

CRA INTERNATIONAL, INC.  
Form 3  
April 06, 2017

**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**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,  
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section  
30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *		2. Date of Event Requiring Statement	3. Issuer Name <b>and</b> Ticker or Trading Symbol	
Â Yellin Jonathan D		(Month/Day/Year)	CRA INTERNATIONAL, INC. [CRAI]	
(Last)	(First)	(Middle)	03/28/2017	
200 CLARENDON STREET			4. Relationship of Reporting Person(s) to Issuer	5. If Amendment, Date Original Filed(Month/Day/Year)
(Street)			(Check all applicable)	
BOSTON,Â MAÂ 02116			<input type="checkbox"/> Director <input type="checkbox"/> 10% Owner	6. Individual or Joint/Group Filing(Check Applicable Line)
(City)	(State)	(Zip)	<input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other	<input checked="" type="checkbox"/> Form filed by One Reporting Person
			(give title below) (specify below)	<input type="checkbox"/> Form filed by More than One Reporting Person
			EVP and General Counsel	

**Table I - Non-Derivative Securities Beneficially Owned**

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	6,273	D	Â

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

SEC 1473 (7-02)

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**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)	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of	

				Shares		(I) (Instr. 5)	
Nonqualified Stock Option (right to buy)	11/14/2011 <sup>(1)</sup>	11/14/2018	Common Stock	2,400	\$ 21.91	D	Â
Nonqualified Stock Option (right to buy)	11/19/2013 <sup>(1)</sup>	11/19/2020	Common Stock	3,243	\$ 18.48	D	Â
Restricted Stock Units	Â <sup>(3)</sup>	Â <sup>(3)</sup>	Common Stock	409.1327	\$ <sup>(2)</sup>	D	Â
Restricted Stock Units	Â <sup>(4)</sup>	Â <sup>(4)</sup>	Common Stock	403.0864	\$ <sup>(2)</sup>	D	Â
Nonqualified Stock Option (right to buy)	11/20/2014 <sup>(1)</sup>	11/20/2021	Common Stock	2,813	\$ 30.97	D	Â
Restricted Stock Units	Â <sup>(5)</sup>	Â <sup>(5)</sup>	Common Stock	709.432	\$ <sup>(2)</sup>	D	Â
Restricted Stock Units	Â <sup>(6)</sup>	Â <sup>(6)</sup>	Common Stock	736.6422	\$ <sup>(2)</sup>	D	Â
Nonqualified Stock Option (right to buy)	11/12/2015 <sup>(1)</sup>	11/12/2022	Common Stock	3,913	\$ 21.52	D	Â
Restricted Stock Units	Â <sup>(7)</sup>	Â <sup>(7)</sup>	Common Stock	1,478.3192	\$ <sup>(2)</sup>	D	Â

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Yellin Jonathan D 200 CLARENDON STREET BOSTON, MA 02116	Â	Â	Â EVP and General Counsel	Â

## Signatures

Delia J. Makhlouta, by power of attorney

04/06/2017

\*\*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.

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

(2) 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.

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- (3) The RSUs, which include an aggregate of 3.1327 Dividend Units, vest on November 19, 2017.
- (4) The RSUs, which include an aggregate of 3.0864 Dividend Units, vest on November 19, 2017.
- (5) The RSUs, which include an aggregate of 5.4320 Dividend Units, vest in two equal annual installments beginning on November 20, 2017.
- (6) The RSUs, which include an aggregate of 5.6422 Dividend Units, vest in two equal annual installments beginning on November 20, 2017.
- (7) The RSUs, which include an aggregate of 11.3192 Dividend Units, vest in three equal annual installments beginning on November 12, 2017.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure.

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