C H ROBINSON WORLDWIDE INC

FORM 4

(Statement of Changes in Beneficial Ownership)

Filed 6/1/2005 For Period Ending 5/31/2005

Address 8100 MITCHELL ROAD #200

EDEN PRAIRIE, Minnesota 55344

Telephone 612-937-8500

CIK 0001043277

Industry Misc. Transportation

Sector Transportation

Fiscal Year 12/31



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

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

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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(f) of the Investment Company Act of 1940

| 1. Name and Address of Reporting Person * | | | | 2 | 2. Issuer Name and Ticker or Trading Symbol | | | | | | | | lin | g Symb | | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) | | | | |
|--|-------------|-----------|----------|----------------|---|--|--|------------|------------------------------|-----|--------------------|--------------|-----------------|--|----------------------------------|---|----------------------------|---|--|--|
| WEIBY STEVE | | | | | C H ROBINSON WORLDWIDE INC [CHRW] | | | | | | | | | /IDE | Direct | or | _ | 10% O | wner | |
| (Last) (First) (Middle) | | | | | 3. Date of Earliest Transaction (MM/DD/YYYY) | | | | | | | | | | below) | X Officer (give title below) Other (specify below) Vice President | | | | |
| 8100 MITCHELL ROAD, #200 | | | | | | 5/31/2005 | | | | | | | | | | | | | | |
| (Street) | | | | | 4. If Amendment, Date Original Filed (MM/DD/YYYY) | | | | | | | | ile | d | | 6. Individual or Joint/Group Filing (Check Applicable Line) | | | | |
| EDEN PRAIRIE, MN 55344 | | | | | | | | | | | | | | | _ X _ Form f | _ X _ Form filed by One Reporting Person | | | | |
| (City) (State) (Zip) | | | | | | | | | | | | | | | Form file | Form filed by More than One Reporting Person | | | | |
| Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned | | | | | | | | | | | | | | | | | | | | |
| | | | | 2. Tra Date | ate 1 | | eemed ecution ate, if | Code | Code (A (Instr. 8) (D | |) or Disposed | | of Foll | Amount of Securit lowing Reported 7 str. 3 and 4) | | | | 7. Nature of Indirect Beneficial Ownership (Instr. 4) | | |
| | | | | | | | | Code | v | An | nount | or (D) | F | Price | | | | 4) | | |
| Common Stock | | | | | | | | | | | | | | | 15523 | | | I | By Rabbi Trust | |
| Common Stock 5/3 | | | | | 1/2005 | | M | M 500 | | 00 | A \$12.59 | | 2.59 | 18538 | | | D | | | |
| Common Stock 5/3 | | | | 5/31/2 | 2005 | | | s | | 50 | 5000 I | | \$5 | 6.69 | 13538 | | | D | | |
| Tabl | le II - Dei | rivative | Securiti | es Be | ene | fici | ally O | wned | (e. | .g. | , put | s, c | all | ls, warr | ants, options | , convert | ible secur | ities) | | |
| 1. Title of Derivate Security Conversion (Instr. 3) 2. Date Deemed Execution or Exercise Price of Price of Conversion Date, if (Instr. 3) 3. Trans. 3A. 4. Deemed Transcription Date, if (Instr. 3) 4. Date Deemed Execution Date, if (Instr. 3) 4. Date Deemed Transcription Date, if (Instr. 3) 4. Date Deemed Date, if (Instr. 3) 4. Date Date, if (Instr. 3) 4. Date Deemed Date, if (Instr. 3) 4. Date Date, if (Instr. 3) 4. Date Date Date Date Date Date Date Date | | | | 4. Trans | S | 5. N Deri Secu Acq or D (D) | fumber of ivative surities uired (A Disposed tr. 3, 4 au | f 6. I Exp | 6. Date Exer Expiration D | | | rcisable and | | 7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4) | | 8. Price of 9 Derivative of Security (Instr. 5) B C F | 9. Number | 10. Ownership Form of Derivative | 11. Nature of Indirect Beneficial Ownership (Instr. 4) | |
| | | | | Code | v | (A) (D | | | Date Exercisable | | Expiration Date | | n | Title | Amount or Number of Shares | | Transaction (s) (Instr. 4) | 4) | | |
| Option (Right to Buy) | \$12.59 | 5/31/2005 | | М | | | 5000 | 2/15/2001 | | | 2/15/2009 | | 9 | Common Stock | 9500 | \$0 | 4500 | D | | |
| Option (Right to Buy) | \$20.345 | | | | | | | 1/3 | (1) | | 1/31/2010 | | 0 | Common Stock | 10000 | | 10000 | D | | |
| Option (Right to Buy) | \$28.00 | | | | | | | 2/1 | 2/1/2003 | | 2/1/2011 | | ļ | Common Stock | 8000 | | 8000 | D | | |
| Option (Right to Buy) | \$29.25 | | | | | | | 2/1 | 2/15/2004 (1) | | 2/15/2012 | | 2 | Common Stock | 5000 | | 5000 | D | | |
| Option (Right to Buy) | \$29.64 | | | | | | | 2/7 | 2/7/2005 | | 2/7/2013 | | Common Stock | 15000 | | 15000 | D | | | |
| Option (Right to Buy) | \$38.70 | | | | | | | 3/1 | 3/15/2004 | | 10/15 | 10/15/2007 | | Common Stock | 1162 | | 1162 | D | | |

Explanation of Responses:

(1) Vests 25% annually on the anniversary date of the date of grant beginning this date.

Reporting Owners

| Reporting Owners | | | | | | | | |
|---|---------------|-----|-------|----------------|-------|--|--|--|
| Paparting Owner Name / Address | Relationships | | | | | | | |
| Reporting Owner Name / Address | Director | 10% | Owner | Officer | Other | | | |
| WEIBY STEVE 8100 MITCHELL ROAD, #200 | | | | Vice President | | | | |
| EDEN PRAIRIE, MN 55344 | | | | | | | | |

| Signatures | |
|-----------------|---------|
| /s/ Steve Weiby | 6/1/200 |
| | |

** Signature of Reporting
Person

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.

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End of Filing



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