

CRA INTERNATIONAL, INC.

Form 8-K

February 06, 2008

## **UNITED STATES**



**SECURITIES AND EXCHANGE COMMISSION**



WASHINGTON, DC 20549

**FORM 8-K**



**CURRENT REPORT**



**PURSUANT TO SECTION 13 OR 15(d) OF THE**

**SECURITIES EXCHANGE ACT OF 1934**



Date of report (Date of earliest event reported): **January 31, 2008**

**CRA INTERNATIONAL, INC.**

(Exact name of registrant as specified in its charter)

**Massachusetts**  
(State or other jurisdiction  
of incorporation)

**000-24049**  
(Commission  
file number)

**04-2372210**  
(IRS employer  
identification no.)

**200 Clarendon Street, Boston, Massachusetts**  
(Address of principal executive offices)

**02116**  
(Zip code)

Registrant's telephone number, including area code: **(617) 425-3000**

**Not Applicable**

(Former Name or Former Address, if Changed Since Last Report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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**Item 5.02**                      **Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.**

At our board meeting on January 31, 2008, our board of directors appointed William T. Schleyer as a Class III director. Mr. Schleyer was appointed to the compensation committee of our board of directors. Under the terms of our 2006 equity incentive plan, upon his appointment, Mr. Schleyer was granted 1,796 shares of restricted stock, vesting 25% annually over four years.



**Item 7.01**

Regulation FD Disclosure





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A copy of the press release we issued announcing the appointment of Mr. Schleyer is set forth as Exhibit 99.1 and is incorporated by reference herein. The information contained in this Item 7.01 and Item 9.01 below shall not be deemed filed for purposes of Section 18 of the Securities Exchange Act of 1934 or otherwise subject to the liabilities of that Section, nor shall it be deemed incorporated by reference in any filing under the Securities Act of 1933 or the Securities Act of 1934, whether made before or after the date hereof and regardless of any general incorporation language in such filing, except as expressly set forth by specific reference in such filing.

### **Item 9.01 Financial Statements and Exhibits.**

(d) Exhibits

| <b>Number</b> | <b>Title</b>                          |
|---------------|---------------------------------------|
| 99.1          | Press release dated February 1, 2008. |

**SIGNATURES**



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Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**CRA INTERNATIONAL, INC.**

Dated: February 4, 2008

By:

/s/ Wayne D. Mackie  
Wayne D. Mackie  
Executive Vice President, Treasurer, and  
Chief Financial Officer

**Exhibit Index**

| <b>Number</b> | <b>Title</b>                          |
|---------------|---------------------------------------|
| 99.1          | Press release dated February 1, 2008. |