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C H ROBINSON WORLDWIDE INC Form 5 February 14, 2014 F

| rebluary 14, 201 | 4 | | | | | | | | |
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| FORM 5 | | | | OMB AF | PPROVAL | - | | | |
| | OMB Number: | 3235-0 |)362 | | | | | | |
| Check this box i no longer subjec | | Washington, D.C. 20549 | Expires: | January | / 31, 2005 | | | | |
| to Section 16. Form 4 or Form 5 obligations may continue. | to Section 16. Form 4 or Form 5 obligations may continue. ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES | | | | verage rs per | 1.0 | | | |
| 1(b). | <i>See</i> Instruction 1(b). Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, | | | | | | | | |
| Form 4 Transactions Reported Reported Reported Form 4 Transactions Reported Re | | | | | | | | | |
| 1. Name and Address of Reporting Person <u>*</u> WALKER MARK A | | 2. Issuer Name and Ticker or Trading Symbol C H ROBINSON WORLDWIDE INC [CHRW] | Issuer | Relationship of Reporting Person(s) to uer (Check all applicable) | | | | | |
| | (First) (Middle) | Statement for Issuer's Fiscal Year Ended (Month/Day/Year) 12/31/2013 | Director XOfficer (give below) Vio | e title 10% Owner below) ice President | | | | | |
| 14701 CHARLS | ON ROAD | | | | | | | | |
| (| (Street) | Filed(Month/Day/Year) | | oint/Group Reporting | | | | | |
| | | | | (check applicable line) | | | | | |
| EDEN PRAIRIE | E, MN 55347 | | _X_ Form Filed by C | One Reporting Pe | erson . | | | | |

Person (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1.Title of 2. Transaction Date 2A. Deemed 3. 4. Securities 5. Amount of 6. Ownership 7. Nature of Security (Month/Day/Year) Execution Date, if Transaction Acquired (A) or Securities Form: Direct Indirect Disposed of (D) Beneficial (Instr. 3) any Code Beneficially (D) or (Month/Day/Year) (Instr. 8) (Instr. 3, 4 and 5) Owned at end Indirect (I) Ownership of Issuer's (Instr. 4) (Instr. 4) (A) Fiscal Year or (Instr. 3 and 4) Amount (D) Price Common Â G Â 09/02/2013 1,750 D \$0 268,505 (1) D Stock Common Â 09/02/2013 G 1,750 А \$0 1,750 (2) Ι By Wife Stock

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 displays a currently valid OMB control number.

SEC 2270 (9-02)

Form Filed by More than One Reporting

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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) | 4. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | | ate | Secur | int of rlying | 8. Price of Derivative Security (Instr. 5) | |
|---|---|---|---|---|---------------------|--------------------|-------|--|---|--|
| | | | | (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | | | |
|--|---------------|-----------|----------------|-------|--|--|
| | Director | 10% Owner | Officer | Other | | |
| WALKER MARK A 14701 CHARLSON ROAD EDEN PRAIRIE, MN 55347 | Â | Â | Vice President | Â | | |
| Cianaturaa | | | | | | |

Signatures

Troy Renner, Attorney-in-Fact 02/14/2014

**Signature of Reporting Person

n 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).

Included in this amount are 108,466 shares of Issuer common stock issuable in settlement of an equal number of vested performance (1) restricted stock units credited to the reporting person's account under the Issuer's NQDC Plan, and 160,039 shares held directly by the

- (1) restricted stock units credited to the reporting person's account under the Issuer's NQDC Plan, and 160,039 shares held directly by the reporting person.
- (2) The reporting person no longer has a reportable beneficial interest in 1,000 shares of CHRW common stock owned by his daugther and previously included in hs prior ownership reports.

Note: File three copies of this Form, one of which must be manually signed. If space provided is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.