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

FORM 8-K

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

**Date of Report: July 28, 2015
(Date of earliest event reported)**

C.H. ROBINSON WORLDWIDE, INC.
(Exact name of registrant as specified in its charter)

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)

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))
-
-

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, 2015 and its earnings conference call slides.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits.

99.1 Press Release dated July 28, 2015 of C.H. Robinson Worldwide, Inc.

99.2 Earnings conference call slides dated July 29, 2015.

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 28, 2015

EXHIBIT INDEX

- 99.1 Press Release dated July 28, 2015 of C.H. Robinson Worldwide, Inc.
- 99.2 Earnings conference call slides dated July 29, 2015.

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 28, 2015 – C.H. Robinson Worldwide, Inc. (“C.H. Robinson”) (NASDAQ: CHRW), today reported financial results for the quarter ended June 30, 2015. Summarized financial results for the quarter ended June 30 are as follows (dollars in thousands, except per share data):

	Three months ended June 30,			Six months ended June 30,		
	2015	2014	% change	2015	2014	% change
Total revenues	\$3,545,088	\$3,502,918	1.2%	\$6,845,978	\$6,645,503	3.0%
Net revenues:						
Transportation						
Truckload ⁽¹⁾	\$ 334,546	\$ 308,152	8.6%	\$ 632,926	\$ 580,499	9.0%
LTL	91,524	67,376	35.8%	176,894	127,514	38.7%
Intermodal	11,539	10,863	6.2%	22,051	19,803	11.4%
Ocean	59,066	50,486	17.0%	109,256	94,098	16.1%
Air	19,596	21,747	-9.9%	40,235	39,201	2.6%
Customs	10,973	10,312	6.4%	21,236	19,644	8.1%
Other logistics services	21,104	17,207	22.6%	40,895	35,773	14.3%
Total transportation	548,348	486,143	12.8%	1,043,493	916,532	13.9%
Sourcing	35,670	34,894	2.2%	65,635	61,740	6.3%
Total net revenues	584,018	521,037	12.1%	1,109,128	978,272	13.4%
Operating expenses	354,923	320,655	10.7%	698,108	620,919	12.4%
Operating income	229,095	200,382	14.3%	411,020	357,353	15.0%
Net income	\$ 137,208	\$ 118,596	15.7%	\$ 243,684	\$ 211,783	15.1%
Diluted EPS	\$ 0.94	\$ 0.80	17.5%	\$ 1.67	\$ 1.43	16.8%

⁽¹⁾ Includes Payment Services revenues which were previously reported separately.

“We had a great quarter with strong net revenue and net income growth across our network,” said John Wiehoff, CEO and Chairman. “Our employees worked very hard, serving our customers, carriers, and suppliers with a focus on excellence and improving every day.”

Our truckload net revenues increased 8.6 percent in the second quarter of 2015 compared to the second quarter of 2014. Our acquisition of Freightquote.com (“Freightquote”) on January 1, 2015 contributed approximately 3.5 percentage points to our truckload net revenue growth. Our North American truckload volumes increased approximately seven percent. Approximately three percent of this increase was due to the acquisition of Freightquote. Our truckload net revenue margin increased in the second quarter of 2015 compared to the second quarter of 2014, due primarily to the lower cost of fuel. In North America, excluding the estimated

(more)

impacts of the change in fuel prices, our average truckload rate per mile charged to our customers increased approximately three percent in the second quarter of 2015 compared to the second quarter of 2014. In North America, our truckload transportation costs increased approximately 2.5 percent, excluding the estimated impacts of the change in fuel prices.

Our less-than-truckload (“LTL”) net revenues increased 35.8 percent in the second quarter of 2015 compared to the second quarter of 2014. Freightquote contributed approximately 33 percentage points to our LTL net revenue growth in the second quarter of 2015. LTL volumes increased approximately 33 percent in the second quarter of 2015 compared to the second quarter of 2014. Freightquote contributed approximately 20 percentage points to our LTL volume growth in the second quarter of 2015. Net revenue margin increased in the second quarter of 2015 compared to the second quarter of 2014. This was primarily the result of a change in our freight mix with more small customers from the higher margin Freightquote business.

Our intermodal net revenues increased 6.2 percent in the second quarter of 2015 compared to the second quarter of 2014. Freightquote contributed approximately nine percentage points to our intermodal net revenue growth in the second quarter of 2015. Excluding Freightquote, intermodal transactional volume decreased in the second quarter of 2015 compared to the second quarter of 2014.

Our ocean transportation net revenues increased 17.0 percent in the second quarter of 2015 compared to the second quarter of 2014. The increase in net revenues was primarily due to increased net revenue margin as volumes were flat.

