

CHARLES RIVER LABORATORIES INTERNATIONAL INC  
 Form 4  
 March 04, 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 \*  
 GILLETT NANCY

(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)  
 02/28/2014

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)  
 Corporate Executive VP

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)
				(A) or (D)	Price		
				Code	V	Amount	
Common Stock	02/28/2014		S	100	D	\$ 60.05	43,875 D
Common Stock	02/28/2014		S	200	D	\$ 60.06	43,675 D
Common Stock	02/28/2014		S	100	D	\$ 60.065	43,575 D
Common Stock	02/28/2014		S	100	D	\$ 60.069	43,475 D
Common Stock	02/28/2014		S	100	D	\$ 60.09	43,375 D

Common Stock	02/28/2014	S	209	D	\$ 60.1	43,166	D
Common Stock	02/28/2014	S	4	D	\$ 60.11	43,162	D
Common Stock <sup>(1)</sup>	02/28/2014	A	5,463	A	\$ 0	48,625	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 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)	Amount or Number of Shares
Stock Options (Right to Buy)	\$ 59.41	02/28/2014		A	17,517	02/28/2015 <sup>(2)</sup> 02/28/2021	Common Stock	17,517

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
GILLETT NANCY 251 BALLARDALE STREET WILMINGTON, MA 01887			Corporate Executive VP	

## Signatures

/s/Nancy Gillett                      03/04/2014  
 \*\*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) Restricted Common shares vest as follows: 2,130 shares vest one (1) year from date of grant, 1,111 shares vest two (2) years from date of grant, 1,111 shares vest three (3) years from date of grant and 1,111 shares vest four (4) years from date of grant.
- (2) Options vest as follows: 4,379 shares vest on each of the first, second and third anniversaries of the date of the grant. 4,380 shares vest on the fourth anniversary of the date of the 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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