

C H ROBINSON WORLDWIDE INC

Form 4

November 01, 2005

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

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

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF
SECURITIES**

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(h) of the Investment Company Act of 1940

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
RENNER TROY

2. Issuer Name **and** Ticker or Trading
Symbol
**C H ROBINSON WORLDWIDE
INC [CHRW]**

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)
8100 MITCHELL ROAD, #200
(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
10/28/2005

____ Director ____ 10% Owner
☒ Officer (give title below) ____ Other (specify below)
Treasurer and Ass't Secretary

EDEN PRAIRIE, MN 55344

6. Individual or Joint/Group Filing(Check
Applicable Line)
☒ Form filed by One Reporting Person
____ Form filed by More than One Reporting
Person

(City) (State) (Zip)

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 Ownership (Instr. 4)
			Code	V	Amount (A) or (D)	Price	
Common Stock					886 ⁽¹⁾		I By Spouse
Common Stock					16,524 ⁽¹⁾		I By Rabbi Trust
Common Stock	10/28/2005		S		3,401	D \$ 33.31	29,345 ⁽¹⁾ D
Common Stock	10/28/2005		S		442	D \$ 33.34	28,903 ⁽¹⁾ D
Common Stock	10/28/2005		S		100	D \$ 33.35	28,803 ⁽¹⁾ D

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Common Stock	10/28/2005	S	238	D	\$ 33.36	28,565 ⁽¹⁾	D
Common Stock	10/28/2005	S	314	D	\$ 33.38	28,251 ⁽¹⁾	D
Common Stock	10/28/2005	S	1,509	D	\$ 33.39	26,742 ⁽¹⁾	D
Common Stock	10/28/2005	S	96	D	\$ 33.4	26,646 ⁽¹⁾	D
Common Stock	10/28/2005	S	1,200	D	\$ 33.46	25,446 ⁽¹⁾	D
Common Stock	10/28/2005	M	8,550 ⁽¹⁾	A	\$ 4.5 ⁽¹⁾	33,996 ⁽¹⁾	D
Common Stock	10/28/2005	F	1,115	D	\$ 34.49	32,881 ⁽¹⁾	D
Common Stock	10/31/2005	S	135	D	\$ 34.59	32,746 ⁽¹⁾ ⁽⁹⁾	D

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

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(9-02)

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 Underlying Security (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Option (Right to Buy)	\$ 4.5 ⁽¹⁾	10/28/2005		M	8,550	⁽²⁾ 10/14/2007	Common Stock 10,000 ⁽¹⁾
Option (Right to Buy)	\$ 34.49	10/28/2005		A	1,115	10/28/2005 10/14/2007	Common Stock 1,115
Option (Right to Buy)	\$ 6.296 ⁽¹⁾					⁽²⁾ 02/14/2009	Common Stock 19,000

Option (Right to Buy)	\$ 10.173 <u>(1)</u>	<u>(2)</u>	01/31/2010	Common Stock	20,0
Option (Right to Buy)	\$ 14 <u>(1)</u>	<u>(3)</u>	01/31/2011	Common Stock	11,2
Option (Right to Buy)	\$ 14 <u>(1)</u>	<u>(2)</u>	01/31/2011	Common Stock	8,7
Option (Right to Buy)	\$ 14.63 <u>(1)</u>	<u>(4)</u>	02/14/2012	Common Stock	7,0
Option (Right to Buy)	\$ 14.63 <u>(1)</u>	<u>(5)</u>	02/14/2012	Common Stock	12,9
Option (Right to Buy)	\$ 15.58 <u>(1)</u>	11/19/2004 ⁽⁶⁾	10/14/2007	Common Stock	20
Option (Right to Buy)	\$ 14.82 <u>(1)</u>	<u>(7)</u>	02/06/2013	Common Stock	6,8
Option (Right to Buy)	\$ 14.82 <u>(1)</u>	<u>(8)</u>	02/06/2013	Common Stock	13,1
Option (Right to Buy)	\$ 15.735 <u>(1)</u>	03/05/2003	10/14/2007	Common Stock	21

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
RENNER TROY 8100 MITCHELL ROAD #200 EDEN PRAIRIE, MN 55344			Treasurer and Ass't Secretary	

Signatures

/s/ Troy Renner 11/01/2005

 Signature of
Reporting Person

Date

Explanation of Responses:

* 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).

(1) Number of shares and option exercise prices have been adjusted to reflect a two-for-one stock split effective on 10/14/2005.

(2) Currently 100% vested.

(3) Vests as to 686 shares on each of 2/1/2003 and 2004, 1754 shares on 2/1/2005 and 2,500 shares on 2/1/2006.

(4) Vests as to 1,025 shares on 2/15/2006 and 2,500 shares on 2/15/2007.

(5) Vests as to 2,500 shares on each of 2/15/2004 and 2/15/2005 and 1,475 shares on 2/15/2006.

(6) Vests in 25% annual cumulative installments, beginning this date.

(7) Vests as to 906 shares on 2/7/2007 and 2,500 shares on 2/7/2008.

(8) Vests as to 2,500 shares on each of 2/7/2005 and 2/7/2006 and 1,594 shares on 2/7/2007.

(9) Includes shares held in the employee stock purchase plan as of a statement dated 10/31/2005.

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

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