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

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**FORM 8-K**

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**CURRENT REPORT**  
**PURSUANT TO SECTION 13 OR 15(d)**  
**OF THE SECURITIES EXCHANGE ACT OF 1934**

**Date of Report: July 26, 2016**  
**(Date of earliest event reported)**

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**C.H. ROBINSON WORLDWIDE, INC.**

**(Exact name of registrant as specified in its charter)**

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**Commission File Number: 000-23189**

**Delaware**  
**(State or other jurisdiction**  
**of incorporation)**

**41-1883630**  
**(IRS Employer**  
**Identification No.)**

**14701 Charlson Road, Eden Prairie, MN 55347**  
**(Address of principal executive offices, including zip code)**

**(952) 937-8500**  
**(Registrant's telephone number, including area code)**

**Not Applicable**  
**(Former name or former address, if changed since last report)**

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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))
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**Item 2.02. Results of Operations and Financial Condition.**

The following information is being “furnished” in accordance with General Instruction B.2 of Form 8-K and shall not be deemed “filed” for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the “Exchange Act”), or otherwise subject to the liabilities of that section, nor shall it be deemed to be incorporated by reference in any filing under the Securities Act of 1933, as amended, or the Exchange Act, except as expressly set forth by specific reference in such filing.

Furnished herewith as Exhibits 99.1 and 99.2, respectively, and incorporated by reference herein are the text of C.H. Robinson Worldwide, Inc.’s announcement regarding its financial results for the quarter ended June 30, 2016 and its earnings conference call slides.

**Item 9.01 Financial Statements and Exhibits.**

(d) Exhibits.

99.1 Press Release dated July 26, 2016 of C.H. Robinson Worldwide, Inc.

99.2 Earnings conference call slides dated July 27, 2016.

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**SIGNATURE**

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.

C.H. ROBINSON WORLDWIDE, INC.

By: /s/ Ben G. Campbell

Ben G. Campbell  
Chief Legal Officer and Secretary

Date: July 26, 2016

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## EXHIBIT INDEX

- 99.1 Press Release dated July 26, 2016 of C.H. Robinson Worldwide, Inc.
- 99.2 Earnings conference call slides dated July 27, 2016.

C.H. Robinson Worldwide, Inc.  
 14701 Charlson Road  
 Eden Prairie, Minnesota 55347

Andrew Clarke, Chief Financial Officer (952) 683-3474  
 Tim Gagnon, Director, Investor Relations (952) 683-5007

FOR IMMEDIATE RELEASE

**C.H. ROBINSON REPORTS SECOND QUARTER RESULTS**

MINNEAPOLIS, July 26, 2016 – C.H. Robinson Worldwide, Inc. (“C.H. Robinson”) (NASDAQ: CHRW), today reported financial results for the quarter ended June 30, 2016. Summarized financial results are as follows (dollars in thousands, except per share data):

	Three months ended June 30,			Six months ended June 30,		
	2016	2015	% change	2016	2015	% change
Total revenues	\$3,299,741	\$3,545,088	-6.9%	\$6,373,684	\$6,845,978	-6.9%
Net revenues:						
Transportation						
Truckload	\$ 329,740	\$ 334,546	-1.4%	\$ 651,424	\$ 632,926	2.9%
LTL	99,778	91,524	9.0%	191,071	176,894	8.0%
Intermodal	9,021	11,539	-21.8%	18,285	22,051	-17.1%
Ocean	60,068	59,066	1.7%	118,737	109,256	8.7%
Air	20,118	19,596	2.7%	38,527	40,235	-4.2%
Customs	11,605	10,973	5.8%	22,329	21,236	5.1%
Other logistics services	26,171	21,104	24.0%	50,194	40,895	22.7%
Total transportation	556,501	548,348	1.5%	1,090,567	1,043,493	4.5%
Sourcing	37,714	35,670	5.7%	66,983	65,635	2.1%
Total net revenues	594,215	584,018	1.7%	1,157,550	1,109,128	4.4%
Operating expenses	360,468	354,923	1.6%	724,851	698,108	3.8%
Operating income	233,747	229,095	2.0%	432,699	411,020	5.3%
Net income	\$ 143,090	\$ 137,208	4.3%	\$ 262,053	\$ 243,684	7.5%
Diluted EPS	\$ 1.00	\$ 0.94	6.4%	\$ 1.83	\$ 1.67	9.6%

