

SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

FORM 8-A

FOR REGISTRATION OF CERTAIN CLASSES OF SECURITIES
PURSUANT TO SECTION 12(b) OR 12(g) OF THE
SECURITIES EXCHANGE ACT OF 1934

CHARLES RIVER LABORATORIES INTERNATIONAL, INC.

(Exact name of registrant as specified in its charter)

DELAWARE

06-1397316

(State or Other Jurisdiction
of Incorporation)

(IRS Employer
Identification No.)

251 BALLARDVALE STREET, WILMINGTON, MA

01887

(Address of Principal Executive Offices)

(Zip Code)

If this Form relates to the registration of a class of securities pursuant to
Section 12(b) of the Exchange Act and is effective pursuant to General
Instruction A.(c), please check the following box. /X/

If this Form relates to the registration of a class of securities pursuant to
Section 12(g) of the Exchange Act and is effective pursuant to General
Instruction A.(d), please check the following box. / /

Securities Act registration statement file number to which this form relates:
333-35524

(If applicable)

Securities to be registered pursuant to Section 12(b) of the Act:

Title of Each Class
to be so Registered

Name of Each Exchange on Which
Each Class is to be Registered

COMMON STOCK, \$.01 PAR VALUE

NEW YORK STOCK EXCHANGE

Securities to be registered pursuant to Section 12(g) of the Act:

NONE

(Title of class)

ITEM 1. DESCRIPTION OF REGISTRANT'S SECURITIES TO BE REGISTERED.

COMMON STOCK, \$.01 PAR VALUE

The capital stock of Charles River Laboratories International, Inc. (the "Company") to be registered on the New York Stock Exchange, Inc. (the "Exchange") is the Company's Common Stock, par value \$.01 per share (the "Common Stock").

The description of the Company's Common Stock is set forth in the information provided under "Description of Capital Stock" in the prospectus which forms a part of Amendment No. 1 to the Registration Statement on Form S-1 (File Number 333-35524) filed under the Securities Act of 1933 with the Securities and Exchange Commission on June 6, 2000 (as amended from time to time, the "Registration Statement"), which information is incorporated herein by reference.

Capitalized terms used herein and not otherwise defined have the meanings assigned to them in the Registration Statement.

ITEM 2. EXHIBITS.

None.

SIGNATURES

Pursuant to the requirements of Section 12 of the Securities Exchange Act of 1934, the registrant has duly caused this registration statement to be signed on its behalf by the undersigned, thereto duly authorized.

CHARLES RIVER LABORATORIES INTERNATIONAL, INC.

By: /s/ Dennis R. Shaughnessy

Name: Dennis R. Shaughnessy
Title: Senior Vice President and General Counsel

Dated: June 6, 2000