

C H ROBINSON WORLDWIDE INC
 Form 4
 November 04, 2014

FORM 4

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

OMB APPROVAL

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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

(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
 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)
 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	(D)	Price
Common Stock	10/31/2014		S		77,988	D	\$ 68.7111 (1)
Common Stock	10/31/2014		S		9,012	D	\$ 69.4318 (2)
Common Stock	10/31/2014		S		15,849	D	\$ 68.7111 (3) 19,515 (4)

By GST Trust for the Rambaud Children

Common Stock	10/31/2014	S	1,831	D	\$ 69,431.8 (5)	17,684 (4)	I	By GST Trust for the Rambaud Children
Common Stock	10/31/2014	S	3,963	D	\$ 68,711.1 (6)	4,878	I	By 2012 GRAT
Common Stock	10/31/2014	S	458	D	\$ 69,431.8 (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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(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 Owned Following Reporting Transaction (Instr. 6)
						Date Exercisable	Expiration Date	Title	Amount or Number of Shares
						Code	V	(A)	(D)

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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