Our truckload net revenues decreased 1.4 percent in the second quarter of 2016 compared to the second quarter of 2015. Our total truckload volumes increased approximately three percent in the second quarter of 2016 compared to the second quarter of 2015. North American truckload volumes also increased approximately three percent over the same period. Our truckload net revenue margin increased in the second quarter of 2016 compared to the second quarter of 2015, due primarily to lower transportation costs. In North America, excluding the estimated impacts of the change in fuel prices, our average truckload rate per mile charged to our customers decreased approximately 7.5 percent in the second quarter of 2016 compared to the second quarter of 2015. In North America, our truckload transportation costs decreased approximately eight percent, excluding the estimated impacts of the change in fuel prices.

(more)

Our less than truckload (“LTL”) net revenues increased nine percent in the second quarter of 2016 compared to the second quarter of 2015. LTL volumes increased approximately seven percent in the second quarter of 2016 compared to the second quarter of 2015. Net revenue margin increased in the second quarter of 2016 compared to the second quarter of 2015.

Our intermodal net revenues decreased 21.8 percent in the second quarter of 2016 compared to the second quarter of 2015. This was primarily due to decreased volumes and net revenue margin declines. During the second quarter of 2016, intermodal opportunities were negatively impacted by the alternative lower cost truck market.

Our ocean transportation net revenues increased 1.7 percent in the second quarter of 2016 compared to the second quarter of 2015. The increase in net revenues was primarily due to increased net revenue margin and volumes, offset partially by pricing declines.

Our air transportation net revenues increased 2.7 percent in the second quarter of 2016 compared to the second quarter of 2015. The increase was due to increased net revenue margin and an increase in volumes, offset partially by pricing declines.

Our customs net revenues increased 5.8 percent in the second quarter of 2016 compared to the second quarter of 2015. The increase was primarily due to increased transaction volumes.

Our other logistics services net revenues, which includes managed services, warehousing, and small parcel, increased 24.0 percent in the second quarter of 2016 compared to the second quarter of 2015 primarily from growth in managed services.

Sourcing net revenues increased 5.7 percent in the second quarter of 2016 compared to the second quarter of 2015. This increase was primarily due to a case volume increase across a variety of commodities and services and an increase in net revenue per case.

For the second quarter, operating expenses increased 1.6 percent to \$360.5 million in 2016 from \$354.9 million in 2015. Operating expenses as a percentage of net revenues decreased to 60.7 percent in the second quarter of 2016 from 60.8 percent in the second quarter of 2015.

For the second quarter, personnel expenses increased 2.4 percent to \$270.3 million in 2016 from \$264.0 million in 2015. For the second quarter, our average headcount grew 5.2 percent compared to the second quarter of 2015. The increase in personnel expense was less than the increase in average headcount due to decreased expenses related to incentive plans that are designed to keep expenses variable with changes in net revenues and profitability.

For the second quarter, other selling, general, and administrative expenses decreased 0.8 percent to \$90.2 million in 2016 from \$90.9 million in 2015. This was primarily due to a decrease in the allowance for doubtful accounts, partially offset by increases in other areas including travel expenses.

#### **About C.H. Robinson**

Founded in 1905, C.H. Robinson Worldwide, Inc., is one of the largest non-asset based third party logistics companies in the world. C.H. Robinson is a global provider of multimodal transportation services and logistics solutions, currently serving over 110,000 active customers through a network of offices in North America, South America, Europe, and Asia. C.H. Robinson maintains one of the largest networks of motor carrier capacity in North America and works with approximately 68,000 transportation providers worldwide.

(more)

Except for the historical information contained herein, the matters set forth in this release are forward-looking statements that represent our expectations, beliefs, intentions or strategies concerning future events. These forward-looking statements are subject to certain risks and uncertainties that could cause actual results to differ materially from our historical experience or our present expectations, including, but not limited to such factors as changes in economic conditions, including uncertain consumer demand; changes in market demand and pressures on the pricing for our services; competition and growth rates within the third party logistics industry; freight levels and increasing costs and availability of truck capacity or alternative means of transporting freight, and changes in relationships with existing truck, rail, ocean and air carriers; changes in our customer base due to possible consolidation among our customers; our ability to integrate the operations of acquired companies with our historic operations successfully; risks associated with litigation and insurance coverage; risks associated with operations outside of the U.S.; risks associated with the potential impacts of changes in government regulations; risks associated with the produce industry, including food safety and contamination issues; fuel prices and availability; the impact of war on the economy; and other risks and uncertainties detailed in our Annual and Quarterly Reports.

