## FORM 4

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

14/ 11/ /		00540	
Washington,	D.C.	20549	

STATEMENT	OF CH	ANGES IN	I BENEFICIAL	<b>OWNERSHIP</b>

OMB APPROVAL								
OMB Number:	3235-0287							
Estimated average burden								
hours per response:	0.5							

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

					01 3	ection 30(11)	OI tile	HIVESUITE	it Coi	ilpaily AC	1011340								
Name and Address of Reporting Person*     Mahoney Daniel K.					2. Issuer Name <b>and</b> Ticker or Trading Symbol CRA INTERNATIONAL, INC. [ CRAI ]									5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner					
(Last) (First) (Middle) 200 CLARENDON STREET					3. Date of Earliest Transaction (Month/Day/Year) 03/04/2024								X	X Officer (give title Other (specify below) below)  EVP, CFO AND TREASURER					
(Street)					4. If Amendment, Date of Original Filed (Month/Day/Year)  6. Indivi										vidual or Joint/Group Filing (Check Applicable Line) Form filed by One Reporting Person				
BOSTO	N N	MA	02116											Form file	d by More	than C	One Reporti	ng Person	
(City) (State) (Zip)				Rule 10b5-1(c) Transaction Indication  Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.															
			Table I - Nor	n-Deriv										wned					
1. Title of Security (Instr. 3)			2. Transaction Date (Month/Day/Year)		Execution if any	2A. Deemed Execution Date, if any (Month/Day/Year)		Transaction Dispo Code (Instr.		urities Acquired (A) or sed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following		6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Direct Indirect str. 4)	7. Nature of Indirect Beneficial Ownership		
									v	Amount	(1	A) or D)	Price	Reported Transactio (Instr. 3 an	n(s) d 4)			(Instr. 4)	
Common	Stock			03/04/	/2024			<b>M</b> <sup>(1)</sup>		1,26	54	A	(1)	11,903		03 D			
Common	Stock			03/04/	/2024			F		401	7	D	\$138.99	11,496			D		
Common	Stock			03/04/	/2024			<b>M</b> <sup>(1)</sup>		31.80	)51	A	(1)	11,527.8051		B051 D			
Common Stock		03/04/	4/2024			D		31.8051		D	\$138.99	11,496			D				
			Table II -	Derivat (e.g., p	tive S	ecurities alls, warı	Acc	quired, D s, optior	ispo	osed of	f, or Be ible se	enefi curit	cially Ow	ned					
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/Yea	Code		5. Number of 6. Derivative Ex			6. Date Exercisable and Expiration Date (Month/Day/Year)  7. Title and Amo Securities Under Derivative Secur (Instr. 3 and 4)			derlying curity	8. Price of Derivative Security (Instr. 5)	9. Numb derivativ Securitie Benefici Owned Followin Reported	ve Ownersh Form: Direct (D or Indire (I) (Instr.		Beneficial Ownership (Instr. 4)		
				Code	v	(A)	(D)	Date Exercisab		xpiration ate	Title	Nu	nount or imber of ares	unt or (Ins		tion(s)			
Restricted Stock Units	(2)	03/04/2024		M <sup>(3)</sup>		1,297.8294		(4)		(4)	Commo	n 1,2	297.8294	\$0	1,297.8	8294	D		
Restricted Stock Units	(2)							(5)		(5)	Commo	<sup>n</sup> 7	55.9666		755.9666		D		
Restricted Stock Units	(2)							(6)		(6)	Commo		350.1302		1,350.1302		D		
Restricted Stock Units	(2)							(7)		(7)	Commo	n Z	191.975		491.975		D		
Restricted Stock Units	(2)							(8)		(8)	Commo	on 3,	324.7949		3,324.7	7949	D		
Restricted Stock Units	(2)							(9)		(9)	Commo Stock	n 8	885.961		885.961		D		
Restricted Stock Units	(2)							(10)		(10)	Commo	<sup>in</sup> 1	,359.32		1,359	.32	D		
Restricted Stock	(2)							(11)		(11)	Commo	n 1.4	425.9006		1,425.9	9006	D		

## **Explanation of Responses:**

- 1. Shares issued in settlement of the vesting of performance restricted stock units ("PRSUs") granted on March 10, 2022.
- 2. Learn resultated stock unit (equot; NSU equot;) 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 (equot; Dividend Units equot;) 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. 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
- $3.\ Unvested\ RSUs\ resulting\ from\ the\ determination\ of\ the\ outcome\ of\ performance\ conditions\ of\ PRSUs\ granted\ on\ March\ 10,\ 2022.$
- 4. The RSUs, which include an aggregate of 31.8294 Dividend Units, vest in two equal annual installments beginning on March 10, 2025.
- 5. The RSUs, which include an aggregate of 27.9666 Dividend Units, vest in two equal annual installments beginning on March 22, 2024.
- 6. The RSUs, which include an aggregate of 33.1302 Dividend Units, vest in three equal annual installments beginning on March 10, 2024.
- 7. The RSUs, which include an aggregate of 19.9750 Dividend Units, vest on December 15, 2024.
- 8. The RSUs, which include an aggregate of 187.7949 Dividend Units, vest on April 3, 2024.
- 9. The RSUs, which include an aggregate of 35.9610 Dividend Units, vest on December 15, 2024.
- 10. The RSUs, which include an aggregate of 50.3200 Dividend Units, vest in two equal annual installments beginning on March 22, 2024.
- 11. The RSUs, which include an aggregate of 15.9006 Dividend Units, vest in four equal annual installments beginning on April 11, 2024.

\*\* Signature of Reporting Person

Date

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

- $^{\star}$  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.