

SECURITIES AND EXCHANGE COMMISSION

FORM 4

Statement of changes in beneficial ownership of securities

Filing Date: **2025-05-12** | Period of Report: **2025-05-08**

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REPORTING OWNER

Gokey Timothy C

CIK: **1296187**

Type: **4** | Act: **34** | File No.: **000-23189** | Film No.: **25935628**

Mailing Address

5 DAKOTA DRIVE

SUITE 300

LAKE SUCCESS NY 11042

ISSUER

C. H. ROBINSON WORLDWIDE, INC.

CIK: **1043277** | IRS No.: **411883630** | State of Incorp.: **DE** | Fiscal Year End: **1231**

SIC: **4731** Arrangement of transportation of freight & cargo

Mailing Address

14701 CHARLSON ROAD

EDEN PRAIRIE MN 55347

Business Address

14701 CHARLSON ROAD

EDEN PRAIRIE MN 55347

9529378500

FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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

OMB APPROVAL	
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

1. Name and Address of Reporting Person Gokey Timothy C	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 ☐ Officer (give title below) ☐ 10% Owner ☐ Other (specify below)
(Last) (First) (Middle) 14701 CHARLSON ROAD	3. Date of Earliest Transaction (Month/Day/Year) 05/08/2025	
(Street) EDEN PRAIRIE, MN 55347	4. If Amendment, Date Original Filed(Month/Day/Year)	6. Individual or Joint/Group Filing (Check applicable line) ☒ 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)
			Code V	Amount (A) or (D) Price			

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 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				
Phantom Stock (Restricted Stock Units)	(1)	05/08/2025		A	1,940 (2)	(3) (3)	Common Stock 1,940	\$ 0	24,803	D	

Explanation of Responses:

- 1. Each phantom share/restricted stock unit will be paid in one share of common stock.
- 2. Reflects restricted stock units granted as the annual equity-based award provided to each non-employee director. Commencing in 2025, the full annual grant is made on the date of the annual shareholders meeting, in lieu of quarterly installments made throughout the year.
- 3. The restricted stock units are immediately vested, and following the reporting person's termination of service as a director, become payable in shares of common stock according to the schedule previously chosen by the reporting person.

Signatures

/s/ Jessica Ursel, Attorney-in-Fact for Timothy C. Gokey

05/12/2025

** 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.

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 Number.