

LEMKE JAMES  
Form 4  
August 31, 2009

**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 \*  
**LEMKE JAMES**

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)  
**08/28/2009**

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
**Vice President**

**EDEN PRAIRIE, MN 55347**

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                    |                                      |  |                                |   | 108,514   | I  | By Rabbi Trust  |
| Common Stock                    | 08/28/2009                           |  | M                              | 20,000 A \$ 10.1725   | 166,350   | D  |   |
| Common Stock                    | 08/28/2009                           |  | S                              | 1,700 D \$ 56.76  | 164,650   | D  |   |
| Common Stock                    | 08/28/2009                           |  | S                              | 18,300 D \$ 56.75   | 146,607 <sup>(1)</sup>  | 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) | 8. Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|
| Option (Right to Buy)                      | \$ 10.725  | 08/28/2009                           |  | M                              | 20,000  | (2) 01/31/2010   | Common Stock  | 20,000                        |
| Option (Right to Buy)                      | \$ 14  |                                      |  |                                |   | (2) 02/01/2011   | Common Stock  | 7,868                         |
| Option (Right to Buy)                      | \$ 14  |                                      |  |                                |   | (2) 02/01/2011   | Common Stock  | 132                           |
| Option (Right to Buy)                      | \$ 14.625  |                                      |  |                                |   | (2) 02/15/2012   | Common Stock  | 6,444                         |
| Option (Right to Buy)                      | \$ 14.625  |                                      |  |                                |   | (2) 02/15/2012   | Common Stock  | 3,556                         |
| Option (Right to Buy)                      | \$ 14.82   |                                      |  |                                |   | (2) 02/07/2013   | Common Stock  | 13,416                        |
| Option (Right to Buy)                      | \$ 14.82   |                                      |  |                                |   | (2) 02/07/2013   | Common Stock  | 16,584                        |

## Reporting Owners

| Reporting Owner Name / Address | Relationships |           |         |                |
|--------------------------------|---------------|-----------|---------|----------------|
|                                | Director      | 10% Owner | Officer | Other          |
|                                |               |           |         | Vice President |

LEMKE JAMES  
14701 CHARLSON ROAD  
EDEN PRAIRIE, MN 55347

## Signatures

/s/ Troy Renner, Attorney in fact for James P.  
Lemke

08/31/2009

\_\_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 3/31/2009.
- (2) Currently 100% vested.

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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