Any forward-looking statement speaks only as of the date on which such statement is made, and we undertake no obligation to update such statement to reflect events or circumstances arising after such date. All remarks made during our financial results conference call will be current at the time of the call and we undertake no obligation to update the replay.

Conference Call Information:

*C.H. Robinson Worldwide Second Quarter 2016 Earnings Conference Call*

*Wednesday, July 27, 2016 8:30 a.m. Eastern Time*

*The call will be limited to 60 minutes, including questions and answers . We invite call participants to submit questions in advance of the conference call and we will respond to as many of the questions as we can in the time allowed. To submit your question(s) in advance of the call, please email [tim.gagnon@chrobinson.com](mailto:tim.gagnon@chrobinson.com).*

*Presentation slides and a simultaneous live audio webcast of the conference call may be accessed through the Investor Relations link on C.H. Robinson's website at [www.chrobinson.com](http://www.chrobinson.com).*

*To participate in the conference call by telephone, please call ten minutes early by dialing: 877-269-7756*

*International callers dial +1-201-689-7817*

*Callers should reference the conference ID, which is 13640751*

*Webcast replay available through Investor Relations link at [www.chrobinson.com](http://www.chrobinson.com)*

*Telephone audio replay available until 11:30 a.m. Eastern Time on August 4, 2016: 877-660-6853;*

*passcode: 13640751#*

*International callers dial +1-201-612-7415*

(more)

CONDENSED CONSOLIDATED STATEMENTS OF INCOME  
(unaudited, in thousands, except per share data)

	Three months ended June 30,		Six months ended June 30,	
	2016	2015	2016	2015
Revenues:				
Transportation	\$2,881,496	\$3,130,722	\$5,595,184	\$6,077,979
Sourcing	418,245	414,366	778,500	767,999
Total revenues	<u>3,299,741</u>	<u>3,545,088</u>	<u>6,373,684</u>	<u>6,845,978</u>
Costs and expenses:				
Purchased transportation and related services	2,324,995	2,582,374	4,504,617	5,034,486
Purchased products sourced for resale	380,531	378,696	711,517	702,364
Personnel expenses	270,251	263,999	547,748	519,143
Other selling, general, and administrative expenses	90,217	90,924	177,103	178,965
Total costs and expenses	<u>3,065,994</u>	<u>3,315,993</u>	<u>5,940,985</u>	<u>6,434,958</u>
Income from operations	<u>233,747</u>	<u>229,095</u>	<u>432,699</u>	<u>411,020</u>
Interest and other expense	(6,265)	(5,894)	(15,037)	(15,499)
Income before provision for income taxes	227,482	223,201	417,662	395,521
Provisions for income taxes	84,392	85,993	155,609	151,837
Net income	<u>\$ 143,090</u>	<u>\$ 137,208</u>	<u>\$ 262,053</u>	<u>\$ 243,684</u>
Net income per share (basic)	\$ 1.00	\$ 0.94	\$ 1.83	\$ 1.67
Net income per share (diluted)	\$ 1.00	\$ 0.94	\$ 1.83	\$ 1.67
Weighted average shares outstanding (basic)	142,998	145,515	143,259	145,856
Weighted average shares outstanding (diluted)	143,216	145,679	143,437	146,020

(more)



CONDENSED CONSOLIDATED BALANCE SHEETS  
(unaudited, in thousands)

