

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

| OMB APPROVAL                                 |           |
|--|-----------|
| OMB Number:                                  | 3235-0287 |
| Estimated average burden hours per response: | 0.5       |

|  |  |   |
|--|--|---|
| 1. Name and Address of Reporting Person *<br><b>FOSTER JAMES C</b><br><br>(Last) (First) (Middle)<br><b>251 BALLARDVALE STREET</b><br><br>(Street)<br><b>WILMINGTON MA 01887</b><br><br>(City) (State) (Zip) | 2. Issuer Name and Ticker or Trading Symbol<br><b>CHARLES RIVER LABORATORIES INTERNATIONAL, INC. [ CRL ]</b> | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable)<br><input checked="" type="checkbox"/> Director 10% Owner<br><input checked="" type="checkbox"/> Officer (give title below) Other (specify below)<br><b>Chairman, President and CEO</b> |
|  | 3. Date of Earliest Transaction (Month/Day/Year)<br><b>02/26/2020</b>  |   |
| 4. If Amendment, Date of Original Filed (Month/Day/Year)   |  |   |

**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                    | 02/26/2020                           |  | M                              |   | 25,124  | A          | \$73.7                    | 311,899   | D  |   |
| Common Stock                    | 02/26/2020                           |  | S <sup>(1)</sup>               |   | 5,311   | D          | \$160.398 <sup>(2)</sup>  | 306,588   | D  |   |
| Common Stock                    | 02/26/2020                           |  | S <sup>(1)</sup>               |   | 4,098   | D          | \$161.3973 <sup>(3)</sup> | 302,490   | D  |   |
| Common Stock                    | 02/26/2020                           |  | S <sup>(1)</sup>               |   | 6,621   | D          | \$162.2099 <sup>(4)</sup> | 295,869   | D  |   |
| Common Stock                    | 02/26/2020                           |  | S <sup>(1)</sup>               |   | 4,198   | D          | \$163.307 <sup>(5)</sup>  | 291,671   | D  |   |
| Common Stock                    | 02/26/2020                           |  | S <sup>(1)</sup>               |   | 4,896   | D          | \$164.1292 <sup>(6)</sup> | 286,775   | D  |   |
| Common Stock                    |                                      |  |                                |   |   |            |                           | 12,800  | I  | 2018 GRAT   |
| Common Stock                    |                                      |  |                                |   |   |            |                           | 25,000  | I  | 2019 GRAT   |
| Common Stock                    |                                      |  |                                |   |   |            |                           | 750   | I  | By Trust  |
| Common Stock                    |                                      |  |                                |   |   |            |                           | 2,250   | I  | By Trust  |
| Common Stock                    |                                      |  |                                |   |   |            |                           | 340   | I  | By Trust  |
| Common Stock                    |                                      |  |                                |   |   |            |                           | 10,000  | I  | Held By Spouse  |

**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 Securities Underlying Derivative Security (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4) | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |       |
|--|--|--------------------------------------|--|--------------------------------|---|--|--------|--|-----------------|---|--|--|---|--|-------|
|  |  |                                      |  | Code                           | V | (A)  | (D)    | Date Exercisable   | Expiration Date |   |  |  |   |  | Title |
| Stock Options (Right to Buy)               | \$73.7   | 02/26/2020                           |  | M                              |   |  | 25,124 | 02/26/2017   | 02/26/2021      | Common Stock  | 25,124                                     | \$0  | 0   | D  |       |

**Explanation of Responses:**

- This sale occurred pursuant to a 10b5-1 Trading Plan.
- This transaction was executed in multiple trades at prices ranging from \$159.84 to \$160.825. The price reported above reflects the weighted average sale price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer full information regarding the number of shares and prices at which the transaction was effected.
- This transaction was executed in multiple trades at prices ranging from \$160.85 to \$161.82. The price reported above reflects the weighted average sale price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer full information regarding the number of shares and prices at which the transaction was effected.
- This transaction was executed in multiple trades at prices ranging from \$161.84 to \$162.79. The price reported above reflects the weighted average sale price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer full information regarding the number of shares and prices at which the transaction was effected.
- This transaction was executed in multiple trades at prices ranging from \$162.85 to \$163.785. The price reported above reflects the weighted average sale price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer full information regarding the number of shares and prices at which the transaction was effected.
- This transaction was executed in multiple trades at prices ranging from \$163.80 to \$164.79. The price reported above reflects the weighted average sale price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer full information regarding the number of shares and prices at which the transaction was effected.

/s/ James C. Foster

02/27/2020

\*\* Signature of Reporting Person

Date

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

\* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

**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 Number.**