

## CHARLES RIVER LABORATORIES INTERNATIONAL INC

Form 4

February 23, 2016

**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 \*  
FOSTER JAMES C

(Last) (First) (Middle)

251 BALLARDVALE STREET

(Street)

WILMINGTON, MA 01887

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading  
Symbol

CHARLES RIVER  
LABORATORIES  
INTERNATIONAL INC [CRL]

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

02/22/2016

4. If Amendment, Date Original  
Filed(Month/Day/Year)

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

6. Individual or Joint/Group Filing(Check  
Applicable Line)

☒ Form filed by One Reporting Person  
☐ Form filed by More than One Reporting  
Person

**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 Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-------------------------------------------------------------------|--------|------------|-----------------------------------------------------------------------------------------------|----------------------------------------------------------|-------------------------------------------------------|
|                                 |                                      |                                                    | Code                           | V                                                                 | Amount | (A) or (D) | Price                                                                                         |                                                          |                                                       |
| Common Stock                    | 02/22/2016                           |                                                    | M                              |                                                                   | 21,779 | A          | \$ 40.4                                                                                       | 402,964                                                  | D                                                     |
| Common Stock                    | 02/22/2016                           |                                                    | S <sup>(1)</sup>               |                                                                   | 500    | D          | \$ 72.89                                                                                      | 402,464                                                  | D                                                     |
| Common Stock                    | 02/22/2016                           |                                                    | S <sup>(1)</sup>               |                                                                   | 110    | D          | \$ 72.97                                                                                      | 402,354                                                  | D                                                     |
| Common Stock                    | 02/22/2016                           |                                                    | S <sup>(1)</sup>               |                                                                   | 49     | D          | \$ 72.98                                                                                      | 402,305                                                  | D                                                     |
| Common Stock                    | 02/22/2016                           |                                                    | S <sup>(1)</sup>               |                                                                   | 210    | D          | \$ 72.99                                                                                      | 402,095                                                  | D                                                     |

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|              |            |                        |     |   |          |         |   |
|--------------|------------|------------------------|-----|---|----------|---------|---|
| Common Stock | 02/22/2016 | <u>S<sup>(1)</sup></u> | 20  | D | \$ 73    | 402,075 | D |
| Common Stock | 02/22/2016 | <u>S<sup>(1)</sup></u> | 10  | D | \$ 73.01 | 402,065 | D |
| Common Stock | 02/22/2016 | <u>S<sup>(1)</sup></u> | 50  | D | \$ 73.02 | 402,015 | D |
| Common Stock | 02/22/2016 | <u>S<sup>(1)</sup></u> | 10  | D | \$ 73.03 | 402,005 | D |
| Common Stock | 02/22/2016 | <u>S<sup>(1)</sup></u> | 300 | D | \$ 73.05 | 401,705 | D |
| Common Stock | 02/22/2016 | <u>S<sup>(1)</sup></u> | 200 | D | \$ 73.06 | 401,505 | D |
| Common Stock | 02/22/2016 | <u>S<sup>(1)</sup></u> | 700 | D | \$ 73.08 | 400,805 | D |
| Common Stock | 02/22/2016 | <u>S<sup>(1)</sup></u> | 600 | D | \$ 73.09 | 400,205 | D |
| Common Stock | 02/22/2016 | <u>S<sup>(1)</sup></u> | 800 | D | \$ 73.1  | 399,405 | D |
| Common Stock | 02/22/2016 | <u>S<sup>(1)</sup></u> | 900 | D | \$ 73.11 | 398,505 | D |
| Common Stock | 02/22/2016 | <u>S<sup>(1)</sup></u> | 400 | D | \$ 73.12 | 398,105 | D |
| Common Stock | 02/22/2016 | <u>S<sup>(1)</sup></u> | 300 | D | \$ 73.13 | 397,805 | D |
| Common Stock | 02/22/2016 | <u>S<sup>(1)</sup></u> | 500 | D | \$ 73.14 | 397,305 | D |
| Common Stock | 02/22/2016 | <u>S<sup>(1)</sup></u> | 600 | D | \$ 73.15 | 396,705 | D |
| Common Stock | 02/22/2016 | <u>S<sup>(1)</sup></u> | 800 | D | \$ 73.16 | 395,905 | D |
| Common Stock | 02/22/2016 | <u>S<sup>(1)</sup></u> | 600 | D | \$ 73.17 | 395,305 | D |
| Common Stock | 02/22/2016 | <u>S<sup>(1)</sup></u> | 400 | D | \$ 73.18 | 394,905 | D |
| Common Stock | 02/22/2016 | <u>S<sup>(1)</sup></u> | 472 | D | \$ 73.19 | 394,433 | D |
| Common Stock | 02/22/2016 | <u>S<sup>(1)</sup></u> | 600 | D | \$ 73.2  | 393,833 | D |
| Common Stock | 02/22/2016 | <u>S<sup>(1)</sup></u> | 200 | D | \$ 73.21 | 393,633 | D |
|              | 02/22/2016 | <u>S<sup>(1)</sup></u> | 500 | D |          | 393,133 | D |

Common Stock \$ 73.22

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)               | \$ 40.4                                                | 02/22/2016                           |                                                    | 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<br>251 BALLARDVALE STREET<br>WILMINGTON, MA 01887 | X Chairman, President and CEO    |

## Signatures

/s/James C. Foster 02/22/2016

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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