

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL	
OMB Number:	3235-0287
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).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* <u>MCEWAN ALASTAIR STUART</u> (Last) (First) (Middle) <u>251 BALLARDVALE STREET</u> (Street) <u>WILMINGTON MA 01887</u> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>CHARLES RIVER LABORATORIES INTERNATIONAL INC [CRL]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>Corporate Vice President</u>
	3. Date of Earliest Transaction (Month/Day/Year) <u>10/20/2004</u>	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

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	10/20/2004		A		79,518	A	\$0 ⁽¹⁾	79,518	D	

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 Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date						Title
Employee Stock Option (right to buy)	\$0.03	10/20/2004		A		209		(2)	08/31/2011	Common Stock	209	\$0 ⁽¹⁾	209	D	
Employee Stock Option (right to buy)	\$0.06	10/20/2004		A		9,390		(2)	03/25/2012	Common Stock	9,390	\$0 ⁽¹⁾	9,390	D	
Employee Stock Option (right to buy)	\$18.35	10/20/2004		A		16,000		(3)	04/29/2013	Common Stock	16,000	\$0 ⁽¹⁾	16,000	D	
Employee Stock Option (right to buy)	\$22.19	10/20/2004		A		12,000		(4)	06/28/2013	Common Stock	12,000	\$0 ⁽¹⁾	12,000	D	
Employee Stock Option (right to buy)	\$29.55	10/20/2004		A		28,000		(5)	01/30/2014	Common Stock	28,000	\$0 ⁽¹⁾	28,000	D	

Explanation of Responses:

- Shares and options to purchase shares of Issuer common stock were acquired pursuant to the transactions contemplated by the Agreement and Plan of Merger dated as of June 30, 2004, by and among the Issuer, Inveresk Research Group, Inc. Indigo Merger I Corp. and Indigo Merger II LLC (successor to Indigo Merger II Corp.).
- Immediately.
- 5,333 options are immediately exercisable; 5,333 options are exercisable on 4/29/05 and 5,334 options are exercisable on 4/29/06.
- 4,000 options are immediately exercisable; 4,000 options are exercisable on each of 6/28/05 and 6/28/06.
- 9,333 options are exercisable on 1/30/05 and 1/30/04; 9,334 options are exercisable on 1/30/07.

/s/ Rushna Heneghan as
attorney-in-fact for Alastair 10/22/2004
Stuart McEwan

** Signature of Reporting Person Date

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).

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

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