	June 30, 2016	December 31, 2015
<b>Assets</b>		
Current assets:		
Cash and cash equivalents	\$ 207,083	\$ 168,229
Receivables, net	1,602,631	1,505,620
Other current assets	69,388	56,849
Total current assets	1,879,102	1,730,698
Property and equipment, net	211,905	190,874
Intangible and other assets	1,258,063	1,262,786
<b>Total assets</b>	<b>\$3,349,070</b>	<b>\$ 3,184,358</b>
<b>Liabilities and stockholders' investment</b>		
Current liabilities:		
Accounts payable and outstanding checks	\$ 836,721	\$ 783,883
Accrued compensation	84,648	146,666
Accrued income taxes	42,094	12,573
Other accrued expenses	62,994	55,475
Current portion of debt	465,000	450,000
Total current liabilities	1,491,457	1,448,597
Noncurrent income taxes payable	18,615	19,634
Deferred tax liabilities	75,937	65,460
Long-term debt	500,000	500,000
Other long term liabilities	221	217
<b>Total liabilities</b>	<b>2,086,230</b>	<b>2,033,908</b>
<b>Total stockholders' investment</b>	<b>1,262,840</b>	<b>1,150,450</b>
<b>Total liabilities and stockholders' investment</b>	<b>\$3,349,070</b>	<b>\$ 3,184,358</b>

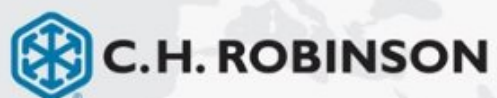
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## CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS

(unaudited, in thousands, except operational data)

	Six months ended June 30,	
	2016	2015
Operating activities:		
Net income	\$ 262,053	\$ 243,684
Stock-based compensation	25,785	31,019
Depreciation and amortization	35,059	32,682
Provision for doubtful accounts	2,144	9,053
Deferred income taxes	17,004	(1,780)
Other	366	438
Changes in operating elements, net of acquisitions:		
Receivables	(94,030)	(87,663)
Prepaid expenses and other	(19,066)	(19,802)
Other non-current assets	(1,615)	736
Accounts payable and outstanding checks	52,843	56,891
Accrued compensation and profit-sharing contribution	(61,029)	(32,027)
Accrued income taxes	28,502	21,230
Other accrued liabilities	(755)	(3,265)
Net cash provided by operating activities	247,261	251,196
Investing activities:		
Purchases of property and equipment	(33,483)	(11,542)
Purchases and development of software	(10,493)	(8,063)
Restricted cash	—	359,388
Acquisitions, net of cash	—	(369,143)
Other	(405)	361
Net cash used for investing activities	(44,381)	(28,999)
Financing activities:		
Borrowings on line of credit	2,840,000	3,893,000
Repayments on line of credit	(2,825,000)	(3,868,000)
Net repurchases of common stock	(66,249)	(90,255)
Excess tax benefit on stock-based compensation	15,104	6,040
Cash dividends	(127,520)	(114,517)
Net cash used for financing activities	(163,665)	(173,732)
Effect of exchange rates on cash	(361)	(5,954)
Net change in cash and cash equivalents	38,854	42,511
Cash and cash equivalents, beginning of period	168,229	128,940
Cash and cash equivalents, end of period	\$ 207,083	\$ 171,451
Operational Data:	As of June 30,	
	2016	2015
Employees	13,701	13,068

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Earnings Conference Call – Second Quarter 2016  
July 27, 2016

John Wiehoff, Chairman & CEO  
Andrew Clarke, CFO  
Tim Gagnon, Director, Investor Relations



## Safe Harbor Statement

Except for the historical information contained herein, the matters set forth in this presentation and the accompanying earnings release are forward-looking statements that represent our expectations, beliefs, intentions or strategies concerning future events. These forward-looking statements are subject to certain risks and uncertainties that could cause actual results to differ materially from our historical experience or our present expectations, including, but not limited to such factors as changes in economic conditions, including uncertain consumer demand; changes in market demand and pressures on the pricing for our services; competition and growth rates within the third party logistics industry; freight levels and increasing costs and availability of truck capacity or alternative means of transporting freight, and changes in relationships with existing truck, rail, ocean and air carriers; changes in our customer base due to possible consolidation among our customers; our ability to integrate the operations of acquired companies with our historic operations successfully; risks associated with litigation and insurance coverage; risks associated with operations outside of the U.S.; risks associated with the potential impacts of changes in government regulations; risks associated with the produce industry, including food safety and contamination issues; fuel prices and availability; changes to our share repurchase activity; the impact of war on the economy; and other risks and uncertainties detailed in our Annual and Quarterly Reports.



