

JOHST DAVID P  
Form 4  
February 26, 2019

**FORM 4**

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

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

**OMB APPROVAL**

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(Print or Type Responses)

1. Name and Address of Reporting Person \*  
JOHST DAVID P

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)  
Corporate Executive VP

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

3. Date of Earliest Transaction  
(Month/Day/Year)  
02/22/2019

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<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3. Transaction<br>Code<br>(Instr. 8) | 4. Securities Acquired<br>(A) or Disposed of (D)<br>(Instr. 3, 4 and 5) | (A)<br>or<br>(D) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form: Direct<br>(D) or<br>Indirect (I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---------------------------------------|---|---|--------------------------------------|---|------------------|--|--|---|
|                                       |   |   | Code                                 | V   | Amount           | Price  |  |   |
| Common<br>Stock <sup>(1)</sup>        | 02/22/2019                              |   | A                                    |   | 793              | \$ 0   | 210,694  | D   |
| Common<br>Stock <sup>(2)</sup>        | 02/22/2019                              |   | A                                    |   | 5,352            | \$ 0   | 216,046  | D   |
| Common<br>Stock                       | 02/23/2019                              |   | F                                    |   | 863              | \$<br>144.67   | 215,183  | D   |
| Common<br>Stock                       | 02/24/2019                              |   | F                                    |   | 980              | \$<br>144.67   | 214,203  | D   |

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

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(9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned**  
(e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4.<br>Transaction<br>Code<br>(Instr. 8) | 5. Number of<br>Derivative<br>Securities<br>Acquired (A)<br>or Disposed of<br>(D)<br>(Instr. 3, 4,<br>and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) |     | 7. Title and Amount of<br>Underlying Securities<br>(Instr. 3 and 4) |                    |                 |                                     |
|---|---|---|---|---|--|--|-----|---|--------------------|-----------------|-------------------------------------|
|   |   |   |   | Code                                    | V  | (A)  | (D) | Date Exercisable  | Expiration<br>Date | Title           | Amount<br>or<br>Number<br>of Shares |
| Stock<br>Options<br>(Right to<br>Buy)               | \$ 144.67   | 02/22/2019                              |   | A                                       |  | 22,819   |     | 02/22/2020 <sup>(3)</sup>   | 02/22/2024         | Common<br>Stock | 22,819                              |

## Reporting Owners

| Reporting Owner Name / Address                                  | Relationships                    |
|---|----------------------------------|
|   | Director 10% Owner Officer Other |
| JOHST DAVID P<br>251 BALLARDVALE STREET<br>WILMINGTON, MA 01887 | Corporate Executive VP           |

## Signatures

/s/ David P.                      02/25/2019  
Johst

\_\_\_\_\_  
Signature of                      Date  
Reporting Person

## 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) Consists of 793 unvested restricted stock units that vest as follows: 396 shares vest one (1) year from the date of grant, and 397 shares vest two (2) years from the date of grant.
- (2) Consists of 5,352 unvested restricted stock units that vest equally over four (4) years beginning one (1) year from the date of issuance.
- (3) Stock options vest as follows: 5,704 options vest one (1) year from the date of grant, 5,705 options vest two (2) years from the date of grant, 5,705 options vest three (3) years from the date of grant, and 5,705 options vest four (4) years from 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.

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