

Roloff ReBecca Koenig  
 Form 4  
 April 02, 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 \*  
**Roloff ReBecca Koenig**

(Last) (First) (Middle)

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)

**14701 CHARLSON ROAD**  
  
 (Street)  
  
**EDEN PRAIRIE, MN 55347**  
  
 (City) (State) (Zip)

3. Date of Earliest Transaction  
 (Month/Day/Year)  
**03/31/2009**

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

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
  
 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 Ownership (Instr. 4)
				(A) or (D)	Price		
Common Stock					0	D	

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

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SEC 1474  
 (9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

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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)	
				Code	V	(A) (D)	Date Exercisable    Expiration Date    Title	Amount or Number of Shares
Phantom Stock (Director Units)	<u>(1)</u>	03/31/2009		A	370	<u>(2)</u> <u>(2)</u>	Common Stock	7,447
Phantom Stock (Director Units)	<u>(1)</u>					12/31/2006 <sup>(3)</sup> 12/31/2010 <sup>(3)</sup>	Common Stock	673
Phantom Stock (Director Units)	<u>(1)</u>					12/31/2007 <sup>(3)</sup> 12/31/2011 <sup>(3)</sup>	Common Stock	553
Phantom Stock (Director Units)	<u>(1)</u>					12/31/2008 <sup>(3)</sup> 12/31/2012 <sup>(3)</sup>	Common Stock	981

### Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Roloff ReBecca Koenig 14701 CHARLSON ROAD EDEN PRAIRIE, MN 55347	X			

### Signatures

/s/ Troy Renner, Attorney in fact for ReBecca Roloff	04/02/2009
**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).

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- (1) 1-for-1
- (2) Issued as Director Compensation, upon board termination, the shares of phantom stock become payable in common stock in accordance with the election of the reporting person.
- (3) Vests annually each year end based on the financial performance of the Company, beginning and ending the dates shown.

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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