BURROWS JAMES C

Form 4

February 16, 2007

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB 3235-0287

OMB APPROVAL

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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. See Instruction

30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading **BURROWS JAMES C** Issuer Symbol CRA INTERNATIONAL, INC. (Check all applicable) [CRAI] 3. Date of Earliest Transaction (Last) (First) (Middle) _X__ Director 10% Owner X_ Officer (give title Other (specify (Month/Day/Year) below) below) 200 CLARENDON STREET, T-33 02/16/2007 President and CEO (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting **BOSTON, MA 02116** Person (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1.Title of 2. Transaction Date 2A. Deemed 3. 4. Securities 5. Amount of 6. Ownership 7. Nature of Security (Month/Day/Year) Execution Date, if TransactionAcquired (A) or Securities Form: Direct Indirect (Instr. 3) Code Disposed of (D) Beneficially (D) or Beneficial (Instr. 3, 4 and 5) Indirect (I) Ownership (Month/Day/Year) (Instr. 8) Owned Following (Instr. 4) (Instr. 4) Reported (A) Transaction(s) or (Instr. 3 and 4) Code V Amount (D) Price Common 02/16/2007 A 5,736 A \$0 184,590 D Stock Common I (1) 14,790 By trust Stock

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

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$\label{thm:convergence} \begin{tabular}{ll} Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned \\ (\emph{e.g.}, puts, calls, warrants, options, convertible securities) \\ \end{tabular}$

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. Transactic Code (Instr. 8)	5. onNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)			7. Title and A Underlying S (Instr. 3 and	Securities
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Share
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	10,266
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	21,068
Incentive Stock Option (right to buy)	\$ 50.84					03/25/2005(7)	03/25/2015	Common Stock	3,932

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

BURROWS JAMES C

200 CLARENDON STREET, T-33 X President and CEO

BOSTON, MA 02116

Signatures

Delia J. Makhlouta, by power of attorney 02

02/16/2007

**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).
- (1) Represents shares held by the James C. Burrows Irrevocable Trust 1998, Art. Second for the benefit of certain members of Dr. Burrows' immediate family. Dr. Burrows disclaims beneficial ownership of the shares held by the Trust.
- Date indicated is date of grant. The option vests over three years, as follows: 4,347 shares vest on the date of grant, 4,347 shares vest on the first anniversary of the date of grant and 1,306 shares vest on the second anniversary of the date of grant.
- (3) Date indicated is date of grant. The option vests over four years, as follows: 3,542 shares vest on the first anniversary of the date of grant and 3,236 shares vest on each of the second, third and fourth anniversaries of the date of grant.
- (4) Date indicated is date of grant. The option vests over four years, as follows: 1,582 shares vest on the first anniversary of the date of grant and 4,384 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: 4,668 shares vest on the first anniversary of the date of grant and 1,866 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: 6,250 shares vest on each of the first and second anniversaries of the date of grant and 4,284 shares vest on the third and fourth anniversaries of the date of grant.
- (7) Date indicated is date of grant. 1,966 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.

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