

C H ROBINSON WORLDWIDE INC

Form 4

April 02, 2008

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 *
WIEHOFF JOHN

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)

14701 CHARLSON ROAD

(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
04/02/2008

☐ Director ☐ 10% Owner
☒ Officer (give title below) ☐ Other (specify below)
CEO

EDEN PRAIRIE, MN 55347

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock								3,508	I	By child
Common Stock								56,000	I	By spouse
Common Stock	04/02/2008		A		1,401 <u>(1)</u>	A	\$ 57.24	566,013 <u>(1)</u>	I	By Trust
Common Stock								227,518	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 Securities (Instr. 3 and 4)		8. Pri Deriv Secur (Instr
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Option (Right to Buy)	\$ 6.297					02/15/2004	02/15/2009	Common Stock	8,806	
Option (Right to Buy)	\$ 10.172					01/31/2005	01/31/2010	Common Stock	9,828	
Option (Right to Buy)	\$ 14					02/01/2006	02/01/2011	Common Stock	7,142	
Option (Right to Buy)	\$ 14					(2)	02/15/2012	Common Stock	72,858	
Option (Right to Buy)	\$ 14.625					02/15/2007	02/15/2012	Common Stock	6,836	
Option (Right to Buy)	\$ 14.625					(3)	02/15/2012	Common Stock	53,164	
Option (Right to Buy)	\$ 14.82					02/07/2008	02/07/2013	Common Stock	6,746	
Option (Right to Buy)	\$ 14.82					(4)	02/07/2013	Common Stock	73,254	
Option	\$ 18.46					07/31/2003	02/15/2009	Common	14,700	

(Right to Buy)					Stock	
Option (Right to Buy)	\$ 18.46	07/31/2003	02/15/2009	Common Stock		5,212
Option (Right to Buy)	\$ 47.92	08/18/2006	01/31/2010	Common Stock		54,683
Option (Right to Buy)	\$ 42.02	11/06/2006	02/15/2009	Common Stock		3,596
Option (Right to Buy)	\$ 55.75	05/07/2007	01/31/2010	Common Stock		47,930
Option (Right to Buy)	\$ 49.08	10/30/2007	02/15/2009	Common Stock		1,465

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
WIEHOFF JOHN 14701 CHARLSON ROAD EDEN PRAIRIE, MN 55347	X		CEO	

Signatures

s/Troy Renner, Attorney in fact for John P. Wiehoff 04/02/2008

__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).

- Deferred shares held in a non-qualified grantor trust for reporting person's benefit. Dividends paid on these shares are automatically used
- (1) to purchase additional shares of the issuer. The transaction listed above is a purchase of shares by the trust. Of the shares reflected, 120,000 are available to vest over five years beginning in 2006, based on the financial performance of the Company.
 - (2) Currently 100% vested.
 - (3) Vests as to 15,000 shares on each of 2/15/2004, 2/15/2005 and 2/15/2006 and 8,164 shares on 2/15/2007.
 - (4) Vests as to 20,000 shares of each of 2/7/2005, 2/7/2006 and 2/7/2007 and 13,254 shares on 2/7/2008.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.