

RENNER TROY

Form 4

December 06, 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

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(Print or Type Responses)

1. Name and Address of Reporting Person *
RENNER TROY

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)
12/02/2005

____ Director ____ 10% Owner
____X____ Officer (give title below) ____ Other (specify below)
Treasurer and Ass't Secretary

EDEN PRAIRIE, MN 55344

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(A) or Disposed of (D) Code (Instr. 8)	4. Securities Acquired 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)	Price		By Spouse	
Common Stock							By Rabbi Trust	
Common Stock	12/02/2005		M/K	1,636	A	\$ 6.2969	34,382	D
Common Stock	12/02/2005		F	258	D	\$ 39.9	34,124 ⁽⁸⁾	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)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Option (Right to Buy)	\$ 4.5					(1) 10/14/2007	Common Stock 10,000
Option (Right to Buy)	\$ 34.49					10/28/2005 10/14/2007	Common Stock 1,111
Option (Right to Buy)	\$ 6.296	12/02/2005		M/K	1,636	(1) 02/14/2009	Common Stock 10,000
Option (Right to Buy)	\$ 10.173					(1) 01/31/2010	Common Stock 20,000
Option (Right to Buy)	\$ 14					(2) 01/31/2011	Common Stock 11,250
Option (Right to Buy)	\$ 14					(1) 01/31/2011	Common Stock 8,740
Option (Right to Buy)	\$ 14.63					(3) 02/14/2012	Common Stock 7,050
Option (Right to Buy)	\$ 14.63					(4) 02/14/2012	Common Stock 12,950
Option (Right to Buy)	\$ 15.58					11/19/2004(5) 10/14/2007	Common Stock 204

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Option (Right to Buy)	\$ 14.82				<u>(6)</u>	02/06/2013	Common Stock	6,812
Option (Right to Buy)	\$ 14.82				<u>(7)</u>	02/06/2013	Common Stock	13,180
Option (Right to Buy)	\$ 15.735				03/05/2003	10/14/2007	Common Stock	210
Option (Right to Buy)	\$ 41.25				11/23/2005	02/14/2009	Common Stock	1,375
Option (Right to Buy)	\$ 39.9	12/02/2005	A/K	258	12/02/2005	02/14/2009	Common Stock	258

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
RENNER TROY 8100 MITCHELL ROAD #200 EDEN PRAIRIE, MN 55344			Treasurer and Ass't Secretary	

Signatures

/s/ Troy Renner 12/06/2005

**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) Currently 100% vested.
- (2) Vests as to 686 shares on each of 2/1/2003 and 2004, 1754 shares on 2/1/2005 and 2,500 shares on 2/1/2006.
- (3) Vests as to 1,025 shares on 2/15/2006 and 2,500 shares on 2/15/2007.
- (4) Vests as to 2,500 shares on each of 2/15/2004 and 2/15/2005 and 1,475 shares on 2/15/2006.
- (5) Vests in 25% annual cumulative installments, beginning this date.
- (6) Vests as to 906 shares on 2/7/2007 and 2,500 shares on 2/7/2008.
- (7) Vests as to 2,500 shares on each of 2/7/2005 and 2/7/2006 and 1,594 shares on 2/7/2007.
- (8) Includes shares held in the employee stock purchase plan as of a statement dated 10/31/2005.

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.