

FOSTER JAMES C

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 *
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)
02/25/2019

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 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 | 02/25/2019 | | S ⁽¹⁾ | | 247 | D | \$ 145.96 | 286,397 | D |
| Common Stock | 02/25/2019 | | S ⁽¹⁾ | | 253 | D | \$ 145.965 | 286,144 | D |
| Common Stock | 02/25/2019 | | S ⁽¹⁾ | | 400 | D | \$ 145.98 | 285,744 | D |
| Common Stock | 02/25/2019 | | S ⁽¹⁾ | | 200 | D | \$ 145.985 | 285,544 | D |
| Common Stock | 02/25/2019 | | S ⁽¹⁾ | | 100 | D | \$ 146 | 285,444 | D |

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| | | | | | | | | |
|--------------|------------|------------------|-------|---|------------|---------|---|----------------|
| Common Stock | 02/25/2019 | S ⁽¹⁾ | 500 | D | \$ 146.01 | 284,944 | D | |
| Common Stock | 02/25/2019 | S ⁽¹⁾ | 300 | D | \$ 146.02 | 284,644 | D | |
| Common Stock | 02/25/2019 | S ⁽¹⁾ | 200 | D | \$ 146.03 | 284,444 | D | |
| Common Stock | 02/25/2019 | S ⁽¹⁾ | 200 | D | \$ 146.05 | 284,244 | D | |
| Common Stock | 02/25/2019 | S ⁽¹⁾ | 400 | D | \$ 146.065 | 283,844 | D | |
| Common Stock | 02/25/2019 | S ⁽¹⁾ | 100 | D | \$ 146.14 | 283,744 | D | |
| Common Stock | 02/25/2019 | S ⁽¹⁾ | 100 | D | \$ 146.195 | 283,644 | D | |
| Common Stock | 02/26/2019 | F | 2,273 | D | \$ 145.31 | 281,371 | D | |
| Common Stock | | | | | | 18,390 | I | 2017 GRAT |
| Common Stock | | | | | | 25,000 | I | 2018 GRAT |
| Common Stock | | | | | | 340 | I | By Trust |
| Common Stock | | | | | | 10,000 | I | Held By Spouse |

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

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SEC 1474
(9-02)

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) | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Beneficially Owned Following Reportable Transaction (Instr. 6) |
|---|--|---|---|--------------------------------------|---|--|---|---|---|
| | | | | Code | V (A) (D) | | Title | | |

| | | |
|---------------------|--------------------|--|
| Date Exercisable | Expiration Date | Amount or Number of Shares |
|---------------------|--------------------|--|

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|-----------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| FOSTER JAMES C 251 BALLARDVALE STREET WILMINGTON, MA 01887 | X | | Chairman, President and CEO | |

Signatures

/s/ James C.
Foster

02/26/2019

____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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