

FOSTER JAMES C  
Form 4  
November 04, 2004

**FORM 4**

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2005  
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).

**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 \*  
FOSTER JAMES C

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)  
President and CEO

(Last) (First) (Middle)

251 BALLARDVALE STREET

(Street)

3. Date of Earliest Transaction (Month/Day/Year)  
11/02/2004

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 or Price                                                                               |                                                          |                                                       |
| Common Stock                    | 11/02/2004                           |                                                    | M                              |                                                                   | 20,000 A \$ 5.33                                                                              | D                                                        |                                                       |
| Common Stock                    | 11/02/2004                           |                                                    | M                              |                                                                   | 30,000 A \$ 5.33                                                                              | D                                                        |                                                       |
| Common Stock                    | 11/02/2004                           |                                                    | G                              |                                                                   | 6,500 D \$ 0                                                                                  | D                                                        |                                                       |
| Common Stock                    | 11/02/2004                           |                                                    | S                              |                                                                   | 30,000 D \$ 46.2053                                                                           | D                                                        |                                                       |
| Common Stock                    | 11/02/2004                           |                                                    | S                              |                                                                   | 20,000 (1) D \$ 46.6921                                                                       | D                                                        |                                                       |

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|              |  |        |   |                                               |
|--------------|--|--------|---|-----------------------------------------------|
| Common Stock |  | 2,000  | I | Held by Self as Trustee for Alex C. Foster    |
| Common Stock |  | 2,000  | I | Held by Self as Trustee for Zachary W. Foster |
| Common Stock |  | 10,000 | I | Held by Spouse                                |

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

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SEC 1474  
(9-02)

**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 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)               | \$ 16                                                  |                                      |                                                    |                                |                                                                                         | 06/23/2001                                               | 06/23/2010                                                    | Common Stock | 40,000                     |
| Stock Options (Right to buy)               | \$ 31.97                                               |                                      |                                                    |                                |                                                                                         | 08/01/2002                                               | 08/01/2011                                                    | Common Stock | 77,500                     |
| Stock Options (Right to buy)               | \$ 32.15                                               |                                      |                                                    |                                |                                                                                         | 07/15/2003                                               | 07/15/2012                                                    | Common Stock | 155,000                    |
| Stock Options (Right to buy)               | \$ 32.87                                               |                                      |                                                    |                                |                                                                                         | 07/23/2004                                               | 07/23/2013                                                    | Common Stock | 200,000                    |

buy)

Stock

Options  
(Right to  
buy)

\$ 43.07

02/13/2005 02/13/2014

Common  
Stock

150,000

Stock

Options  
(Right to  
buy)

\$ 5.33

11/02/2004

M

20,000

12/31/2000 09/29/2009

Common  
Stock

20,000

Stock

Options  
(Right to  
buy)

\$ 5.33

11/02/2004

M

30,000

12/31/2000 09/29/2009

Common  
Stock

30,000

## Reporting Owners

| Reporting Owner Name / Address                                   | Relationships |           |                   |       |
|------------------------------------------------------------------|---------------|-----------|-------------------|-------|
|                                                                  | Director      | 10% Owner | Officer           | Other |
| FOSTER JAMES C<br>251 BALLARDVALE STREET<br>WILMINGTON, MA 01887 | X             |           | President and CEO |       |

## Signatures

Deborah Gray

11/04/2004

\*\*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).

(1) This trade occurred pursuant to a 10b5-1 Trading Plan.

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

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