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Form 4
March 11, 2002

OMB APPROVAL

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U.S. SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM 4

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

Check box if no longer subject of Section 16. Form 4 or Form 5 obligations
may continue. See Instruction 1(b).

1. Name and Address of Reporting Person*

Credit Suisse First Boston,
on behalf of the investment banking business of
the Credit Suisse First Boston business unit

| (Last) | (First) | (Middle) |
|--------|---------|----------|
|--------|---------|----------|

11 Madison Avenue

(Street)

New York NY 10010

| (City) | (State) | (Zip) |
|--------|---------|-------|
|--------|---------|-------|

2. Issuer Name and Ticker or Trading Symbol

Charles River Laboratories International, Inc. (CRL)

3. IRS Identification Number of Reporting Person, if an Entity (Voluntary)

4. Statement for Month/Year

February 2002

5. If Amendment, Date of Original (Month/Year)

6. Relationship of Reporting Person to Issuer
(Check all applicable)

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Director 10% Owner
 Officer (give title below) Other (specify below)
Transactions reported decreased
Reporting Person's ownership below
10%

7. Individual or Joint/Group Filing (Check applicable line)

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 (mm/dd/yy) | 3. Transaction Code (Instr. 8) ----- Code | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | | Price |
|---------------------------------------|---|--|--|------------------|-------|
| | | | Amount | (A) or (D) | |
| Common Stock | 2/21/02 | J | 1,160,742 | D | |
| Common Stock | 2/21/02 | J | 46,224 | D | |
| Common Stock | 2/21/02 | J | 57,076 | D | |
| Common Stock | 2/21/02 | J | 67,861 | D | |
| Common Stock | 2/21/02 | J | 25,200 | D | |
| Common Stock | 2/21/02 | J | 18,767 | D | |
| Common Stock | 2/21/02 | J | 3,660 | D | |
| Common Stock | 2/21/02 | J | 5,215 | D | |
| Common Stock | 2/21/02 | J | 199,111 | D | |
| Common Stock | 2/21/02 | J | 130,793 | D | |
| Common Stock | 2/21/02 | J | 12,791 | A | |

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| | | | | |
|--------------|---------|---|--------|---|
| Common Stock | 2/21/02 | J | 121 | A |
| Common Stock | 2/21/02 | J | 11,031 | A |
| Common Stock | 2/21/02 | J | 15,780 | A |
| Common Stock | 2/21/02 | J | 15,780 | A |
| Common Stock | 2/21/02 | J | 6 | A |
| Common Stock | 2/21/02 | J | 1,529 | A |
| Common Stock | 2/21/02 | J | 1,913 | A |
| Common Stock | 2/21/02 | J | 917 | A |
| Common Stock | 2/21/02 | J | 2,151 | A |
| Common Stock | 2/21/02 | J | 6,165 | A |
| Common Stock | | | | |
| Common Stock | | | | |
| Common Stock | | | | |
| Common Stock | | | | |
| Common Stock | | | | |
| Common Stock | | | | |
| Common Stock | | | | |
| Common Stock | | | | |

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

* 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.

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SEC 1474 (3-99)

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. Conver- sion or Exer- cise Price of Deriv- ative Secur- ity | 3. Trans- action Date (Month/ Day/ Year) | 4. Trans- action Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) ----- (A) (D) | 6. Date Exercisable and Expiration Date (Month/Day/Year) ----- Date Expira- tion Date | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) ----- Amount or Number of Shares |
|--|---|--|---|--|---|--|
| Warrant | \$5.19 | | | | Immed. 10/01/09 | Common Stock 26,247 |
| Warrant | \$5.19 | | | | Immed. 10/01/09 | Common Stock 184,166 |
| Warrant | \$5.19 | | | | Immed. 10/01/09 | Common Stock 17,495 |

Explanation of Responses:

- (J) Shares of Common Stock of Charles River Laboratories International, Inc. par value .01 per share ("Common Stock") were distributed to the partners of the partnership on a pro-rata basis.
- (1) These securities are held directly by DLJ Merchant Banking Partners II, L.P. ("Partners II"), which is a partnership.
- (2) These securities are held directly by DLJ Merchant Banking Partners II-A, L.P., ("Partners II-A"), which is a partnership.
- (3) These securities are held directly by DLJ Offshore Partners II, C.V. ("Offshore Partners II"), which is a partnership.
- (4) These securities are held directly by DLJ Diversified Partners, L.P. ("Diversified"), which is a partnership.
- (5) These securities are held directly by DLJ Diversified Partners-A, L.P. ("Diversified-A"), which is a partnership.
- (6) These securities are held directly by DLJMB Funding II, Inc. ("Funding

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II"), which is a Delaware corporation.

