

MANNING TIMOTHY P

Form 4

December 09, 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  
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(Print or Type Responses)

1. Name and Address of Reporting Person \*  
MANNING TIMOTHY P

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)  
12/07/2005

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

EDEN PRAIRIE, MN 55344

(City) (State) (Zip)

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

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
\_\_X\_\_ Form filed by One Reporting Person  
\_\_\_\_ 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. 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 Ownership (Instr. 4)
Common Stock				(A) or (D)	95,442 <sup>(3)</sup>	D	
Common Stock					5,056	I	By Spouse
Common Stock	12/07/2005		A	35,000 A \$ 0	66,046	I	By Rabbi Trust

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

**Persons who respond to the collection of  
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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 of Underlying Securities (Instr. 3 and 4)	8. De Se (In
				Code	V	(A)	(D)	
Stock Option (Right to Buy)	\$ 6.2969					(1)	02/15/2009	Common Stock 19,000
Stock Option (Right to Buy)	\$ 10.1725					(1)	01/31/2010	Common Stock 29,112
Stock Option (Right to Buy)	\$ 14					02/01/2003(2)	02/01/2011	Common Stock 24,000
Stock Option (Right to Buy)	\$ 14.625					02/15/2004(2)	02/15/2012	Common Stock 30,000
Stock Option (Right to Buy)	\$ 26.2					(1)	10/15/2007	Common Stock 84
Stock Option (Right to Buy)	\$ 14.82					02/07/2005(2)	02/17/2013	Common Stock 30,000
Stock Option (Right to Buy)	\$ 18.15					(1)	01/31/2010	Common Stock 1,618
	\$ 18.15					(1)	02/01/2011	6,170

Stock  
Option  
(Right to  
Buy)

Common  
Stock

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MANNING TIMOTHY P 8100 MITCHELL ROAD EDEN PRAIRIE, MN 55344			Vice President	

## Signatures

/s/ Timothy P.  
Manning

12/09/2005

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) 100% Vested.
- (2) Vests in 25% annual cumulative increments on the anniversary of the date of grant beginning this date.
- (3) Includes shares held in the employee stock purchase plan as of a statement dated 3/31/2005.

### 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 I

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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