

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or
Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person * LEMKE JAMES (Last) (First) (Middle) 14701 CHARLSON ROAD (Street) EDEN PRAIRIE, MN 55347 (City) (State) (Zip)	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) ____ Director _____ 10% Owner ☒ X ____ Officer (give title below) _____ Other (specify below) Senior Vice President
3. Date of Earliest Transaction (MM/DD/YYYY) 12/7/2016		6. Individual or Joint/Group Filing (Check Applicable Line) ☒ X ____ Form filed by One Reporting Person ☐ ____ Form filed by More than One Reporting Person
4. If Amendment, Date Original Filed (MM/DD/YYYY)		

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Trans. Date	2A. Deemed Execution Date, if any	3. Trans. 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	(A) or (D)	Price			
Common Stock	2/1/2017		F		2526 (1)	D	\$76.51	196547	D	
Common Stock	2/2/2017		A		2996 (2)	A	\$0.00	199543 (3)	D	

Table II - Derivative Securities Beneficially Owned (e.g. , puts, calls, warrants, options, convertible securities)

1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Trans. Date	3A. Deemed Execution Date, if any	4. Trans. 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		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Stock Option (right to buy)	\$76.72	12/7/2016		A		24990		(4)	12/7/2026	Common Stock	24990	\$0.00	24990	D	

Explanation of Responses:

- (Number of Shares withheld to cover withholding taxes associated with the issuance of 7,355 shares of Issuer common stock in settlement of an equal number
1) of vested performance restricted stock units previously credited to the reporting person's account in the Issuer's Non-qualified Deferred Compensation
("NQDC") Plan.
- (Represents Performance-based restricted stock units that vested on February 2, 2017, have been credited to the reporting person's account in the Issuer's
2) NQDC Plan and will be settled on a 1 for 1 basis in shares of the Issuer's Common Stock.
- (Included in this amount are 55,189 shares of Issuer common stock issuable in settlement of an equal number of vested deferred shares and restricted stock
3) units credited to the reporting person's NQDC Plan account, and 144,354 shares held directly by the reporting person.
- (Stock option granted December 7, 2016 vests as to 20% of the shares subject to the option on December 31 in each of the years 2017-2021.
4)

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
LEMKE JAMES 14701 CHARLSON ROAD EDEN PRAIRIE, MN 55347			Senior Vice President	

Signatures

/s/ Troy Renner, Attorney-in-Fact for James Lemke

2/3/2017

Signature of Reporting Person

Date

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

* 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).

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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