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CHARLES RIVER LABORATORIES INTERNATIONAL INC

Form 4

February 28, 2003

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

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
Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

| | | | | |
|--|---------|----------|---|--|
| 1. Name and Address of Reporting Person* | | | 2. Issuer Name AND Ticker or Trading Symbol | 6. R |
| Renaud | Real | H | Charles River Laboratories Intl., Inc (CRL) | |
| (Last) | (First) | (Middle) | 3. I.R.S. Identification Number of Reporting Person, if an entity (voluntary) | 4. Statement for Month/Day/Year |
| 251 Bellardvale Street | | | | 02/28/2003 |
| (Street) | | | | 5. If Amendment, Date of Original (Month/Day/Year) |
| Wilmington | MA | 01887 | | 7. <input checked="" type="checkbox"/> |
| (City) | (State) | (Zip) | | |

TABLE I - NON-DERIVATIVE SECURITIES ACQUIRED, DISPOSED, OR TRANSFERRED

| 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 Reporting Transaction (Instr. and 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|
| | | | Code V | Amount (A) or Price (D) | |
| Common Stock | 02/26/03 | | M | 10,000 A \$ 5.33 | |
| Common Stock | 02/26/03 | | S | 10,000 D \$30.00 | 24,46 |

Potential persons who are to respond to the collection of information contained in this form are respond unless the form displays a currently valid OMB control number.

TABLE II - DERIVATIVE SECURITIES ACQUIRED, DISPOSED OF, OR BENEFICIAL
(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 (Instr. 9) |
|---|--|--|--|--|--|
| | | | | Code | V |
| Stock Options (Right to buy) | \$5.33 | 2/26/03 | | M | |
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| 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Beneficially | 10. Ownership Form of Derivative Securities: | 11. Nature of Indirect Beneficial Ownership | |

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| Title | Amount or Number of Shares | | Owned Following Reported Transaction(s) (Instr. 4) | Direct (D) or Indirect (I) (Instr. 4) | (Instr. 4) |
|--------------|----------------------------------|--------|--|---|------------|
| Common Stock | 10,000 | \$5.33 | 83,793 | D | |
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Explanation of Responses:

| | |
|---------------------------------|---------|
| /s/ Deborah E. Gray | 2/28/03 |
| **Signature of Reporting Person | Date |

By: Deborah E. Gray, Attorney-in-fact
RENAUD, REAL H.
251 Ballardvale Street

Wilmington, MA 01887
Charles River Laboratories Int'l., Inc (CRL)
02/2003

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

* 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).

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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