

CHARLES RIVER LABORATORIES INTERNATIONAL INC
 Form 4
 February 26, 2014

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
 Washington, D.C. 20549

OMB APPROVAL
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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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 *
 FOSTER JAMES C

2. Issuer Name and Ticker or Trading Symbol
 CHARLES RIVER LABORATORIES INTERNATIONAL INC [CRL]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

(Last) (First) (Middle)
 251 BALLARDVALE STREET
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 02/24/2014

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

WILMINGTON, MA 01887
 (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 or Price		
Common Stock	02/24/2014		M		24,388 A \$ 36.25	380,229	D
Common Stock	02/24/2014		M		21,779 A \$ 40.4	402,008	D
Common Stock	02/24/2014		F		10,497 D \$ 59.15	391,511	D
Common Stock	02/24/2014		S ⁽¹⁾		100 D \$ 58.59	391,411	D
Common Stock	02/24/2014		S ⁽¹⁾		300 D \$ 58.61	391,111	D

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Common Stock	02/24/2014	<u>S(1)</u>	700	D	\$ 58.63	390,411	D
Common Stock	02/24/2014	<u>S(1)</u>	100	D	\$ 58.637	390,311	D
Common Stock	02/24/2014	<u>S(1)</u>	1,200	D	\$ 58.65	389,111	D
Common Stock	02/24/2014	<u>S(1)</u>	100	D	\$ 58.675	389,011	D
Common Stock	02/24/2014	<u>S(1)</u>	700	D	\$ 58.68	388,311	D
Common Stock	02/24/2014	<u>S(1)</u>	500	D	\$ 58.69	387,811	D
Common Stock	02/24/2014	<u>S(1)</u>	200	D	\$ 58.7	387,611	D
Common Stock	02/24/2014	<u>S(1)</u>	100	D	\$ 58.705	387,511	D
Common Stock	02/24/2014	<u>S(1)</u>	200	D	\$ 58.71	387,311	D
Common Stock	02/24/2014	<u>S(1)</u>	2,200	D	\$ 58.72	385,111	D
Common Stock	02/24/2014	<u>S(1)</u>	101	D	\$ 58.725	385,010	D
Common Stock	02/24/2014	<u>S(1)</u>	628	D	\$ 58.73	384,382	D
Common Stock	02/24/2014	<u>S(1)</u>	700	D	\$ 58.74	383,682	D
Common Stock	02/24/2014	<u>S(1)</u>	1,600	D	\$ 58.75	382,082	D
Common Stock	02/24/2014	<u>S(1)</u>	200	D	\$ 58.755	381,882	D
Common Stock	02/24/2014	<u>S(1)</u>	400	D	\$ 58.76	381,482	D
Common Stock	02/24/2014	<u>S(1)</u>	1,200	D	\$ 58.77	380,282	D
Common Stock	02/24/2014	<u>S(1)</u>	1,400	D	\$ 58.78	378,882	D
Common Stock	02/24/2014	<u>S(1)</u>	1,500	D	\$ 58.8	377,382	D
Common Stock	02/24/2014	<u>S(1)</u>	100	D	\$ 58.805	377,282	D
	02/24/2014	<u>S(1)</u>	600	D	\$ 58.81	376,682	D

Common Stock							
Common Stock	02/24/2014	S ⁽¹⁾	408	D	\$ 58.82	376,274	D
Common Stock	02/24/2014	S ⁽¹⁾	100	D	\$ 58.825	376,174	D
Common Stock	02/24/2014	S ⁽¹⁾	100	D	\$ 58.828	376,074	D
Common Stock	02/24/2014	S ⁽¹⁾	1,703	D	\$ 58.83	374,371	D

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

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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
Stock Options (Right to Buy)	\$ 36.25	02/24/2014		M	24,388	02/24/2013 02/24/2019	Common Stock	24,388	
Stock Options (Right to Buy)	\$ 40.4	02/24/2014		M	21,779	02/22/2014 02/22/2020	Common Stock	21,779	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
FOSTER JAMES C 251 BALLARDVALE STREET	X		Chairman, President and CEO	

WILMINGTON, MA 01887

Signatures

/s/James C.

02/25/2014

Foster

__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) This sale occurred pursuant to a 10b5-1 Trading Plan.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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