

GELLER JORG
Form 4
March 01, 2012

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 *
GELLER JORG

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

(Last) (First) (Middle)

251 BALLARDVALE STREET

(Street)

3. Date of Earliest Transaction (Month/Day/Year)
02/28/2012

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 Ownership (Instr. 4)
				(A) or (D)	Price		
Common Stock ⁽¹⁾	02/28/2012		S ⁽²⁾	D	\$ 35.47	55,186	D
Common Stock ⁽¹⁾	02/28/2012		S ⁽²⁾	D	\$ 35.51	55,086	D
Common Stock ⁽¹⁾	02/28/2012		S ⁽²⁾	D	\$ 35.65	54,886	D
Common Stock ⁽¹⁾	02/28/2012		S ⁽²⁾	D	\$ 35.7	54,686	D
Common Stock ⁽¹⁾	02/28/2012		S ⁽²⁾	D	\$ 35.73	54,586	D

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Common Stock <u>(1)</u>	02/28/2012	S ⁽²⁾	100	D	\$ 35.75	54,486	D
Common Stock <u>(1)</u>	02/28/2012	S ⁽²⁾	100	D	\$ 35.81	54,386	D
Common Stock <u>(1)</u>	02/28/2012	S ⁽²⁾	100	D	\$ 35.83	54,286	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)

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)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Owned Following Reporting Transaction (Instr. 6)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

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

Signatures

/s/Matthew L. Daniel as attorney-in-fact for Jorg Geller
 **Signature of Reporting Person
 Date: 02/29/2012

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) Consists of: (a) 11,821 shares of common stock; and (b) 10,838 unvested restricted stock units (RSU) which vest as follows: 862 RSUs vest on 02/25/2012, 1,163 RSUs vest on 02/26/2012, 1,625 RSUs vest on 02/27/2012, 650 RSUs vest on 02/29/2012, 863 RSUs vest on 02/25/2013, 1,162 RSUs vest on 02/26/2013, 1,625 RSUs vest on 02/27/2013, 862 RSUs vest on 02/25/2014, 1,163 RSUs vest on 02/26/2014, and 863 RSUs vest on 02/25/2015.

(2) This sale 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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