FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

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

| 1. Name and Address of Reporting Person*  ROGERS DOUGLAS E |   |  |  |        | <u>C</u>                      | 2. Issuer Name and Ticker or Trading Symbol CHARLES RIVER LABORATORIES INTERNATIONAL INC [ CRL ] |         |            |   |   |                       |   |                    |   |   | able)<br>r  | g Pers              | 10% O  | vner                                  |  |
|--|---|--|--|--------|-------------------------------|--|---------|------------|---|---|-----------------------|---|--------------------|---|---|---|---------------------|--|---------------------------------------|--|
| (Last)<br>251 BAL  | `   | irst)<br>LE STREET                         | (Middle)   |        |                               | 3. Date of Earliest Transaction (Month/Day/Year) 05/08/2009                                      |         |            |   |   |                       |   |                    |   | below)  | (give title   |                     | Other (s   | вреспу<br>                            |  |
| (Street) WILMIN (City)                                     | IGTON M   |  | 01887<br>(Zip)                                       |        | 4.1                           | 4. If Amendment, Date of Original Filed (Month/Day/Year)   |         |            |   |   |                       |   | 6. Inc<br>Line)    | Form fil  | or Joint/Group Filing (Check Applicable<br>m filed by One Reporting Person<br>m filed by More than One Reporting<br>son |   |                     |  |                                       |  |
|  |   | Tal  | ole I - Nor  | n-Deri | ivativ                        | e Se   | curitie | s Ac       | quired,   | Dis   | posed o               | f, or   | Bene               | eficially   | / Owned   |   |                     |  |                                       |  |
| Date   |   |  |  |        |                               | 2A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year                                       |         | Code (Inst |   | 4. Securities Acquired (A<br>Disposed Of (D) (Instr. 3,<br>5) |                       |   | (A) or<br>3, 4 and | 5. Amour<br>Securitie<br>Beneficia<br>Owned F<br>Reported | s<br>ally<br>ollowing   | 6. Ownership<br>Form: Direct<br>(D) or Indirect<br>(I) (Instr. 4)                       |                     | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership                      |                                       |  |
|  |   |  |  |        |                               |  |         |            |   | v   | Amount                | Amount (A) or (D)   |                    | Price   | Transact  | saction(s)<br>r. 3 and 4)   |                     |  | (Instr. 4)                            |  |
| Common   | Stock   |  |  | 05/0   | 08/200                        | )9   |         |            | A   |   | 2,530(                | ,530 <sup>(1)</sup> A \$0 9,879 D   |                    |   |   |   |                     |  |                                       |  |
|  |   |  | Table II -   |        |                               |  |         |            |   |   | osed of,<br>convertib |   |                    |   | Owned   |   |                     |  |                                       |  |
| 1. Title of<br>Derivative<br>Security<br>(Instr. 3)        | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction<br>Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Da<br>if any<br>(Month/Day/Y | ate,   | 4.<br>Transa<br>Code (I<br>8) |  | of      |            | 6. Date Exercisal<br>Expiration Date<br>(Month/Day/Year |   |                       | 7. Title and Am<br>of Securities<br>Underlying<br>Derivative Secu<br>(Instr. 3 and 4) |                    | s<br>Security   | 8. Price of<br>Derivative<br>Security<br>(Instr. 5)   | 9. Number derivative Securities Beneficia Owned Following Reported Transacti (Instr. 4) | e<br>s<br>ally<br>g | 10.<br>Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I) (Instr. 4) | Beneficial<br>Ownership<br>(Instr. 4) |  |
|  |   |  |  |        | Code                          | v  | (A)     | (D)        | Date<br>Exercisab                                       |   | Expiration<br>Date    | Title   |                    | Amount<br>or<br>Number<br>of<br>Shares                    |   |   |                     |  |                                       |  |
| Stock<br>Options<br>(Right to<br>Buy)                      | \$28.29   | 05/08/2009                                 |  |        | A                             |  | 10,440  |            | 05/08/201   | 0(2)  | 05/08/2016            |   | nmon<br>ock        | 10,440  | \$0   | 10,44   | 10                  | D  |                                       |  |

## **Explanation of Responses:**

- 1. Reflects Restricted Shares of Common Stock that vest upon the earlier of 5/08/2010 or the business day immediately preceding the next annual meeting of shareholders of the Issuer.
- 2. The stock options become exercisable upon the earlier of 5/08/2010 or the business day prior to the Company's next annual meeting of shareholders.

<u>/s/ Douglas E. Rogers</u> <u>05/11/2009</u>

\*\* Signature of Reporting Person Date

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

- $^{\star}$  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.

## POWER OF ATTORNEY SECTION 16 FILINGS

Know all by these presents, that the undersigned hereby constitutes and appoints David P. Johst and Matthew L. Daniel as the undersigned's true and lawful attorneys-in-fact to:

- (1) prepare, execute in the undersigned?s name and on the undersigned?s behalf, and submit to the U.S. Securities and Exchange Commission (the SEC) a Form ID, including amendments thereto, and any other documents necessary or appropriate to obtain codes and passwords enabling the undersigned to make electronic filings with the SEC of reports required by Section 16(a) of the Securities Exchange Act of 1934 or any rule or regulation of the SEC;
- (2) execute for and on behalf of the undersigned, in the undersigned's capacity as an officer and/or director of Charles River Laboratories International, Inc. (the Company), Forms 3, 4, and 5 in accordance with Section 16(a) of the Securities Exchange Act of 1934 and the rules thereunder, and any other forms or reports the undersigned may be required to file in connection with the undersigned?s ownership, acquisition, or disposition of securities of the Company;
- (3) do and perform any and all acts for and on behalf of the undersigned which may be necessary or desirable to complete and execute any such Form 3, 4, or 5, complete and execute any amendment or amendments thereto, and timely file such form with the United States Securities and Exchange Commission and any stock exchange or similar authority; and
- (4) take any other action of any type whatsoever in connection with the foregoing which, in the opinion of such attorney-in-fact, may be of benefit to, in the best interest of, or legally required by, the undersigned, it being understood that the documents executed by such attorney-in-fact on behalf of the undersigned pursuant to this Power of Attorney shall be in such form and shall contain such terms and conditions as such attorney-in-fact may approve in such attorney-in-fact's discretion.

The undersigned hereby grants the attorney-in-fact full power and authority to do and perform any and every act and thing whatsoever requisite, necessary, or proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as the undersigned might or could do if personally present, with full power of substitution or revocation, hereby ratifying and confirming all that such attorney-in-fact, or such attorney-in-fact's substitute or substitutes, shall lawfully do or cause to be done by virtue of this power of attorney and the rights and powers herein granted. The undersigned acknowledges that the foregoing attorney-in-fact, in serving in such capacity at the request of the undersigned, is not assuming, nor is the Company assuming, any of the undersigned's responsibilities to comply with Section 16 of the Securities Exchange Act of 1934.

This Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file Forms 3, 4, and 5 with respect to the undersigned's holdings of and transactions in securities issued by the Company, unless earlier revoked by the undersigned in a signed writing delivered to the foregoing attorneys-in-fact.

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this 13th day of February, 2009.

/s/Douglas E. Rogers Signature