

C H ROBINSON WORLDWIDE INC

Form 4

November 06, 2006

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 *
EZRIOV ROBERT

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
(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
11/02/2006

☒ Director ☐ 10% Owner
☐ Officer (give title below) ☐ Other (specify below)

EDEN PRAIRIE, MN 55344

(City) (State) (Zip)

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

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 (4)	(A) or (D)	Price
Common Stock	11/02/2006		J ⁽³⁾		33,051	A	\$ 0
					(4)		
Common Stock	11/02/2006		J ⁽³⁾		62,853	D	\$ 0
					0		
						I	By Trusts

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

**Persons who respond to the collection of
information contained in this form are not
required to respond unless the form
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SEC 1474
(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. D S (I	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Director Option (Right to Buy)	\$ 4.5							10/15/1997	10/14/2007	Common Stock	12,000
Director Option (Right to Buy)	\$ 6.2969							02/15/1999	02/14/2009	Common Stock	12,000
Director Option (Right to Buy)	\$ 10.1719							01/31/2000	01/30/2010	Common Stock	12,000
Director Option (Right to Buy)	\$ 14							02/01/2001	01/31/2011	Common Stock	6,000
Director Option (Right to Buy)	\$ 14.625							02/15/2002	02/14/2012	Common Stock	6,000
Director Option (Right to Buy)	\$ 14.82							02/07/2003	02/06/2013	Common Stock	10,000
Phantom Stock (Director Units)	(1)							(2)	12/31/2010(2)	Common Stock	673

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
EZRILOV ROBERT 8100 MITCHELL ROAD EDEN PRAIRIE, MN 55344	X

Signatures

/s/ Robert
Ezrilov

11/06/2006

 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) 1-for-1
- (2) Vests over 5 years beginning 2006, based on financial performance of the Company.
- (3) Distribution to beneficiaries upon termination of Trust.
- (4) Shares previously reported as indirectly owned through Trust.

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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