



Charles River Laboratories International,




CRL NYSE

Biotechnology

Market Capitalization USD:

\$1,469.88 mm

CONCERN LEVEL: AVERAGE

- 1 The CEO's total remuneration is within the typical market range for the relevant industry and market cap.
- 2 The ratio between the CEO's pay and the median pay of the other named executive officers is 3X or less.
- 3 The CEO's annual cash incentives rose or fell in line with annual performance.
- 4 The CEO received no more than one annual cash bonus this fiscal year.
- 5 The CEO's equity remuneration reflected the company's share price movement over the last five years.
- 6 The company only pays long-term incentives to the CEO for above median performance against a peer group. 
- 7 The company's dilution from equity incentives is 10 percent or less. 
- 8 Unvested equity lapses when the CEO's employment is terminated. 
- 9 The CEO's potential cash severance payment is capped at two times annual cash remuneration.
- 10 The accrued benefits of the CEO's post-retirement income are within the typical market range for the relevant market cap bracket.

CEO: James C. Foster

Age: 61

CEO Since: 1992

	2009	2010	2011
Base Salary	\$948,500	\$967,500	\$988,621
Discretionary Bonus	\$0	\$0	\$0
Annual Cash Incentive	\$0	\$0	\$827,559
Benefits and Perquisites	\$1,585,708	\$188,716	\$205,404
TOTAL ANNUAL COMPENSATION	\$2,534,208	\$1,156,216	\$2,021,584
Increase in Post-Retirement Benefits	\$91,941	\$143,549	\$269,392
Stock Option Awards	\$1,285,897	\$1,942,400	\$1,604,874
Stock Awards	\$1,339,200	\$1,516,800	\$1,595,993
TOTAL COMPENSATION	\$5,251,246	\$4,758,965	\$5,491,843
Median of Other Named Executive Officers Total Compensation	\$1,902,168	\$1,639,042	\$1,754,635
Value Realized on Exercise of Stock Option	\$0	\$0	\$1,933,324
Value Realized on Vesting of Stock	\$1,214,313	\$1,639,168	\$1,400,563
TOTAL REALIZED EQUITY COMPENSATION	\$1,214,313	\$1,639,168	\$3,333,887

Proxy Date: 30 Mar 2012

Annual Meeting Date: 8 May 2012

Equity Reserves: 24.30%

Stock Option Run Rate: 3.10%

Charles River Laboratories International,

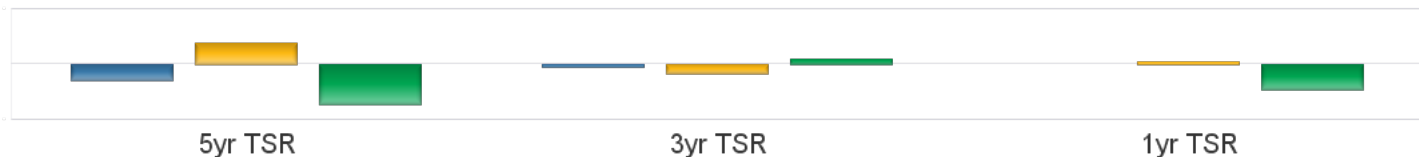
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Performance Comparison

■ S&P500 ■ Industry ■ CRL



Peer Comparisons (TRBC) =Biotechnology

Total Summary CEO Compensation

Ticker	Company Name	2009	2010	2011	Market Cap
CRL	Charles River Laboratories International,	\$5,251,246	\$4,758,965	\$5,491,843	\$1,469,877,722
CVD	Covance Inc.	\$5,285,503	\$5,926,949	\$7,192,620	\$2,760,817,754
TECH	Techne Corporation	\$261,872	\$258,256		\$2,519,608,432
HGSI	Human Genome Sciences, Inc.	\$1,911,601	\$9,855,323		\$2,401,935,891
UTHR	United Therapeutics Corporation	\$17,591,098	\$17,620,808		\$2,186,289,296
SGEN	Seattle Genetics, Inc.	\$2,533,249	\$3,217,344		\$2,184,471,366
ONXX	ONYX Pharmaceuticals, Inc.	\$4,136,535	\$3,904,151		\$1,906,972,785

To insure consistency, peer comparisons are based on a combination of TRBC Industry and Sector classifications and company market caps. Missing peer pay figures for 2011 are due to differences in company filing schedules.

Pay Peer Group

Beckman Coulter, Inc., Biogen Idec, Inc., Cephalon, Inc., Covance Inc., Genzyme Corporation, Icon Plc, IDEXX Labs, Inc., Life Technologies Corp., Parexel International Corporation, PerkinElmer Inc., Pharmaceutical Product Development, Inc., and Waters Corporation.

Performance Peer Group

NA

COMPENSATION COMMITTEE MEMBERS

Director	Membership	Age	Gender	Tenure	Independence
William H. Waltrip	Chairman	74	Male	16	Outside Related
C. Richard Reese	Member	66	Male	5	Outside
Deborah T. Kochevar	Member	55	Female	4	Outside

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