

C H ROBINSON WORLDWIDE INC

Form 4

November 04, 2014

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 *
Rambaud Stephane

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)
10/31/2014

____ Director ____ 10% Owner
____X____ Officer (give title below) ____ Other (specify below)
Senior Vice President

EDEN PRAIRIE, MN 55347

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

(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 Ownership Indirect Beneficial Ownership (Instr. 4)
Common Stock	10/31/2014		S	77,988	D	\$ 68.7111 (1)	96,888 D
Common Stock	10/31/2014		S	9,012	D	\$ 69.4318 (2)	87,876 D
Common Stock	10/31/2014		S	15,849	D	\$ 68.7111 (3)	19,515 (4) I

By GST
Trust for
the
Rambaud
Children

Common Stock	10/31/2014	S	1,831	D	\$ 69,4318 (5)	17,684 (4)	I	By GST Trust for the Rambaud Children
Common Stock	10/31/2014	S	3,963	D	\$ 68.7111 (6)	4,878	I	By 2012 GRAT
Common Stock	10/31/2014	S	458	D	\$ 69.4318 (7)	4,420	I	By 2012 GRAT
Common Stock						8,434	I	By Profit Sharing Plan Trust

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

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SEC 1474
(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. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction (Instr. 6)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
Rambaud Stephane 14701 CHARLSON ROAD EDEN PRAIRIE, MN 55347	Senior Vice President

Signatures

/s/ Troy A. Renner, Attorney-in-Fact for Stephane
Rambaud

11/04/2014

__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) Reflects the weighted average price of 77,988 shares of common stock of C. H. Robinson Worldwide, Inc. sold by the reporting person in multiple transactions on October 31, 2014 with sale prices ranging from \$68.30 to \$69.29 per share. The reporting person undertakes to provide upon request by the U.S. Securities and Exchange Commission staff, the issuer, or a security holder of the issuer, full information regarding the number of shares sold at each separate price.

(2) Reflects the weighted average price of 9,012 shares of common stock of C. H. Robinson Worldwide, Inc. sold by the reporting person in multiple transactions on October 31, 2014 with sale prices ranging from \$69.31 to \$69.60 per share. The reporting person undertakes to provide upon request by the U.S. Securities and Exchange Commission staff, the issuer, or a security holder of the issuer, full information regarding the number of shares sold at each separate price.

(3) Reflects the weighted average price of 15,849 shares of common stock of C. H. Robinson Worldwide, Inc. sold by the reporting person in multiple transactions on October 31, 2014 with sale prices ranging from \$68.30 to \$69.29 per share. The reporting person undertakes to provide upon request by the U.S. Securities and Exchange Commission staff, the issuer, or a security holder of the issuer, full information regarding the number of shares sold at each separate price.

(4) The reporting person disclaims beneficial ownership of the reported securities except to the extent of his pecuniary interest therein.

(5) Reflects the weighted average price of 1,831 shares of common stock of C. H. Robinson Worldwide, Inc. sold by the reporting person in multiple transactions on October 31, 2014 with sale prices ranging from \$69.31 to \$69.60 per share. The reporting person undertakes to provide upon request by the U.S. Securities and Exchange Commission staff, the issuer, or a security holder of the issuer, full information regarding the number of shares sold at each separate price.

(6) Reflects the weighted average price of 3,963 shares of common stock of C. H. Robinson Worldwide, Inc. sold by the reporting person in multiple transactions on October 31, 2014 with sale prices ranging from \$68.30 to \$69.29 per share. The reporting person undertakes to provide upon request by the U.S. Securities and Exchange Commission staff, the issuer, or a security holder of the issuer, full information regarding the number of shares sold at each separate price.

(7) Reflects the weighted average price of 458 shares of common stock of C. H. Robinson Worldwide, Inc. sold by the reporting person in multiple transactions on October 31, 2014 with sale prices ranging from \$69.31 to \$69.60 per share. The reporting person undertakes to provide upon request by the U.S. Securities and Exchange Commission staff, the issuer, or a security holder of the issuer, full information regarding the number of shares sold at each separate price.

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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