

C H ROBINSON WORLDWIDE INC
 Form 5
 February 13, 2008

FORM 5

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
 Washington, D.C. 20549**

OMB APPROVAL

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 Form 3 Holdings Reported Form 4 Transactions Reported

ANNUAL 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

1. Name and Address of Reporting Person *
WALKER MARK A

(Last) (First) (Middle)

14701 CHARLSON ROAD

(Street)

EDEN PRAIRIE, MN 55347

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
C H ROBINSON WORLDWIDE INC [CHRW]

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)
 12/31/2007

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

5. Relationship of Reporting Person(s) to Issuer
 (Check all applicable)
 Director 10% Owner
 Officer (give title below) Other (specify below)
 Vice President

6. Individual or Joint/Group Reporting
 (check applicable line)

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)	(A) or (D)	Price	5. Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock	Â	Â	Â	Â	Â	Â	75,524	I	By Rabbi Trust
Common Stock	Â	Â	Â	Â	Â	Â	1,000	I	By Daughter
Common Stock	Â	Â	Â	Â	Â	Â	800	I	By Daughter
Common Stock	11/30/2007	Â	G	5,000	D	\$ 0	122,806 ⁽¹⁾	D	Â

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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)	
					(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option Plan (Right to Buy)	\$ 6.2968	Â	Â	Â	Â	Â	02/15/2001 ⁽²⁾	02/15/2009	Common Stock	15,200
Stock Option Plan (Right to Buy)	\$ 10.1725	Â	Â	Â	Â	Â	01/31/2002 ⁽²⁾	01/31/2010	Common Stock	32,000
Stock Option Plan (Right to Buy)	\$ 14	Â	Â	Â	Â	Â	02/01/2003 ⁽²⁾	02/01/2011	Common Stock	32,000
Stock Option Plan (Right to Buy)	\$ 14.625	Â	Â	Â	Â	Â	02/15/2004 ⁽²⁾	02/15/2012	Common Stock	20,000
Stock Option Plan (Right to Buy)	\$ 14.82	Â	Â	Â	Â	Â	02/07/2005 ⁽²⁾	02/07/2013	Common Stock	20,000
Stock Option Plan	\$ 47.3	Â	Â	Â	Â	Â	03/22/2006	01/31/2010	Common Stock	1,594

(Right to Buy)

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
WALKER MARK A 14701 CHARLSON ROAD EDEN PRAIRIE, MN 55347	Â	Â	Â Vice President	Â

Signatures

/s/ Mark A. Walker 02/13/2008

**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) Includes shares held in the employee stock purchase plan as of a statement dated 6/30/2007.
 - (2) Vests two years from date of grant in annual cumulative installments of 25% beginning this date.

Note: File three copies of this Form, one of which must be manually signed. If space provided 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.