

OBRIEN CHRIS

Form 4

September 18, 2018

**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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response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
OBRIEN CHRIS

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)  
02/04/2015

\_\_\_\_ Director \_\_\_\_ 10% Owner  
\_\_X\_\_ Officer (give title below) \_\_\_\_ Other (specify below)  
Chief Commercial Officer

EDEN PRAIRIE, MN 55347

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

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
\_\_X\_\_ 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)
Common Stock	02/04/2015		A	3,426 A \$ 0	48,347	D	
Common Stock	02/02/2016		A	2,390 A \$ 0	51,014 <u>(1)</u> <u>(2)</u>	D	
Common Stock					1,309	I	By Spouse

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  
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SEC 1474  
(9-02)

number.

**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	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	
Option (right to buy)	\$ 68.81	02/02/2017		A		792		<u>(3)</u>	12/07/2021	Common Stock	792
Option (right to buy)	\$ 61.91	02/02/2017		A		1,190		<u>(4)</u>	12/05/2022	Common Stock	1,190
Option (right to buy)	\$ 61.91	01/31/2018		A		238		<u>(4)</u>	12/05/2022	Common Stock	238
Stock Option (right to buy)	\$ 58.25	02/02/2017		A		3,297		<u>(5)</u>	12/04/2023	Common Stock	3,297
Option (right to buy)	\$ 58.25	01/31/2018		A		2,473		<u>(5)</u>	12/04/2023	Common Stock	2,473
Option (right to buy)	\$ 74.57	02/02/2017		A		3,076		<u>(6)</u>	12/03/2024	Common Stock	3,076
Option (right to buy)	\$ 74.57	01/31/2018		A		2,308		<u>(6)</u>	12/03/2024	Common Stock	2,308

## Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
OBRIEN CHRIS 14701 CHARLSON ROAD	Chief Commercial Officer

EDEN PRAIRIE, MN 55347

## Signatures

/s/ Jessica Homes, Attorney-in-Fact for Chris  
O'Brien

09/18/2018

\_\_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) Included in this amount are 45,946 shares of Issuer common stock issuable in settlement of an equal number of vested deferred shares and restricted stock units credited to the reporting person's NQDC Plan account, and 4,453 shares held directly by the reporting person.
- (2) Includes 615 shares acquired pursuant to the Issuer's employee stock purchase plan.
- (3) Performance-based stock option granted December 7, 2011 that vests, becomes exercisable and reportable as and to the extent applicable performance conditions are satisfied.
- (4) Performance-based stock option granted December 5, 2012 that vests, becomes exercisable and reportable as and to the extent applicable performance conditions are satisfied.
- (5) Performance-based stock option granted December 4, 2013 that vests, becomes exercisable and reportable as and to the extent applicable performance conditions are satisfied.
- (6) Performance-based stock option granted December 3, 2014 that vests, becomes exercisable and reportable as and to the extent applicable performance conditions are satisfied.

### Remarks:

Exhibit List: Exhibit 24 - Power of Attorney

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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