

## CHARLES RIVER LABORATORIES INTERNATIONAL INC

Form 4

February 29, 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 \*  
**JOHST DAVID P**

(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)  
**02/25/2016**

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

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

\_\_\_\_ Director \_\_\_\_ 10% Owner  
\_\_\_\_X\_\_\_\_ Officer (give title \_\_\_\_ Other (specify  
below) below)  
Corporate Executive VP

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
\_\_\_\_X\_\_\_\_ 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	02/25/2016		M		34,075	A	\$ 24.8	189,023	D
Common Stock	02/25/2016		S		30,020	D	\$ 73	159,003	D
Common Stock	02/25/2016		S		100	D	\$ 73.02	158,903	D
Common Stock	02/25/2016		S		100	D	\$ 73.05	158,803	D
Common Stock	02/25/2016		S		100	D	\$ 73.06	158,703	D

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Common Stock	02/25/2016	S	100	D	\$ 73.07	158,603	D
Common Stock	02/25/2016	S	200	D	\$ 73.08	158,403	D
Common Stock	02/25/2016	S	100	D	\$ 73.1	158,303	D
Common Stock	02/25/2016	S	100	D	\$ 73.11	158,203	D
Common Stock	02/25/2016	S	790	D	\$ 73.12	157,413	D
Common Stock	02/25/2016	S	100	D	\$ 73.14	157,313	D
Common Stock	02/25/2016	S	100	D	\$ 73.15	157,213	D
Common Stock	02/25/2016	S	200	D	\$ 73.16	157,013	D
Common Stock	02/25/2016	S	200	D	\$ 73.18	156,813	D
Common Stock	02/25/2016	S	400	D	\$ 73.2	156,413	D
Common Stock	02/25/2016	S	100	D	\$ 73.21	156,313	D
Common Stock	02/25/2016	S	400	D	\$ 73.23	155,913	D
Common Stock	02/25/2016	S	100	D	\$ 73.2315	155,813	D
Common Stock	02/25/2016	S	100	D	\$ 73.232	155,713	D
Common Stock	02/25/2016	S	100	D	\$ 73.234	155,613	D
Common Stock	02/25/2016	S	665	D	\$ 73.24	154,948	D
Common Stock <sup>(1)</sup>	02/26/2016	A	1,366	A	\$ 0	156,314	D
Common Stock <sup>(2)</sup>	02/26/2016	A	6,553	A	\$ 0	162,867	D
Common Stock	02/27/2016	F	987	D	\$ 73.7	161,880	D
Common Stock	02/28/2016	F	1,134	D	\$ 73.7	160,746	D

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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 Security (Instr. 3 and 4)
				Code V (A) (D)		Date Exercisable Expiration Date	Title
Stock Options (Right to Buy)	\$ 24.8	02/25/2016		M	34,075	02/27/2010 02/27/2016	Common Stock 3
Stock Options (Right to Buy)	\$ 73.7	02/26/2016		A	32,158	02/26/2017 <sup>(3)</sup> 02/26/2021	Common Stock 3

## Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
JOHST DAVID P 251 BALLARDVALE STREET WILMINGTON, MA 01887	Corporate Executive VP

## Signatures

/s/David Johst 02/29/2016  
 \*\*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) Consists of 1,366 unvested restricted stock units that vest equally over two (2) years beginning one (1) year from the date of issuance.

Consists of 6,553 unvested restricted stock units that vest as follows: 1,638 shares vest one (1) year from the date of issuance, 1,638 shares vest two (2) years from the date of issuance, 1,638 shares vest three (3) years from the date of issuance, and 1,639 shares vest four (4) years from the date of issuance.

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- (3) Stock options vest as follows: 8,039 options vest one (1) year from the date of grant, 8,040 options vest two (2) years from the date of grant, 8,039 options vest three (3) years from the date of grant, and 8,040 options vest four (4) years from the date of 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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