

CRA INTERNATIONAL, INC.
Form 8-K
December 21, 2010

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): **December 17, 2010**

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**

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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 5.03 Amendment to Articles of Incorporation or Bylaws; Change in Fiscal Year.

On December 17, 2010, our board of directors voted to amend our amended and restated by-laws to provide that our fiscal year will end on the Saturday nearest to December 31 of each year and that our annual meeting of shareholders will occur on the third Thursday in May each year. Prior to these amendments, our by-laws had provided that our fiscal year ended on the last Saturday of November in each year and that our annual meeting of shareholders would occur on the third Thursday in April each year. As a result of this change to our fiscal year end, we will report a five-week transition period consisting of November 28, 2010 to January 1, 2011, and our 2011 fiscal year will begin on January 2, 2011 and end on December 31, 2011.

These amendments to our by-laws took effect immediately upon their adoption by our board of directors. A copy of our amended and restated by-laws, as so amended, is attached hereto as Exhibit 3.2 and incorporated herein by reference and a copy of the press release announcing the change in our fiscal year end is attached hereto as Exhibit 99.1 and incorporated herein by reference.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits

| Number | Title |
|---------------|--|
| 3.2 | Amended and Restated By-Laws, as amended |
| 99.1 | Press Release dated December 20, 2010 |

SIGNATURES

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: December 21, 2010

By:

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

Exhibit Index

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