

CHARLES RIVER LABORATORIES INTERNATIONAL INC
 Form 4
 May 16, 2016

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 *
 WALLMAN RICHARD F

(Last) (First) (Middle)

CHARLES RIVER
 LABORATORIES, 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)
 05/12/2016

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)

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 | 05/12/2016 | | A | | 2,260 (1) | A | \$ 0 17,690 D |
| Common Stock | 05/12/2016 | | A | | 730 (2) | A | \$ 0 18,420 D |
| Common Stock | 05/13/2016 | | S | | 500 | D | \$ 82.15 17,920 D |
| Common Stock | 05/13/2016 | | S | | 800 | D | \$ 82.31 17,120 D |

| | | | | | | | |
|--------------|------------|---|-----|---|----------|--------|---|
| Common Stock | 05/13/2016 | S | 200 | D | \$ 82.41 | 16,920 | D |
| Common Stock | 05/13/2016 | S | 470 | D | \$ 82.5 | 16,450 | D |

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) | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Owned Following Reporting Transaction (Instr. 6) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---|
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---|

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| WALLMAN RICHARD F CHARLES RIVER LABORATORIES 251 BALLARDVALE STREET WILMINGTON, MA 01887 | X | | | |

Signatures

/s/ Richard Wallman
Date: 05/13/2016

**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).

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- (1) Consists of 2,260 unvested restricted stock units that vest upon the earlier of 5/12/2017 or the business day prior to the Company's next annual meeting of shareholders.
- (2) This grant was made in lieu of cash director services fees for the term commencing May 11, 2016. The restricted stock units vest upon the earlier of 5/12/2017 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.

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