Our air transportation net revenues decreased 9.9 percent in the second quarter of 2015 compared to the second quarter of 2014. The decrease was due to lower rates charged to our customers, offset slightly by increased net revenue margin and a small increase in volumes.

Our customs net revenues increased 6.4 percent in the second quarter of 2015 compared to the second quarter of 2014. The increase was due to increased transaction volumes.

Our other logistics services revenues, which includes managed services, warehousing, and small parcel, increased 22.6 percent in the second quarter of 2015 compared to the second quarter of 2014 primarily from growth in managed services. Freightquote contributed approximately two percentage points to our other logistics services net revenue growth in the second quarter of 2015.

Sourcing net revenues increased 2.2 percent in the second quarter of 2015 compared to the second quarter of 2014. This increase was primarily due to a case volume increase across a variety of commodities and services offset partially by a decline in net revenue per case.

For the second quarter, operating expenses increased 10.7 percent to \$354.9 million in 2015 from \$320.7 million in 2014. Operating expenses as a percentage of net revenues decreased to 60.8 percent in the second quarter of 2015 from 61.5 percent in the second quarter of 2014.

For the second quarter, personnel expenses increased 10.5 percent to \$264.0 million in 2015 from \$239.0 million in 2014. This was primarily due to additional headcount related to our acquisition of Freightquote and expenses related to incentive plans that are designed to keep expenses variable with changes in net revenues and profitability. For the second quarter, our average headcount grew 10.1 percent compared to the second quarter of 2014.

(more)

For the second quarter, other selling, general, and administrative expenses increased 11.3 percent to \$90.9 million in 2015 from \$81.7 million in 2014. This increase was primarily due to our acquisition of Freightquote including amortization expense of approximately \$1.9 million, and an increase in 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 46,000 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 66,000 transportation providers worldwide.

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 2015 Earnings Conference Call

Wednesday, July 29, 2015 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.

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.

To participate in the conference call by telephone, please call ten minutes early by dialing: 888-516-2441

International callers dial +1-719-325-2280

Callers should reference the conference ID, which is 3923556

Webcast replay available through Investor Relations link at www.chrobinson.com

Telephone audio replay available until 11:30 a.m. Eastern Time on August 5, 2015: 888-203-1112;

passcode: 3923556#

International callers dial +1-719-457-0820

(more)

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

	Three months ended June 30,		Six months ended June 30,	
	2015	2014	2015	2014
Revenues:				
Transportation ⁽¹⁾	\$3,130,722	\$3,042,102	\$6,077,979	\$5,848,879
Sourcing	414,366	460,816	767,999	796,624
Total revenues	<u>3,545,088</u>	<u>3,502,918</u>	<u>6,845,978</u>	<u>6,645,503</u>
Costs and expenses:				
Purchased transportation and related services ⁽¹⁾	2,582,374	2,555,959	5,034,486	4,932,347
Purchased products sourced for resale	378,696	425,922	702,364	734,884
Personnel expenses	263,999	238,986	519,143	459,283
Other selling, general, and administrative expenses	90,924	81,669	178,965	161,636
Total costs and expenses	<u>3,315,993</u>	<u>3,302,536</u>	<u>6,434,958</u>	<u>6,288,150</u>
Income from operations	<u>229,095</u>	<u>200,382</u>	<u>411,020</u>	<u>357,353</u>
Interest and other expense	(5,894)	(6,252)	(15,499)	(12,383)
Income before provision for income taxes	223,201	194,130	395,521	344,970
Provisions for income taxes	85,993	75,534	151,837	133,187
Net income	<u>\$ 137,208</u>	<u>\$ 118,596</u>	<u>\$ 243,684</u>	<u>\$ 211,783</u>
Net income per share (basic)	\$ 0.94	\$ 0.80	\$ 1.67	\$ 1.43
Net income per share (diluted)	\$ 0.94	\$ 0.80	\$ 1.67	\$ 1.43
Weighted average shares outstanding (basic)	145,515	147,826	145,856	148,167
Weighted average shares outstanding (diluted)	145,679	147,974	146,020	148,293

⁽¹⁾ Includes Payment Services revenues and related costs which were previously reported separately.

