## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

## FORM 8-K

CURRENT REPORT Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

October 16, 2020

Date of Report (Date of earliest event reported)

### **CHARLES RIVER LABORATORIES INTERNATIONAL, INC.**

(Exact Name of Registrant as Specified in Charter)

Delaware

(State or Other Jurisdiction of Incorporation) 001-15943 (Commission File Number) 06-1397316

(IRS Employer Identification No.)

251 Ballardvale Street Wilmington, Massachusetts 01887

(Address of Principal Executive Offices) (Zip Code)

781-222-6000

(Registrant's Telephone Number, including Area Code)

Securities registered pursuant to Section 12(b) of the Act:

Title of each class	Trading Symbol(s)	Name of each exchange on which registered
Common stock, \$0.01 par value	CRL	New York Stock Exchange

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

□ Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (17 CFR §230.405) or Rule 12b-2 of the Securities Exchange Act of 1934 (17 CFR §240.12b-2).

Emerging growth company  $\Box$ 

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

# Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

Effective October 16, 2020, the Board of Directors (the "Board") of Charles River Laboratories International, Inc. (the "Registrant") increased the size of the Board from eleven to twelve. Following the increase in the size of the Board, the Board filled the vacancy and appointed George Llado Sr. to the Board.

Mr. Llado has been appointed to the Registrant's existing Compensation Committee and Corporate Governance and Nominating Committee. There are no arrangements or understandings between Mr. Llado and any other person pursuant to which he was selected as a director, and there are no transactions in which Mr. Llado has an interest requiring disclosure under Item 404(a) of Regulation S-K.

Mr. Llado will participate in the non-employee director compensation arrangements generally applicable to all of the Registrant's non-employee directors. Under the terms of those arrangements as currently in effect, new directors initially appointed after the Annual Meeting of Shareholders will receive an initial equity award and cash retainer for board and board committee service on a pro-rata basis calculated based on the time of service. The annual equity award (before pro-rata adjustment) has a value of \$243,500 and will be issued in the form of 50% restricted stock units and 50% stock options, in each case issued on the first day of the month following initial election or appointment to the Board.

Mr. Llado has served as Senior Vice President and Chief Information Officer at Alexion Pharmaceuticals since 2015. From 1989 to 2015, Mr. Llado was employed by Merck & Co., Inc. in IT positions of increasing responsibility, most recently as Vice President, Manufacturing and Supply Chain Information Technology and business-line CIO. Mr. Llado also held roles as Merck & Co.'s Vice President, Corporate Information Technology and business-line CIO for its Global Commercial Organization and various corporate functions. Mr. Llado is a Board member of the National Center for Women & Information Technology and Temple University's Fox School of Business IT Advisory Board.

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#### SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

### CHARLES RIVER LABORATORIES INTERNATIONAL, INC.

Date: October 19, 2020

By: /s/ Bobbie L. King Jr.

Bobbie L. King Jr., Assistant Secretary

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