# Results Q2 2016

in thousands, except per share amounts

	Three months ended June 30			Six months ended June 30		
	2016	2015	% Change	2016	2015	% Change
Total revenues	\$3,299,741	\$3,545,088	-6.9%	\$6,373,684	\$6,845,978	-6.9%
Total net revenues	\$594,215	\$584,018	1.7%	\$1,157,550	\$1,109,128	4.4%
Income from operations	\$233,747	\$229,095	2.0%	\$432,699	\$411,020	5.3%
Net income	\$143,090	\$137,208	4.3%	\$262,053	\$243,684	7.5%
Earnings per share (diluted)	\$1.00	\$0.94	6.4%	\$1.83	\$1.67	9.6%
Weighted average shares outstanding (diluted)	143,216	145,679	-1.7%	143,437	146,020	-1.8%
Average headcount	13,522	12,850	5.2%	13,401	12,732	5.3%
Ending headcount	13,701	13,068	4.8%	13,701	13,068	4.8%

- Net revenue growth per business day slowed throughout the second quarter
  - April +9%, May +0%, June -3%
- CHRW network performed well adapting to the market conditions
  - Volume growth in nearly all services
  - Net income growth exceeds net revenue growth
- Continued strategy to invest in talent, technology and the global network

# Transportation Results Q2 2016

## TRANSPORTATION in thousands

	Three months ended June 30			Six months ended June 30		
	2016	2015	% Change	2016	2015	% Change
Total revenues	\$2,881,496	\$3,130,722	-8.0%	\$5,595,184	\$6,077,979	-7.9%
Total net revenues	\$556,501	\$548,348	1.5%	\$1,090,567	\$1,043,493	4.5%
Net revenue margin	19.3%	17.5%	10.3%	19.5%	17.2%	13.5%

