

CRA INTERNATIONAL, INC.

Form 4

February 12, 2008

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 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

OMB APPROVAL

OMB
Number: 3235-0287
Expires: January 31,
2005
Estimated average
burden hours per
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person *
Bell Gregory K

2. Issuer Name **and** Ticker or Trading
Symbol
CRA INTERNATIONAL, INC.
[CRAI]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)
200 CLARENDON STREET, T-33
(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
02/09/2008

____ Director ____ 10% Owner
____X____ Officer (give title ____ Other (specify
below) below)
EVP, Platform Leader

BOSTON, MA 02116

4. If Amendment, Date 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
Person

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	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	
Common Stock	02/09/2008 ⁽¹⁾		A		6,382	A \$ 0	39,639 D

Reminder: Report on a separate line for each class of securities beneficially 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.**

SEC 1474
(9-02)

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

Edgar Filing: CRA INTERNATIONAL, INC. - Form 4

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. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Incentive Stock Option (right to buy)	\$ 18.5					04/23/1998 ⁽²⁾ 04/23/2008	Common Stock 15,000
Incentive Stock Option (right to buy)	\$ 22.5					06/08/1999 ⁽²⁾ 06/08/2009	Common Stock 5,000
Incentive Stock Option (right to buy)	\$ 10.688					09/11/2000 ⁽³⁾ 09/11/2010	Common Stock 2,966
Incentive Stock Option (right to buy)	\$ 10.85					05/02/2001 ⁽⁴⁾ 05/02/2011	Common Stock 3,750
Incentive Stock Option (right to buy)	\$ 13.75					05/30/2003 05/30/2012	Common Stock 3,269
Incentive Stock Option (right to buy)	\$ 13.75					05/30/2002 ⁽⁵⁾ 05/30/2012	Common Stock 13,125
Incentive Stock Option (right to buy)	\$ 22.81					06/05/2003 ⁽⁶⁾ 06/05/2013	Common Stock 7,314
Nonqualified Stock Option (right to buy)	\$ 22.81					06/05/2003 ⁽⁷⁾ 06/05/2013	Common Stock 4,023
Nonqualified Stock Option (right to buy)	\$ 32.26					11/25/2005 05/10/2014	Common Stock 15,000
Nonqualified Stock Option (right to buy)	\$ 50.09					04/01/2005 ⁽⁸⁾ 04/01/2015	Common Stock 10,765
Incentive Stock Option	\$ 50.09					04/01/2005 ⁽⁹⁾ 04/01/2015	Common Stock 4,235

(right to buy)

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Bell Gregory K 200 CLARENDON STREET, T-33 BOSTON, MA 02116			EVP, Platform Leader	

Signatures

Delia J. Makhoul, by power of attorney 02/12/2008

__Signature of Reporting Person

Date

Explanation of Responses:

* 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).

- On February 6, 2008, the reporting person was granted a restricted stock award by our board of directors, subject to certain acceptance conditions of the award. The award was accepted on the specified transaction date. Twenty-five percent of the award vests on each of February 6, 2009, February 6, 2010, February 6, 2011 and February 6, 2012.
- (2) Date indicated is date of grant. The option vests in four equal annual installments beginning on the first anniversary of the date of grant.
 - (3) Date indicated is date of grant. The option vests over four years, as follows: 233 shares vest on each of the first and second anniversaries of the date of grant and 1,250 shares vest on each of the third and fourth anniversaries of the date of grant.
 - (4) Date indicated is date of grant. 1,250 shares vest on each of the second, third and fourth anniversaries of the date of grant.
 - (5) Date indicated is date of grant. 4,375 shares vest on each of the second, third and fourth anniversaries of the date of grant.
 - Date indicated is date of grant. The option vests over four years, as follows: 566 shares vest on the first anniversary of the date of grant;
 - (6) 1,152 shares vest on the second anniversary of the date of grant; 1,746 shares vest on the third anniversary of the date of grant and 3,850 shares vest on the fourth anniversary of the date of grant.
 - (7) Date indicated is date of grant. 1,919 shares vest on the second anniversary of the date of grant and 2,104 shares vest on the third anniversary of the date of grant.
 - Date indicated is date of grant. The option vests over four years, as follows: 3,750 shares vest on the first anniversary of the date of grant;
 - (8) 3,507 shares vest on the second anniversary of the date of grant and 1,754 shares vest on each of the third and fourth anniversaries of the date of grant.
 - (9) Date indicated is date of grant. 243 shares vest on the second anniversary of the date of grant and 1,996 shares vest on each of the third and fourth anniversaries of the date of grant

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.