(more)

CONDENSED CONSOLIDATED BALANCE SHEETS
(unaudited, in thousands)

	June 30, 2015	December 31, 2014
Assets		
Current assets:		
Cash and cash equivalents	\$ 171,451	\$ 128,940
Restricted cash	—	359,388
Receivables, net	1,706,429	1,571,591
Other current assets	66,459	45,540
Total current assets	1,944,339	2,105,459
Property and equipment, net	190,849	152,471
Intangible and other assets	1,268,826	956,408
Total assets	<u>\$ 3,404,014</u>	<u>\$ 3,214,338</u>
Liabilities and stockholders' investment		
Current liabilities:		
Accounts payable and outstanding checks	\$ 894,046	\$ 795,255
Accrued compensation	95,528	125,624
Accrued income taxes	25,536	4,616
Other accrued expenses	49,708	45,365
Current portion of debt	630,000	605,000
Total current liabilities	1,694,818	1,575,860
Noncurrent income taxes payable	22,723	24,279
Deferred tax liabilities	74,394	66,961
Long-term debt	500,000	500,000
Other long term liabilities	228	223
Total liabilities	2,292,163	2,167,323
Total stockholders' investment	<u>1,111,851</u>	<u>1,047,015</u>
Total liabilities and stockholders' investment	<u>\$ 3,404,014</u>	<u>\$ 3,214,338</u>

(more)

CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS
(unaudited, in thousands, except operational data)

	Six months ended June 30,	
	2015	2014
Operating activities:		
Net income	\$ 243,684	\$ 211,783
Stock-based compensation	31,019	16,423
Depreciation and amortization	32,682	29,349
Provision for doubtful accounts	9,053	11,128
Deferred income taxes	(1,780)	5,894
Other	438	(1,348)
Changes in operating elements, net of acquisitions:		
Receivables	(87,663)	(261,334)
Prepaid expenses and other	(19,802)	(14,214)
Other non-current assets	736	270
Accounts payable and outstanding checks	56,891	121,109
Accrued compensation and profit-sharing contribution	(32,027)	(6,137)
Accrued income taxes	21,230	12,698
Other accrued liabilities	(3,265)	2,747
Net cash provided by operating activities	251,196	128,368
Investing activities:		
Purchases of property and equipment	(11,542)	(14,860)
Purchases and development of software	(8,063)	(3,964)
Restricted cash	359,388	—
Acquisitions, net of cash	(369,143)	—
Other	361	268
Net cash used for investing activities	(28,999)	(18,556)
Financing activities:		
Borrowings on line of credit	3,893,000	2,435,000
Repayments on line of credit	(3,868,000)	(2,410,000)
Net repurchases of common stock	(90,255)	(52,740)
Excess tax benefit on stock-based compensation	6,040	5,198
Cash dividends	(114,517)	(104,909)
Net cash used for financing activities	(173,732)	(127,451)
Effect of exchange rates on cash	(5,954)	(193)
Net change in cash and cash equivalents	42,511	(17,832)
Cash and cash equivalents, beginning of period	128,940	162,047
Cash and cash equivalents, end of period	\$ 171,451	\$ 144,215

	As of June 30,	
	2015	2014
Operational Data:		
Employees	13,068	11,645

###



Earnings Conference Call – Second Quarter 2015

July 29, 2015

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 2015

in thousands, except per share amounts

	Three months ended June 30			Six months ended June 30		
	2015	2014	% Change	2015	2014	% Change
Total revenues	\$3,545,088	\$3,502,918	1.2%	\$6,845,978	\$6,645,503	3.0%
Total net revenues	\$584,018	\$521,037	12.1%	\$1,109,128	\$978,272	13.4%
Income from operations	\$229,095	\$200,382	14.3%	\$411,020	\$357,353	15.0%
Net income	\$137,208	\$118,596	15.7%	\$243,684	\$211,783	15.1%
Earnings per share (diluted)	\$0.94	\$0.80	17.5%	\$1.67	\$1.43	16.8%
Weighted average shares outstanding (diluted)	145,679	147,974	-1.6%	146,020	148,293	-1.5%
Average headcount	12,850	11,674	10.1%	12,732	11,675	9.1%
Ending headcount	13,068	11,645	12.2%	13,068	11,645	12.2%

- Record net revenues in the second quarter with Freightquote adding approximately 7 percentage points to our total net revenue growth.
- Total company net revenue growth per business day accelerated in May and June when compared to April.
- Net revenue grew faster than total revenue in the second quarter of 2015, primarily the result of decreased fuel prices.
- The base CHRW average headcount grew approximately 1.6 percent in the second quarter when compared to the second quarter of 2014.

