualified Stock Option (right to buy)	10/28/2009(1)	10/28/2016	Common Stock	2,088	\$ 24.11	D	Â
Nonqualified Stock Option (right to buy)	11/08/2010(1)	11/08/2017	Common Stock	2,489	\$ 21.43	D	Â
Nonqualified Stock Option (right to buy)	11/14/2011(1)	11/14/2018	Common Stock	2,400	\$ 21.91	D	Â
Restricted Stock Units	(2)	(2)	Common Stock	600	\$ <u>(3)</u>	D	Â
Nonqualified Stock Option (right to buy)	11/19/2013(1)	11/19/2020	Common Stock	3,243	\$ 18.48	D	Â
Restricted Stock Units	(4)	(4)	Common Stock	1,622	\$ (3)	D	Â

## **Reporting Owners**

Reporting Owner Name / Address	Relationships				
	Director	10% Owner	Officer	Other	
Holmes Chad M 200 CLARENDON STREET, T-32 BOSTON Â MAÂ 02116	Â	Â	CFO, EVP and Treasurer	Â	

## **Signatures**

Delia J. Makhlouta, by power of attorney

11/12/2014

\*\*Signature of Reporting Person

Date

## **Explanation of Responses:**

- \* If the form is filed by more than one reporting person, see Instruction 5(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).
- (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) The restricted stock units vest in two equal annual installments beginning on November 14, 2014.
  - 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
- (3) 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.
- (4) The restricted stock units vest in four equal annual installments beginning November 19, 2014.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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