SEC Form 4

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

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 3235-0287 OMB Number: Estimated average burden hours per response: 05

1. Name and Address JOHST DAVI	1 0	*	2. Issuer Name and Ticker or Trading Symbol <u>CHARLES RIVER LABORATORIES</u> <u>INTERNATIONAL INC</u> [CRL]		tionship of Reporting Person all applicable) Director Officer (give title below)	(s) to Issuer 10% Owner Other (specify below)		
(Last) 251 BALLARDV	(First) (Middle) SALLARDVALE STREET		3. Date of Earliest Transaction (Month/Day/Year) 02/24/2017		Corporate Executiv	,		
(Street) WILMINGTON MA 01887			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line) X	. Individual or Joint/Group Filing (Check Applicable ine) X Form filed by One Reporting Person Form filed by More than One Reporting Person			
(City)	(State)	(Zip) able I - Non-Deriva	ative Securities Acquired, Disposed of, or Benefic	cially (Dwned			

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)	Transaction Code (Instr.					5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	v	Amount	(A) or Trico		Transaction(s) (Instr. 3 and 4)		(1130.4)
Common Stock ⁽¹⁾	02/24/2017		A		1,208	A	\$0	177,632	D	
Common Stock ⁽²⁾	02/24/2017		A		6,400	A	\$0	184,032	D	
Common Stock	02/26/2017		F		1,093	D	\$88.05	182,939	D	

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. Transa Code (8)		of		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	Amount or Number of Shares				
Stock Options (Right to Buy)	\$88.05	02/24/2017		A		30,847		02/24/2018 ⁽³⁾	02/24/2022	Common Stock	30,847	\$0	30,847	D	

Explanation of Responses:

1. Consists of 1,208 unvested restricted stock units that vest equally over two (2) years beginning one (1) year from the date of issuance.

2. Consists of 6,400 unvested restricted stock units that vest equally over four (4) years beginning one (1) year from the date of issuance.

3. Stock options vest as follows: 7,711 options vest one (1) year from the date of grant, 7,712 options vest two (2) years from the date of grant, 7,712 options vest three (3) years from the date of grant, and 7,712 options vest four (4) years from the date of grant.

/s/ David P. Johst

** Signature of Reporting Person Date

02/27/2017

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

 \ast 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.