Transportation Results Q2 2015

TRANSPORTATION in thousands

	Three months ended June 30			Six months ended June 30		
	2015	2014	% Change	2015	2014	% Change
Total revenues	\$3,130,722	\$3,042,102	2.9%	\$6,077,979	\$5,848,879	3.9%
Total net revenues	\$548,348	\$486,143	12.8%	\$1,043,493	\$916,532	13.9%
Net revenue margin	17.5%	16.0%	9.6%	17.2%	15.7%	9.6%

TRANSPORTATION NET REVENUE MARGIN PERCENTAGE

	2006	2007	2008	2009	2010	2011	2012	2013	2014	2015
Q1	18.3%	20.2%	18.2%	22.6%	17.4%	17.2%	16.9%	16.3%	15.3%	16.8%
Q2	17.1%	17.9%	15.4%	20.6%	15.8%	16.2%	14.9%	15.4%	16.0%	17.5%
Q3	17.5%	18.0%	15.9%	19.8%	16.6%	16.4%	15.6%	15.0%	16.2%	
Q4	18.3%	17.7%	19.0%	18.3%	17.6%	16.3%	15.8%	15.1%	15.9%	
Year	17.8%	18.4%	17.0%	20.2%	16.8%	16.5%	15.8%	15.4%	15.9%	

- Net revenue margin increased in all transportation services in the second quarter.
- The decrease in fuel prices accounted for most of the year-over-year increase in net revenue margin.

Truckload Results Q2 2015

TRUCKLOAD NET REVENUES in thousands

Three months ended June 30

Six months ended June 30

2015	2014	% Change	2015	2014	% Change
\$334,546	\$308,152	8.6%	\$632,926	\$580,499	9.0%

Year over year change

North America Truckload	Quarter	YTD
Volume	7%	7%
Approximate pricing*	3%	4%
Approximate cost*	2.5%	4%
Net revenue margin	↑	↑

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

- Net revenue per shipment growth increased throughout the quarter.
- Freightquote added approximately 3.5 percentage points to our truckload net revenue growth in the second quarter of 2015 when compared to the second quarter of 2014.
- Approximately 3 percent of the North America Truckload volume increase was due to the acquisition of Freightquote.
- Added over 3,000 new carriers in the second quarter of 2015.

LTL Results Q2 2015

LTL NET REVENUES in thousands

Three months ended June 30			Six months ended June 30		
2015	2014	% Change	2015	2014	% Change
\$91,524	\$67,376	35.8%	\$176,894	\$127,514	38.7%

Year over year change

LTL	Year over year change	
	Quarter	YTD
Volume	33%	30%
Pricing	↓	↔
Net revenue margin	↑	↑

- Net revenue and volume growth in all LTL services (Common Carrier, Temperature Controlled, Consolidation, Small Parcel).
- Freightquote added approximately 33 percentage points to our LTL net revenue growth in the second quarter of 2015 when compared to the second quarter of 2014.
- Freightquote added approximately 20 percentage points to our LTL volume growth in the second quarter of 2015 when compared to the second quarter of 2014.

Intermodal Results Q2 2015

INTERMODAL NET REVENUES in thousands

Three months ended June 30			Six months ended June 30		
2015	2014	% Change	2015	2014	% Change
\$11,539	\$10,863	6.2%	\$22,051	\$19,803	11.4%

Year over year change

INTERMODAL	Year over year change	
	Quarter	YTD
Volume	6%	10%
Pricing	↓	↓
Net revenue margin	↑	↑

- Freightquote added approximately 9 percentage points to both our intermodal net revenue growth and our intermodal volume growth in the second quarter of 2015 when compared to the second quarter of 2014.
- Net revenue margin improvement in the second quarter of 2015 was driven by improved operating efficiencies and routing selections in addition to a reduction in fuel expense.
- Transactional customer business decreased in the second quarter of 2015 when compared to the second quarter of 2014.

Global Forwarding Results Q2 2015

Ocean, Air and Customs

NET REVENUES in thousands

Three months ended June 30				Six months ended June 30			
	2015	2014	% Change		2015	2014	% Change
Ocean	\$59,066	\$50,486	17.0%	Ocean	\$109,256	\$94,098	16.1%
Air	\$19,596	\$21,747	-9.9%	Air	\$40,235	\$39,201	2.6%
Customs	\$10,973	\$10,312	6.4%	Customs	\$21,236	\$19,644	8.1%

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 8.6% in the second quarter when compared to the second quarter of 2014.
- Cross selling initiatives continue to produce new opportunities and net revenue growth.
- Retained #1 NVOCC in ocean shipments from China to the U.S. (ranking based on TEU's shipped in the second quarter of 2015).
- Airfreight net revenues decreased as a result of lower rates charged to customers offset slightly by increased net revenue margin and a small increase in volumes.