- (7) These securities are held directly by DLJ Millennium Partners, L.P. ("Millennium"), which is a partnership.
- (8) These securities are held directly by DLJ Millennium Partners-A, L.P. ("Millennium-A"), which is a partnership.
- (9) These securities are held directly by DLJ EAB Partners, L.P. ("EAB"), which is a partnership.
- (10) These securities are held directly by DLJ ESC II, L.P. ("ESC II"), which is a partnership.
- (11) These securities are held directly by DLJ First ESC, L.P. ("ESC"), which is a partnership.
- (12) DLJ Merchant Banking II, Inc. ("MB II INC") is the Managing General Partner of each of Partners II, Partners II-A, Millennium, and Millennium-A and Advisory General Partner of Offshore Partners II. In addition, DLJ Merchant Banking II, LLC ("MB II LLC") is the Associate General Partner of each of Partners II, Partners II-A, Offshore Partners II, Millennium, Millennium-A, and EAB. MB II INC is also the Managing Member of MB II LLC.
- (13) DLJ Diversified Partners, Inc. ("Diversified Partners") is the General Partner of each of Diversified and Diversified-A. DLJ Diversified Associates, L.P. ("Diversified Associates") is the Associate General Partner of each of Diversified and Diversified-A. Diversified Partners is also the General Partner of Diversified Associates.
- (14) DLJ LBO Plans Management Corporation is the General Partner of EAB, ESC and ESC II.
- (15) Credit Suisse First Boston Private Equity, Inc. ("CSFBPE") is the sole stockholder of each of MB II INC, Diversified Partners, Funding II, DLJ Investment Funding, Inc. ("IP Funding") and DLJ Investment Partners, Inc.
- (16) Credit Suisse First Boston (USA) Inc. ("CSFB-USA"), a Delaware corporation formerly named Donaldson, Lufkin & Jenrette, Inc., is the parent of each of DLJCC, CSFBPE and DLJ LBO Plans Management Corporation.
- (17) In accordance with Securities and Exchange Commission Release No. 34-39538 (January 12, 1998), this Form 4 is being filed by Credit Suisse First Boston (the "Bank"), a Swiss bank, on behalf of itself and its subsidiaries, to the extent that they constitute part of the investment banking business (the "Reporting Person") of the Credit Suisse First Boston business unit (the "CSFB business unit"). The CSFB business unit is also comprised of an asset management business ("Asset Management"). The Reporting Person provides financial advisory and capital raising services, sales and trading for users and suppliers of capital around the world and invests in and manages private equity and venture capital funds. Asset Management provides asset management and investment advisory services to institutional, mutual fund and private investors worldwide. The address of the Bank's principal business and office is Uetlibergstrasse 231, P.O. Box 900, CH 8070 Zurich, Switzerland. The address of the Reporting Person's principal business and office in the United States is Eleven Madison Avenue, New York, New York 10010.

The ultimate parent company of the Bank is Credit Suisse Group ("CSG"), a corporation formed under the laws of Switzerland. CSG is a global financial services company with two distinct business units. In addition

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to the CSFB business unit, CSG and its consolidated subsidiaries are comprised of the Credit Suisse Financial Services business unit. CSG's business address is Paradeplatz 8, P.O. Box 1, CH 8070 Zurich, Switzerland.

CSG, for purposes of the federal securities laws, may be deemed ultimately to control the Bank and the Reporting Person. CSG, its executive officers and directors, and its direct and indirect subsidiaries (including Asset Management and the Credit Suisse Financial Services business unit) may beneficially own shares of the securities of the issuer to which this schedule relates (the "Shares") and such Shares are not reported in this statement. CSG disclaims beneficial ownership of Shares beneficially owned by its direct and indirect subsidiaries, including the Reporting Person. The Reporting Person disclaims beneficial ownership of Shares beneficially owned by CSG, Asset Management and the Credit Suisse Financial Services business unit.

- (18) These securities are held directly by DLJ Capital Corporation ("DLJCC"), which is a Delaware corporation.
- (19) These securities are held directly by Sprout Capital VIII, L.P. ("Sprout VIII"), which is a partnership. DLJCC is the Managing General partner of Sprout VIII.
- (20) These securities are held directly by Sprout Venture Capital, L.P. ("Sprout"), which is a partnership. DLJCC is the general partner of Sprout.
- (21) These securities are held directly by DLJ Investment Partners, L.P. ("DLJIP"), which is a partnership.
- (22) These securities are held directly by DLJ Investment Funding, Inc., a Delaware corporation.
- (23) DLJ Investment Partners, Inc. is the general partner of DLJIP.
- (24) These securities are held directly by MB II LLC.
- (25) These securities are held directly by DLJ MB II, INC.
- (26) These securities are held directly by MB II INC.
- (27) These securities are held directly by DLJ Investment Associates, L.P., which is a partnership, and itself a partner of DLJIP.
- (28) These securities are held directly by DLJ Investment Partners, Inc.
- (29) These securities are held directly by DLJ Offshore Management N.V. (DLJ Off Mgt NV), which is a partner of Offshore Partners II.
- (30) These securities are held directly by DLJ Strategic Partners, L.P., which is a partnership, and itself a partner of Diversified.
- (31) These securities are held directly by Diversified Partners.
- (32) These securities are held directly by Diversified Associates.
- (33) These securities are held directly by DLJ LBO Plans Management Corp.
- (34) These securities are held directly by DLJ Venture Capital Partners, a partner of Sprout VIII.

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Credit Suisse First Boston, on behalf of the
investment banking business of the
Credit Suisse First Boston business unit

/s/ Ivy Dodes

03/11/02

By: Ivy Dodes
 Managing Director
**Signature of Reporting Person

Date

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

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