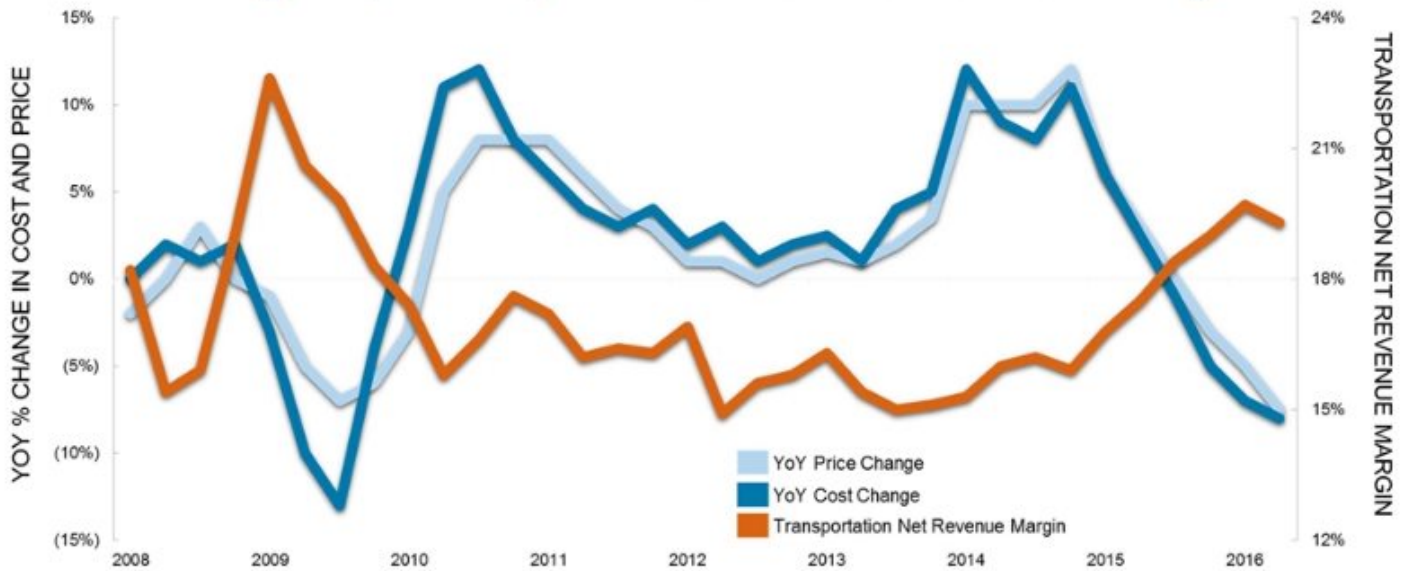
## TRANSPORTATION NET REVENUE MARGIN PERCENTAGE

	2007	2008	2009	2010	2011	2012	2013	2014	2015	2016
Q1	20.2%	18.2%	22.6%	17.4%	17.2%	16.9%	16.3%	15.3%	16.8%	19.7%
Q2	17.9%	15.4%	20.6%	15.8%	16.2%	14.9%	15.4%	16.0%	17.5%	19.3%
Q3	18.0%	15.9%	19.8%	16.6%	16.4%	15.6%	15.0%	16.2%	18.4%	
Q4	17.7%	19.0%	18.3%	17.6%	16.3%	15.8%	15.1%	15.9%	19.0%	
Year	18.4%	17.0%	20.2%	16.8%	16.5%	15.8%	15.4%	15.9%	17.9%	

- Net revenue margin expansion in the second quarter of 2016, compared to 2015 was the result of the following factors:
  - Lower transportation costs, including fuel.
  - Change in mix of services and faster growth in shorter length of haul freight.
- Increased over 200,000 global shipments in the second quarter of 2016 when compared to the second quarter of 2015.



# North America Truckload Cost and Price Change<sup>(1)</sup>, Transportation Net Revenue Margin



- Supply and demand affect truckload pricing from quarter to quarter
- Average YoY price and cost increase is 2% since 2008

(1) Cost and price change exclude the estimated impact of fuel.

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# Truckload Results Q2 2016

## TRUCKLOAD NET REVENUES in thousands

Three months ended June 30			Six months ended June 30		
2016	2015	% Change	2016	2015	% Change
\$329,740	\$334,546	-1.4%	\$651,424	\$632,926	2.9%

North America Truckload	Year over year change	
	Quarter	YTD
Volume	3%	3%
Approximate pricing*	-7.5%	-6%
Approximate cost*	-8%	-7%
Net revenue margin	↑	↑

\*Pricing and cost measures exclude the estimated impact of the change in fuel prices

- Truckload volume growth per business day has accelerated into July to date.
- Added 4,400 new contracted carriers in the second quarter.
- Typical seasonal demand drove an increase in truckload purchased transportation costs in June.



# LTL Results Q2 2016

## LTL NET REVENUES in thousands

Three months ended June 30			Six months ended June 30		
2016	2015	% Change	2016	2015	% Change
\$99,778	\$91,524	9.0%	\$191,071	\$176,894	8.0%

LTL	Year over year change	
	Quarter	YTD
Volume	7%	9%
Pricing	↓	↓
Net revenue margin	↑	↑

- Less than Truckload net revenue growth of 9 percent, primarily driven by volume growth
- Temperature controlled LTL services achieved approximately 60 percent net revenue growth in the second quarter when compared to the second quarter of 2015.

# Intermodal Results Q2 2016

## INTERMODAL NET REVENUES in thousands

Three months ended June 30			Six months ended June 30		
2016	2015	% Change	2016	2015	% Change
\$9,021	\$11,539	-21.8%	\$18,285	\$22,051	-17.1%

INTERMODAL	Year over year change	
	Quarter	YTD
Volume	-13%	-13%
Pricing	↓	↓
Net revenue margin	↓	↓

- Volume declines occurred in the transactional intermodal business.
- Intermodal opportunities were negatively impacted by the lower cost truck market.

# Global Forwarding Results Q2 2016

## Ocean, Air and Customs

### NET REVENUES in thousands

Three months ended June 30				Six months ended June 30			
	2016	2015	% Change		2016	2015	% Change
Ocean	\$60,068	\$59,066	1.7%	Ocean	\$118,737	\$109,256	8.7%
Air	\$20,118	\$19,596	2.7%	Air	\$38,527	\$40,235	-4.2%
Customs	\$11,605	\$10,973	5.8%	Customs	\$22,329	\$21,236	5.1%

OCEAN	Year over year change	
	Quarter	YTD
Volume	↑	↑
Pricing	↓	↓
Net revenue margin	↑	↑

AIR	Year over year change	
	Quarter	YTD
Volume	↑	↑
Pricing	↓	↓
Net revenue margin	↑	↑

- Combined Global Forwarding services net revenues increased 2.4 percent in the second quarter when compared to the second quarter of 2015.
- Revenue per shipment decreased significantly in both the ocean and air services in the second quarter when compared to the second quarter of last year.
- Volumes increased in each Global Forwarding service in the second quarter of 2016 when compared to the second quarter of 2015.

