

CAWTHORN ROBERT
 Form 4
 December 10, 2001

 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).
 (Print or Type Responses)

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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
 Section 30(f) of the Investment Company Act of 1940

| | | | | |
|--|----------|----------|--|--|
| 1. Name and Address of Reporting Person* | | | 2. Issuer Name AND Ticker or Trading Symbol | 6. R |
| Cawthorn | Robert | | Charles River Laboratories Int'l, Inc. (CRL) | X |
| (Last) | (First) | (Middle) | 3. IRS or Social Security Number of Reporting Person (Voluntary) | 4. Statement for Month/Year |
| 251 Ballardvale Street | | | | 11/2001 |
| | (Street) | | | 7. |
| Wilmington | MA | 01887 | | 5. If Amendment, Date of Original (Month/Year) |
| (City) | (State) | (Zip) | | |

TABLE I - NON-DERIVATIVE SECURITIES ACQUIRED, DISPOSED, OR TRANSFERRED

| 1. Title of Security (Instr. 3) | 2. Trans- action Date (Month/ Day/ Year) | 3. Trans- action Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amo Sec Ben Own End Mon |
|---------------------------------|---|---|---|---|
| | | | (A) or (D) Price | (In and |
| Common Stock | 11/07/01 | (1)J | 652 A \$0 | |

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 Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly by the reporting person.
 * If the form is filed by more than one reporting person, SEE Instruction 4(b)(v).

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 CONTROL NUMBER.

FORM 4 (CONTINUED)

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) | 4. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) |
|---|--|---|-----------------------------------|--|
|---|--|---|-----------------------------------|--|

 Code V (A) (D)

| 7. Title and Amount of Underlying Securities | 8. Price of | 9. Number of Deriv- | 10. Ownership | 11. Nature of In- |
|--|-------------|---------------------|---------------|-------------------|
|--|-------------|---------------------|---------------|-------------------|

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(Instr. 3 and 4)

| | | | |
|---|---|---|---|
| Deriv- ative Secur- ity (Instr. 5) | ative Securi- ties Bene- ficially Owned at End of Month (Instr. 4) | Form of De- rivative Secu- rity: Direct (D) or Indi- rect (I) (Instr. 4) | direct Bene- ficial Own- ership (Instr. 4) |
|---|---|---|---|

| | |
|-------|----------------------------------|
| Title | Amount or Number of Shares |
|-------|----------------------------------|

Explanation of Responses:

SEE ATTACHED PAGE(S)

/s/ Robert Cawthorn

**Intentional misstatements or omissions of facts constitute
Federal Criminal Violations. SEE 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

**Signature of

Cawthorn, Robert
251 Ballardvale

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

Wilmington, MA
Charles River Laboratories
11/2001

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.

NAME: Cawthorn, Robert
251 Ballardvale Street

STATEMENT FOR MONTH/YEAR: 11/2001

ISSUER NAME: Charles River Laboratories Int'l,
(CRL)

Wilmington MA 01887

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Note: (1) Shares received as a distribution from DLJ MB Partners II, L.P.