

BUTTS JAMES

Form 4

November 23, 2005

**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  
Number: 3235-0287  
Expires: January 31,  
2005  
Estimated average  
burden hours per  
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**BUTTS JAMES**

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)  
**8100 MITCHELL ROAD**  
(Street)

3. Date of Earliest Transaction  
(Month/Day/Year)  
**11/22/2005**

\_\_\_\_ Director \_\_\_\_ 10% Owner  
☒ Officer (give title below) \_\_\_\_ Other (specify below)  
Vice President

**EDEN PRAIRIE, MN 55344**

4. If Amendment, Date Original  
Filed(Month/Day/Year)

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)
Common Stock				(A) or (D)	Price		
			Code	V	Amount		
Common Stock	11/22/2005		M/K		12,000	A	\$ 4.5
Common Stock	11/22/2005		F		1,309	D	\$ 41.25
					30,000 <sup>(1)</sup>	I	By Rabbi Trust
					744,640 <sup>(2)</sup>	D	
					755,331	D	

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474  
(9-02)

number.

**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 Underlying Securities (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option (Right to Buy)	\$ 4.5	11/22/2005		M/K			12,000	<u>(3)</u>	10/15/2007	Common Stock	12,000
Stock Option (Right to Buy)	\$ 41.25	11/22/2005		A		1,309		11/23/2005	10/15/2007	Common Stock	1,309
Stock Option (Right to Buy)	\$ 6.296							<u>(3)</u>	02/15/2009	Common Stock	12,000
Stock Option (Right to Buy)	\$ 10.173							<u>(4)</u>	01/31/2010	Common Stock	20,000
Stock Option (Right to Buy)	\$ 14							<u>(5)</u>	02/01/2011	Common Stock	8,000
Stock Option (Right to Buy)	\$ 14.625							<u>(6)</u>	02/15/2012	Common Stock	30,000
Stock Option (Right to Buy)	\$ 14.82							<u>(7)</u>	02/07/2013	Common Stock	30,000

## Reporting Owners

Reporting Owner Name / Address

Relationships

Reporting Owners

## Edgar Filing: BUTTS JAMES - Form 4

Director    10% Owner    Officer    Other

BUTTS JAMES  
8100 MITCHELL ROAD  
EDEN PRAIRIE, MN 55344

Vice President

## Signatures

/s/ James E.  
Butts

11/23/2005

\_\_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).
- (1) The shares granted are available to vest over five years, based on the financial performance of the Company.
- (2) Includes shares held in the employee stock purchase plan as of a statement dated 9/30/2005.
- (3) 100% exercisable.
- (4) Vests 25% annually on the anniversary of the date of grant beginning 1/31/02.
- (5) Vests 25% annually on the anniversary of the date of grant beginning 2/1/03.
- (6) Vests 25% annually on the anniversary of the date of grant beginning 2/15/04.
- (7) Vests 25% annually on the anniversary of the date of grant beginning 2/7/05.

### 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

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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