## Other Logistics Services Results Q2 2016

### NET REVENUES in thousands

Three months ended June 30			Six months ended June 30		
2016	2015	% Change	2016	2015	% Change
\$26,171	\$21,104	24.0%	\$50,194	\$40,895	22.7%

- Other Logistics Services net revenues include transportation managed services, warehousing, and small parcel.
- Managed services net revenues increased approximately 30 percent in the second quarter when compared to second quarter of 2015.
  - Over \$3 billion run rate freight under management in 2016.

# Sourcing Results Q2 2016

## SOURCING NET REVENUES in thousands

	Three months ended June 30			Six months ended June 30		
	2016	2015	% Change	2016	2015	% Change
Total revenues	\$418,245	\$414,366	0.9%	\$778,500	\$767,999	1.4%
Total net revenues	\$37,714	\$35,670	5.7%	\$66,983	\$65,635	2.1%
Net revenue margin	9.0%	8.6%	4.7%	8.6%	8.5%	0.7%

- Sourcing net revenue increase was primarily the result of 3% case volume growth and an increase in net revenue per case.
- Net revenue margin increased as a result of a change in the mix of services and commodities in the second quarter when compared to the second quarter of 2015.

# Summarized Income Statement

in thousands

	Three months ended June 30			Six months ended June 30		
	2016	2015	% Change	2016	2015	% Change
Total revenues	\$3,299,741	\$3,545,088	-6.9%	\$6,373,684	\$6,845,978	-6.9%
Total net revenues	594,215	584,018	1.7%	1,157,550	1,109,128	4.4%
Personnel expenses	270,251	263,999	2.4%	547,748	519,143	5.5%
Selling, general & admin	90,217	90,924	-0.8%	177,103	178,965	-1.0%
Total operating expenses	360,468	354,923	1.6%	724,851	698,108	3.8%
Income from operations	\$233,747	\$229,095	2.0%	\$432,699	\$411,020	5.3%
Percent of net revenue	39.3%	39.2%	0.3%	37.4%	37.1%	0.9%

- Personnel expense increase was primarily driven by average headcount growth of 5.2 percent and partially offset by lower variable compensation incentives.
- Selling, general and administrative expenses decreased due to lower provision for bad debt, partially offset by an increases in other areas, including travel expenses.



# Other Financial Information

in thousands

## CASH FLOW DATA

	Three months ended June 30			Six months ended June 30		
	2016	2015	% Change	2016	2015	% Change
Net cash provided by operating activities	\$143,111	\$150,801	-5.1%	\$247,261	\$251,196	-1.6%
Capital expenditures, net	\$26,151	\$12,939	102.1%	\$43,976	\$19,605	124.3%

## BALANCE SHEET DATA

	June 30, 2016
Cash & investments	\$207,083
Current assets	\$1,879,102
Total assets	\$3,349,070
Debt	\$965,000
Stockholders investment	\$1,262,840

- Strong cash flow quarter
- Total debt balance \$965 million
  - \$500 million, 4.28% average coupon
  - \$465 million drawn on revolver, 1.46% current rate as of June 30, 2016

