

CHARLES RIVER LABORATORIES INTERNATIONAL INC  
 Form 4  
 May 08, 2015

**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 \*  
 MASSARO GEORGE

(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)  
 05/06/2015

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)

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 Ownership (Instr. 4)
			Code	V	Amount or Price		
Common Stock	05/06/2015		A		1,970 <sub>(1)</sub>	A	\$ 0 16,480 D
Common Stock	05/07/2015		S <sup>(2)</sup>		160	D	\$ 69.98 16,320 D
Common Stock	05/07/2015		S <sup>(2)</sup>		100	D	\$ 69.99 16,220 D
Common Stock	05/07/2015		S <sup>(2)</sup>		100	D	\$ 70.04 16,120 D
Common Stock	05/07/2015		S <sup>(2)</sup>		100	D	\$ 70.1 16,020 D

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Common Stock	05/07/2015	S <sup>(2)</sup>	100	D	\$ 70.12	15,920	D
Common Stock	05/07/2015	S <sup>(2)</sup>	100	D	\$ 70.17	15,820	D
Common Stock	05/07/2015	S <sup>(2)</sup>	100	D	\$ 70.23	15,720	D
Common Stock	05/07/2015	S <sup>(2)</sup>	100	D	\$ 70.25	15,620	D
Common Stock	05/07/2015	S <sup>(2)</sup>	100	D	\$ 70.29	15,520	D
Common Stock	05/07/2015	S <sup>(2)</sup>	200	D	\$ 70.35	15,320	D
Common Stock	05/07/2015	S <sup>(2)</sup>	100	D	\$ 70.45	15,220	D
Common Stock	05/07/2015	S <sup>(2)</sup>	100	D	\$ 70.56	15,120	D

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

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

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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)				
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Options (Right to Buy)	\$ 70.29	05/06/2015		A		3,140		05/06/2016 <sup>(3)</sup>	05/06/2020	Common Stock	3,140

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MASSARO GEORGE 251 BALLARDVALE STREET WILMINGTON, MA 01887			X	

## Signatures

/s/George  
Massaro

05/07/2015

\_\_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) The Restricted Shares of Common Stock vest upon the earlier of 5/6/2016 or the business day prior to the Company's next annual meeting of shareholders.
- (2) This sale occurred pursuant to a 10b5-1 Trading Plan.
- (3) The Stock Options become exercisable upon the earlier of 5/6/2016 or the business day prior to the Company's next annual meeting of shareholders.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.