

DUBOIS MOLLY
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 *
DUBOIS MOLLY

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, #200
(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
12/07/2005

____ Director ____ 10% Owner
X 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)
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 Indirect Beneficial Ownership (Instr. 4)	
			Code	V	Amount (5)	(A) or (D)	Price	
Common Stock	12/07/2005		A		30,000 (5)	A	\$ 0	50,000 (1)
Common Stock							8,744 (4)	D

Rabbi
Trust

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

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(9-02)

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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. Amount or Number of Shares
Stock Option (Right to Buy)	\$ 10.1725					01/31/2002 ⁽³⁾ 01/31/2010	Common Stock	1,606
Stock Option (Right to Buy)	\$ 14					02/01/2003 ⁽³⁾ 02/01/2011	Common Stock	3,000
Stock Option (Right to Buy)	\$ 14.625					02/15/2004 ⁽³⁾ 02/15/2012	Common Stock	5,000
Stock Option (Right to Buy)	\$ 14.82					02/07/2005 ⁽³⁾ 02/07/2013	Common Stock	8,000
Stock Option (Right to Buy)	\$ 27.61					05/09/2005 ⁽²⁾ 02/15/2009	Common Stock	1,298
Stock Option (Right to Buy)	\$ 27.61					05/09/2005 ⁽²⁾ 01/31/2010	Common Stock	882

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

DUBOIS MOLLY
8100 MITCHELL ROAD, #200
EDEN PRAIRIE, MN 55344

Vice
President

Signatures

/s/ Molly Dubois 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) The shares granted are available to vest over five years, based on the financial performance of the Company.
- (2) 100% vested
- (3) Vest 25% annually beginning this date.
- (4) Includes shares held in the employee stock purchase plan as of a statement dated 12/1/2005.
- (5) The shares granted are available to vest over five years beginning in 2006, based on the financial performance of the Company.

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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