

BURROWS JAMES C
Form 4
February 16, 2007

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
BURROWS JAMES C

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)
02/16/2007

Director 10% Owner
 Officer (give title below) Other (specify below)
President and CEO

BOSTON, MA 02116

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | Code | V Amount (D) Price | | | |
| Common Stock | 02/16/2007 | | A | 5,736 A \$ 0 | 184,590 | D | |
| Common Stock | | | | | 14,790 | I ⁽¹⁾ | By trust |

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.

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(9-02)

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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. 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) | \$ 23 | | | | | 03/12/1999 ⁽²⁾ 03/12/2009 | Common Stock 10,000 |
| Incentive Stock Option (right to buy) | \$ 19.75 | | | | | 04/25/2000 ⁽³⁾ 04/25/2010 | Common Stock 13,250 |
| Incentive Stock Option (right to buy) | \$ 13.75 | | | | | 05/30/2003 05/30/2012 | Common Stock 2,624 |
| Nonqualified Stock Option (right to buy) | \$ 13.75 | | | | | 05/30/2003 05/30/2012 | Common Stock 7,376 |
| Incentive Stock Option (right to buy) | \$ 22.81 | | | | | 06/05/2003 ⁽⁴⁾ 06/05/2013 | Common Stock 14,734 |
| Nonqualified Stock Option (right to buy) | \$ 22.81 | | | | | 06/05/2003 ⁽⁵⁾ 06/05/2013 | Common Stock 10,260 |
| Nonqualified Stock Option (right to buy) | \$ 32.26 | | | | | 11/25/2005 05/10/2014 | Common Stock 30,000 |
| Nonqualified Stock Option (right to buy) | \$ 50.84 | | | | | 03/25/2005 ⁽⁶⁾ 03/25/2015 | Common Stock 21,060 |
| Incentive Stock Option (right to buy) | \$ 50.84 | | | | | 03/25/2005 ⁽⁷⁾ 03/25/2015 | Common Stock 3,932 |

