

CHARLES RIVER LABORATORIES INTERNATIONAL INC
Form 8-K
May 10, 2013

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of Earliest Event Reported):

May 7, 2013

Charles River Laboratories International, Inc.

(Exact name of registrant as specified in its charter)

Delaware

001-15943

06-1397316

(State or other jurisdiction
of incorporation)

(Commission
File Number)

(I.R.S. Employer
Identification No.)

251 Ballardvale St., Wilmington,
Massachusetts

01887

(Address of principal executive offices)

(Zip Code)

Registrant's telephone number, including area code:

781-222-6000

Not Applicable

Former name or former address, if changed since last report

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Top of the Form**Item 5.07. Submission of Matters to a Vote of Security Holders**

Charles River Laboratories International, Inc. (Company) held its Annual Meeting of Shareholders on May 7, 2013. For more information on the following proposals, see the Company's proxy statement dated March 29, 2013. At the Company's Annual Meeting, the following proposals were adopted by the votes specified below:

- (a) The following eight (8) directors were elected to serve until our 2014 Annual Meeting of Shareholders and received the number of votes listed opposite each of their names below:

| | Number of Shares Voted For | Number of Shares Withheld | Broker Non-Votes |
|----------------------|---------------------------------------|--------------------------------------|-------------------------|
| James C. Foster | 40,022,174 | 848,016 | 2,054,011 |
| Robert J. Bertolini. | 32,569,259 | 8,300,931 | 2,054,011 |
| Stephen D. Chubb | 32,217,921 | 8,652,269 | 2,054,011 |
| Deborah T. Kochevar. | 36,796,876 | 4,073,314 | 2,054,011 |
| George E. Massaro | 32,430,966 | 8,439,224 | 2,054,011 |
| George M. Milne, Jr. | 40,007,566 | 862,624 | 2,054,011 |
| C. Richard Reese | 40,587,231 | 282,959 | 2,054,011 |
| Richard F. Wallman | 37,772,437 | 3,097,753 | 2,054,011 |

- (b) The shareholders approved, on an advisory, non-binding basis, the compensation of our named executive officers.

| For | Against | Abstain | Broker Non-Votes |
|------------|---------|---------|------------------|
| 39,784,009 | 677,166 | 409,015 | 2,054,011 |

- (c) The shareholders approved a proposal to amend our 2007 Incentive Plan to increase the number of shares of common stock for issuance under the Plan from 12,164,000 to 18,664,000.

| For | Against | Abstain | Broker Non-Votes |
|------------|-----------|---------|------------------|
| 31,455,416 | 9,395,199 | 19,575 | 2,054,011 |

- (d) The shareholders approved the ratification of the appointment of PricewaterhouseCoopers LLP as our independent auditors for fiscal 2013.

| For | Against | Abstain | Broker Non-Votes |
|------------|---------|---------|---------------------|
| 42,442,973 | 465,668 | 15,560 | 0 |

- (e) The shareholders did not approve the shareholder proposal submitted by PETA to require annual reports pertaining to exemptions or violations of federal animal welfare laws and newly enacted preventative measures.

| For | Against | Abstain | Broker Non-Votes |
|-----------|------------|-----------|------------------|
| 1,685,159 | 33,750,173 | 5,434,858 | 2,054,011 |

Computershare Trust Company, N.A., our transfer agent, acted as independent proxy tabulator and Inspector of Election at the Annual Meeting of Shareholders.

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SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Charles River Laboratories International, Inc.

May 10, 2013

By: *Karen Queen Stern*

Name: Karen Queen Stern

Title: Assistant Secretary and Corporate Counsel