

MULVEHILL JOSEPH

Form 4

November 22, 2004

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

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(Print or Type Responses)

1. Name and Address of Reporting Person *
MULVEHILL JOSEPH

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, #200
(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
11/18/2004

____ Director ____ 10% Owner
____X____ Officer (give title ____ Other (specify
below) below)
Vice President

EDEN PRAIRIE, MN 55344

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(A) or Disposed of (D) Code (Instr. 8)	4. Securities Acquired 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				(A) or (D)	Price		By Spouse	
Common Stock						22,456	I	
Common Stock						10,000 ⁽¹⁾	I	
Common Stock	11/18/2004		M/K	1,564	A	\$ 20.345	453,944	D
Common Stock	11/18/2004		M/K	4,000	A	\$ 28	457,944	D
Common Stock	11/18/2004		M/K	2,500	A	\$ 29.25	460,444	D

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Common Stock	11/18/2004	F	4,139	D	\$ 52.39	456,305	D
Common Stock	11/18/2004	F	1,281	D	\$ 52.39	455,024	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 Underlying Security (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option (Right to Buy)	\$ 20.345	11/18/2004		M		1,564		12/31/2002 ⁽²⁾	01/31/2010	Common Stock	16,000
Stock Option (Right to Buy)	\$ 28	11/18/2004		M		4,000		02/01/2003 ⁽²⁾	02/01/2011	Common Stock	16,000
Stock Option (Right to Buy)	\$ 29.25	11/18/2004		M		2,500		02/15/2004 ⁽²⁾	02/15/2012	Common Stock	10,000
Stock Option (Right to Buy)	\$ 52.39	11/18/2004		A		919		11/18/2004	01/31/2010	Common Stock	91,000
Stock Option (Right to Buy)	\$ 52.39	11/18/2004		A		2,745		11/18/2004	02/01/2011	Common Stock	2,745,000
Stock Option (Right to	\$ 52.39	11/18/2004		A		1,756		11/18/2004	02/15/2012	Common Stock	1,756,000

Buy)

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MULVEHILL JOSEPH 8100 MITCHELL ROAD, #200 EDEN PRAIRIE, MN 55344			Vice President	

Signatures

Joseph J.
Mulvehill

11/22/2004

__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) The shares granted are available to vest over five years, based on the financial performance of the Company.
 - (2) Vests in 25% annual cumulative increments on the anniversary of the date of grant beginning this date.

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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