

GILLETT NANCY
Form 4
March 11, 2013

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 *
GILLETT NANCY

2. Issuer Name and Ticker or Trading Symbol
CHARLES RIVER LABORATORIES INTERNATIONAL INC [CRL]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

___ Director ___ 10% Owner
 Officer (give title below) ___ Other (specify below)
Corporate Executive VP

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
03/07/2013

251 BALLARDVALE STREET
(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
___ Form filed by More than One Reporting Person

WILMINGTON, MA 01887
(City) (State) (Zip)

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	03/07/2013		M		12,875	A	\$ 37.03	67,385	D
Common Stock	03/07/2013		M		5,537	A	\$ 36.25	72,922	D
Common Stock	03/07/2013		S		3,744	D	\$ 41.7	69,178	D
Common Stock	03/07/2013		S		1,400	D	\$ 41.705	67,778	D
Common Stock	03/07/2013		S		100	D	\$ 41.7075	67,678	D

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Common Stock	03/07/2013	S	1,700	D	\$ 41.71	65,978	D
Common Stock	03/07/2013	S	1,700	D	\$ 41.715	64,278	D
Common Stock	03/07/2013	S	100	D	\$ 41.7175	64,178	D
Common Stock	03/07/2013	S	3,100	D	\$ 41.72	61,078	D
Common Stock	03/07/2013	S	700	D	\$ 41.725	60,378	D
Common Stock	03/07/2013	S	100	D	\$ 41.729	60,278	D
Common Stock	03/07/2013	S	2,668	D	\$ 41.73	57,610	D
Common Stock	03/07/2013	S	600	D	\$ 41.735	57,010	D
Common Stock	03/07/2013	S	1,000	D	\$ 41.74	56,010	D
Common Stock	03/07/2013	S	100	D	\$ 41.745	55,910	D
Common Stock	03/07/2013	S	400	D	\$ 41.75	55,510	D
Common Stock	03/07/2013	S	100	D	\$ 41.755	55,410	D
Common Stock	03/07/2013	S	600	D	\$ 41.76	54,810	D
Common Stock	03/07/2013	S	100	D	\$ 41.77	54,710	D
Common Stock	03/07/2013	S	100	D	\$ 41.78	54,610	D
Common Stock	03/07/2013	S	100	D	\$ 41.79	54,510	D

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

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(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

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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)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Options (Right to Buy)	\$ 37.03	03/07/2013		M		12,875	02/25/2012 02/25/2018	Common Stock	12,875
Stock Options (Right to Buy)	\$ 36.25	03/07/2013		M		5,537	02/24/2013 02/24/2019	Common Stock	5,537

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
GILLETT NANCY 251 BALLARDVALE STREET WILMINGTON, MA 01887			Corporate Executive VP	

Signatures

/s/Matthew Daniel as attorney-in-fact for Nancy Gillett
 03/11/2013
 **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).

Remarks:

Form 2 of 2

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.