# Capital Distribution

in thousands

	2011	2012 (a)	2013	2014	2015	Q2 2016	YTD 2016
<b>Net income</b>	<b>\$431,612</b>	<b>\$447,007</b>	<b>\$415,904</b>	<b>\$449,711</b>	<b>\$509,699</b>	<b>\$143,090</b>	<b>\$262,053</b>
<b>Capital distribution</b>							
Cash dividends paid	\$194,697	\$219,313	\$220,257	\$215,008	\$235,615	\$63,632	\$127,520
Share repurchases	250,274	255,849	807,449 (b)	176,645	241,231	24,862	78,381
<b>Subtotal</b>	<b>\$444,971</b>	<b>\$475,162</b>	<b>\$1,027,706</b>	<b>\$391,653</b>	<b>\$476,846</b>	<b>\$88,494</b>	<b>\$205,962</b>
<b>Percent of net income</b>							
Cash dividends paid	45%	49%	53%	48%	46%	44%	49%
Open market share repurchases	58%	57%	194%	39%	47%	17%	30%
<b>Subtotal</b>	<b>103%</b>	<b>106%</b>	<b>247%</b>	<b>87%</b>	<b>93%</b>	<b>61%</b>	<b>79%</b>

(a) 2012 Net Income is adjusted to excluded transaction related gains and expenses. A reconciliation of adjusted results appears in Appendix A. 2012 Dividends exclude the fifth dividend payment made during the year.

(b) Includes a \$500 million accelerated share repurchase.

- Capital returned to shareholders during the quarter
  - \$63.6 million cash dividend
  - \$24.0 million in cash for repurchase activity
    - 286,575 shares
    - Average price \$73.28 for shares repurchased
- Target is to return approximately 90% of net income to shareholders annually.



## Final Comments

- North America truckload volume growth of approximately 7 percent per business day, July to date.
- July to date total company net revenue per day has decreased approximately 2 percent when compared to July 2015.
- Second half comparable is challenging.
- Focused on profitable growth and continuing to deliver value to customers, carriers and suppliers.

# Appendix A: 2012 Summarized Adjusted Income Statement

In thousands, except per share amounts

Twelve months ended December 31, 2012

	2012 Actual	Non-recurring Acquisition Impacts	Non-recurring Divestiture Impacts	Adjusted
<b>Total net revenues</b>	<b>\$1,717,571</b>			<b>\$1,717,571</b>
Personnel expenses (1)	766,006	-385	-34,207	731,414
Other operating expenses (2)	276,245	-10,225	-379	265,641
<b>Total operating expenses</b>	<b>1,042,251</b>	<b>-10,610</b>	<b>-34,586</b>	<b>997,055</b>
<b>Income from operations</b>	<b>675,320</b>	<b>10,610</b>	<b>34,586</b>	<b>720,516</b>
Investment & other income (3)	283,142		-281,551	1,591
Income before taxes	958,462	10,610	-246,965	722,107
Provision for income taxes	364,658	2,745	-92,303	275,100
<b>Net income</b>	<b>\$593,804</b>	<b>7,865</b>	<b>-\$154,662</b>	<b>\$447,007</b>
Net income per share (diluted)	3.67			2.76
Weighted average shares (diluted)	161,946	185 (4)	92 (5)	161,669

To assist investors in understanding our financial performance, we supplement the financial results that are generated in accordance with the accounting principles generally accepted in the United States, or GAAP, with non-GAAP financial measures, including non-GAAP operating expenses, non-GAAP income from operations, non-GAAP net income and non-GAAP diluted net income per share. We believe that these non-GAAP measures provide meaningful insight into our operating performance excluding certain event-specific charges, and provide an alternative perspective of our results of operations. We use non-GAAP measures to assess our operating performance for the quarter. Management believes that these non-GAAP financial measures reflect an additional way of analyzing aspects of our ongoing operations that, when viewed with our GAAP results, provides a more complete understanding of the factors and trends affecting our business.

- 1) The adjustment to personnel consists of \$33 million of incremental vesting expense of our equity awards triggered by the gain on the divestiture of T-Chek. The balance consists of transaction related bonuses.
- 2) The adjustments to other operating expenses reflect fees paid to third parties for:
  - a) Investment banking fees related to the acquisition of Phoenix
  - b) External legal and accounting fees related to the acquisitions of Apreo and Phoenix and the divestiture of T-Chek.
- 3) The adjustment to investment and other income reflects the gain from the divestiture of T-Chek.
- 4) The adjustment to diluted weighted average shares outstanding relates to the shares of C.H. Robinson stock issued as consideration paid to the sellers in the acquisition of Phoenix.
- 5) The adjustment to diluted weighted average shares outstanding relates to the additional vesting of performance-based restricted stock as a result of the gain on sale recognized from the divestiture of T-Chek.

