

C H ROBINSON WORLDWIDE INC

FORM 4

(Statement of Changes in Beneficial Ownership)

Filed 11/23/2005 For Period Ending 11/22/2005

| | |
|-------------|--|
| Address | 8100 MITCHELL ROAD #200 EDEN PRAIRIE, Minnesota 55344 |
| Telephone | 612-937-8500 |
| CIK | 0001043277 |
| Industry | Misc. Transportation |
| Sector | Transportation |
| Fiscal Year | 12/31 |

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FORM 4

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

OMB APPROVAL
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[] 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(f) of the
Investment Company Act of 1940

| | | |
|---|--|---|
| 1. Name and Address of Reporting Person * | 2. Issuer Name and Ticker or Trading Symbol | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) |
| WEIBY STEVE | C H ROBINSON WORLDWIDE INC [CHRW] | <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner |
| (Last) (First) (Middle) | 3. Date of Earliest Transaction (MM/DD/YYYY) | <input checked="" type="checkbox"/> X Officer (give title below) <input type="checkbox"/> Other (specify below) |
| 8100 MITCHELL ROAD, #200 | 11/22/2005 | Vice President |
| (Street) | 4. If Amendment, Date Original Filed (MM/DD/YYYY) | 6. Individual or Joint/Group Filing (Check Applicable Line) |
| EDEN PRAIRIE, MN 55344 | | <input checked="" type="checkbox"/> X Form filed by One Reporting Person |
| (City) (State) (Zip) | | <input type="checkbox"/> Form filed by More than One Reporting Person |

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security (Instr. 3) | 2. Trans. Date | 2A. Deemed Execution Date, if any | 3. Trans. 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 Indirect Beneficial Ownership (Instr. 4) |
|------------------------------------|-------------------|---|---------------------------------|---|--|------------------|---------|---|---|---|
| | | | Code | V | Amount | (A) or (D) | Price | | | |
| Common Stock | | | | | | | | 31046 | I | By Rabbi Trust |
| Common Stock | 11/22/2005 | | S | | 2379 | D | \$41.00 | 24697 | D | |
| Common Stock | 11/22/2005 | | S | | 87 | D | \$41.02 | 24610 | D | |
| Common Stock | 11/22/2005 | | S | | 200 | D | \$41.03 | 24410 | D | |
| Common Stock | 11/22/2005 | | S | | 224 | D | \$41.04 | 24186 | D | |
| Common Stock | 11/22/2005 | | S | | 841 | D | \$41.05 | 23345 | D | |
| Common Stock | 11/22/2005 | | S | | 3945 | D | \$41.06 | 19400 | D | |

Table II - Derivative Securities Beneficially Owned (e.g. , puts, calls, warrants, options, convertible securities)

| 1. Title of Derivate Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Trans. Date | 3A. Deemed Execution Date, if any | 4. Trans. 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 | | 7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4) | | 8. Price of Derivative Security (Instr. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction (s) (Instr. 4) | 10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
|--|--|-------------------|---|---------------------------------|---|---|-----|--|--------------------|--|----------------------------------|---|--|---|--|
| | | | | Code | V | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | | | |
| Option (Right to Buy) | \$6.295 | | | | | | | 2/15/2001 (I) | 2/15/2009 | Common Stock | 19000 | | 9000 | D | |
| Option (Right to Buy) | \$10.173 | | | | | | | 1/31/2002 (I) | 1/31/2010 | Common Stock | 20000 | | 20000 | D | |
| Option (Right to Buy) | \$14.00 | | | | | | | 2/1/2003 (I) | 2/1/2011 | Common Stock | 16000 | | 16000 | D | |
| Option (Right to | | | | | | | | 2/15/2004 | | Common | | | | | |

Table II - Derivative Securities Beneficially Owned (e.g. , puts, calls, warrants, options, convertible securities)

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|--|--|----------------|-----------------------------------|---------------------------|---|--|-----|---|-----------------|---|----------------------------|--|---|--|--|
| | | | | Code | V | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | | | |
| Buy) | \$14.63 | | | | | | | (1) | 2/15/2012 | Stock | 10000 | | 10000 | D | |
| Option (Right to Buy) | \$14.82 | | | | | | | 2/7/2005 | 2/7/2013 | Common Stock | 30000 | | 30000 | D | |
| Option (Right to Buy) | \$19.35 | | | | | | | 3/15/2004 | 10/15/2007 | Common Stock | 2324 | | 2324 | D | |

Explanation of Responses:

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

Remarks:

All numbers of shares appearing in Table I column 5 and Table II columns 7 and 9, and the option exercise prices on Table II column 2, have been adjusted to reflect a two-for-one stock split effective 10/14/2005.

Reporting Owners

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

Signatures

/s/ Steve Weiby

11/23/2005

** Signature of
Reporting Person

Date

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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