

C H ROBINSON WORLDWIDE INC

Form 5

February 13, 2008

FORM 5**UNITED STATES SECURITIES AND EXCHANGE COMMISSION**
Washington, D.C. 20549Check this box if
no longer subject
to Section 16.Form 4 or Form
5 obligations
may continue.See Instruction
1(b).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

OMB APPROVAL

OMB
Number: 3235-0362Expires: January 31,
2005Estimated average
burden hours per
response... 1.01. Name and Address of Reporting Person *
WALKER MARK A

(Last) (First) (Middle)

14701 CHARLSON ROAD

(Street)

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)
12/31/20074. 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)

EDEN PRAIRIE, MN 55347

(City) (State) (Zip)

☒ 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)	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. 02/13/2008
Walker

**Signature of Date
Reporting Person

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.