

GILLETT NANCY

Form 4

February 20, 2008

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 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

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
GILLETT NANCY

(Last) (First) (Middle)

251 BALLARDVALE STREET

(Street)

WILMINGTON, MA 01887

(City) (State) (Zip)

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

3. Date of Earliest Transaction
(Month/Day/Year)
02/17/2008

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

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

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

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	02/17/2008		F		1,531	D	\$ 58.44	43,953	D
Common Stock	02/19/2008		M		10,045	A	\$ 47.75	53,998	D
Common Stock	02/19/2008		S ⁽¹⁾		500	D	\$ 58.68	53,498	D
Common Stock	02/19/2008		S ⁽¹⁾		400	D	\$ 58.69	53,098	D
Common Stock	02/19/2008		S ⁽¹⁾		100	D	\$ 58.72	52,998	D

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Common Stock	02/19/2008	S ⁽¹⁾	200	D	\$ 58.77	52,798	D
Common Stock	02/19/2008	S ⁽¹⁾	800	D	\$ 58.79	51,998	D
Common Stock	02/19/2008	S ⁽¹⁾	700	D	\$ 58.8	51,298	D
Common Stock	02/19/2008	S ⁽¹⁾	300	D	\$ 58.8001	50,998	D
Common Stock	02/19/2008	S ⁽¹⁾	1,377	D	\$ 58.81	49,621	D
Common Stock	02/19/2008	S ⁽¹⁾	200	D	\$ 58.82	49,421	D
Common Stock	02/19/2008	S ⁽¹⁾	423	D	\$ 58.83	48,998	D
Common Stock	02/19/2008	S ⁽¹⁾	1,000	D	\$ 58.95	47,998	D
Common Stock	02/19/2008	S ⁽¹⁾	900	D	\$ 58.96	47,098	D
Common Stock	02/19/2008	S ⁽¹⁾	100	D	\$ 58.98	46,998	D
Common Stock	02/19/2008	S ⁽¹⁾	800	D	\$ 59.09	46,198	D
Common Stock	02/19/2008	S ⁽¹⁾	1,200	D	\$ 59.0901	44,998	D
Common Stock	02/19/2008	S ⁽¹⁾	1,045	D	\$ 58.64	43,953	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)
				Code V	(A) (D)		Title

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						Date Exercisable	Expiration Date		Amount or Number of Shares
Stock									
Options	\$ 47.75	02/19/2008		M	10,045	02/17/2006	02/17/2010	Common	10,045
(Right to Buy)								Stock	

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/Nancy Gillett 02/19/2008

**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 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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