Other Logistics Services Results Q2 2015

NET REVENUES in thousands

Three months ended June 30			Six months ended June 30		
2015	2014	% Change	2015	2014	% Change
\$21,104	\$17,207	22.6%	\$40,895	\$35,773	14.3%

- Other Logistics Services net revenues include transportation managed services, warehousing and small parcel.
- Other Logistics Services net revenues increased 22.6 percent in the second quarter when compared to the second quarter of 2014, primarily due to the increase in managed services.
- Managed services growth largely the result of the addition of new customers and growth with existing customers.

Sourcing Results Q2 2015

SOURCING NET REVENUES in thousands

	Three months ended June 30			Six months ended June 30		
	2015	2014	% Change	2015	2014	% Change
Total revenues	\$414,366	\$460,816	-10.1%	\$767,999	\$796,624	-3.6%
Total net revenues	\$35,670	\$34,894	2.2%	\$65,635	\$61,740	6.3%
Net revenue margin	8.6%	7.6%	13.7%	8.5%	7.8%	10.3%

- Improved market conditions yielded increased net revenue margins in the second quarter of 2015 when compared to the second quarter of 2014.
- Net revenues increased as a result of volume growth with strategic commodities and services.



Summarized Income Statement

in thousands

	Three months ended June 30			Six months ended June 30		
	2015	2014	% Change	2015	2014	% Change
Total revenues	\$3,545,088	\$3,502,918	1.2%	\$6,845,978	\$6,645,503	3.0%
Total net revenues	584,018	521,037	12.1%	1,109,128	978,272	13.4%
Personnel expenses	263,999	238,986	10.5%	519,143	459,283	13.0%
Selling, general & admin	90,924	81,669	11.3%	178,965	161,636	10.7%
Total operating expenses	354,923	320,655	10.7%	698,108	620,919	12.4%
Income from operations	\$229,095	\$200,382	14.3%	\$411,020	\$357,353	15.0%
Percent of net revenue	39.2%	38.5%	2.0%	37.1%	36.5%	1.4%

- 70 basis point improvement in operating income as a percent of net revenues in the second quarter of 2015 when compared to the second quarter of 2014.
- Personnel expense growth was primarily the result of the Freightquote acquisition and from an increase in variable compensation.
- Other SG&A expenses increased primarily due to our acquisition of Freightquote, including amortization expenses of approximately \$1.9 million.

Other Financial Information

in thousands

CASH FLOW DATA

Three months ended June 30

	2015	2014	% Change
Net cash provided by operating activities	\$150,801	\$113,928	32.4%
Capital expenditures, net	\$12,939	\$6,229	107.7%

BALANCE SHEET DATA

	June 30, 2015
Cash & investments	\$171,451
Current assets	\$1,944,339
Total assets	\$3,404,014
Debt	\$1,130,000
Stockholders investment	\$1,111,851

- Strong cash flow quarter
- Total debt balance \$1.130 billion
 - \$500 million, 4.28% average coupon
 - \$630 million drawn on new revolver, 1.30% current rate as of June 30, 2015



Capital Distribution

in thousands

	2010	2011	2012 (a)	2013	2014	Q2 2015	YTD 2015
Net income	\$387,026	\$431,612	\$447,007	\$415,904	\$449,711	\$137,208	\$243,684
Capital distribution							
Cash dividends paid	\$168,902	\$194,697	\$219,313	\$220,257	\$215,008	\$57,182	\$114,517
Share repurchases	157,381	250,274	255,849	807,449 (b)	176,645	48,998	92,923
Subtotal	\$326,283	\$444,971	\$475,162	\$1,027,706	\$391,653	\$106,183	\$207,443
Percent of net income							
Cash dividends paid	44%	45%	49%	53%	48%	42%	47%
Open market share repurchases	41%	58%	57%	194%	39%	36%	38%
Subtotal	84%	103%	106%	247%	87%	78%	85%

(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
 - \$57.2 million cash dividend
 - \$49.0 million in cash for repurchase activity
 - 765,775 shares
 - Average price \$63.99 for shares repurchased
- Target is to return approximately 90% of net income to shareholders annually.

A look ahead

- July to date, total company net revenue has increased approximately 12 percent per business day when compared to July to date in 2014.
- Freightquote integration continues into the second half of the year.
- Remain focused on balanced growth initiatives and strategic investments.



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
Total net revenues	\$1,717,571			\$1,717,571
Personnel expenses (1)	766,006	-385	-34,207	731,414
Other operating expenses (2)	276,245	-10,225	-379	265,641
Total operating expenses	1,042,251	-10,610	-34,586	997,055
Income from operations	675,320	10,610	34,586	720,516
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
Net income	\$593,804	7,865	-\$154,662	\$447,007
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.

