





C.H. Robinson Worldwide, Inc.

CHRW NASDAQ

Rails / Roads - Freights

Market Capitalization USD: **\$11,319.18 mm**

CONCERN LEVEL: LOW

- 1 The CEO's total remuneration is within the typical market range for the relevant industry and market cap.
- 2 The ratio between the CEO's pay and the median pay of the other named executive officers is 3X or less.
- 3 The CEO's annual cash incentives rose or fell in line with annual performance.
- 4 The CEO received no more than one annual cash bonus this fiscal year.
- 5 The CEO's equity remuneration reflected the company's share price movement over the last five years.
- 6 The company only pays long-term incentives to the CEO for above median performance against a peer group. 
- 7 The company's dilution from equity incentives is 10 percent or less.
- 8 Unvested equity lapses when the CEO's employment is terminated. 
- 9 The CEO's potential cash severance payment is capped at two times annual cash remuneration.
- 10 The accrued benefits of the CEO's post-retirement income are within the typical market range for the relevant market cap bracket.

CEO: John P. Wiehoff

Age: 50

CEO Since: 2002

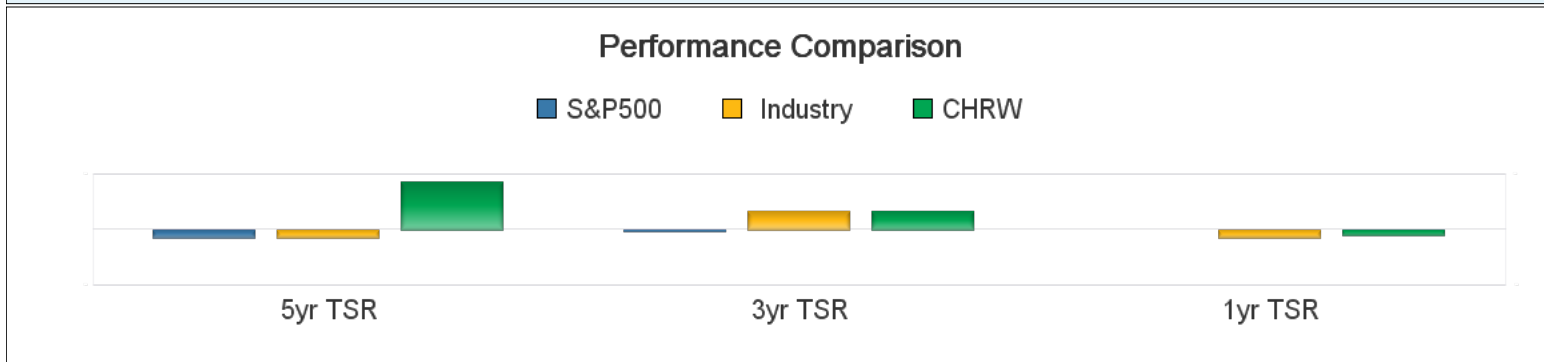
	2009	2010	2011
Base Salary	\$400,000	\$400,000	\$410,000
Discretionary Bonus	\$0	\$0	\$0
Annual Cash Incentive	\$1,322,975	\$1,390,345	\$1,532,657
Benefits and Perquisites	\$26,445	\$30,839	\$22,784
TOTAL ANNUAL COMPENSATION	\$1,749,420	\$1,821,184	\$1,965,441
Increase in Post-Retirement Benefits	\$0	\$0	\$0
Stock Option Awards	\$362,203	\$789,623	\$1,000,136
Stock Awards	\$1,210,054	\$1,847,628	\$1,000,494
TOTAL COMPENSATION	\$3,321,677	\$4,458,435	\$3,966,071
Median of Other Named Executive Officers Total Compensation	\$1,225,686	\$1,331,233	\$1,367,674
Value Realized on Exercise of Stock Option	\$3,821,447	\$0	\$0
Value Realized on Vesting of Stock	\$2,236,099	\$12,276,850	\$3,417,965
TOTAL REALIZED EQUITY COMPENSATION	\$6,057,546	\$12,276,850	\$3,417,965

Proxy Date: 30 Mar 2012

Annual Meeting Date: 10 May 2012

Equity Reserves: 7.14%

Stock Option Run Rate: 0.57%



Peer Comparisons (TRBC) = Industrials

Ticker	Company Name	Total Summary CEO Compensation			Market Cap
		2009	2010	2011	
CHRW	C.H. Robinson Worldwide, Inc.	\$3,321,677	\$4,458,435	\$3,966,071	\$11,319,175,359
NSC	Norfolk Southern Corporation	\$12,756,176	\$10,962,546	\$12,916,766	\$22,864,226,340
NOC	Northrop Grumman Corporation	\$17,937,340	\$22,849,412		\$14,506,217,204
PCAR	PACCAR Inc.	\$4,198,201	\$7,732,673	\$12,579,410	\$12,361,758,289
IRM	Iron Mountain Incorporated	\$1,676,456	\$1,420,217		\$6,350,440,960
MTD	Mettler-Toledo International Inc.	\$3,494,906	\$4,979,000	\$5,379,640	\$4,512,747,775
PSA	Public Storage	\$2,205,800	\$2,009,800	\$2,759,800	\$19,003,387,962

To insure consistency, peer comparisons are based on a combination of TRBC Industry and Sector classifications and company market caps. Missing peer pay figures for 2011 are due to differences in company filing schedules.

Pay Peer Group

There is not an evident group of peer companies.

Performance Peer Group

NA

COMPENSATION COMMITTEE MEMBERS

Director	Membership	Age	Gender	Tenure	Independence
Wayne M. Fortun	Chairman	63	Male	11	Outside Related
James B. Stake	Member	59	Male	3	Outside
ReBecca Koenia Roloff	Member	58	Female	8	Outside
Robert Ezrilov	Member	67	Male	17	Outside Related
Scott P. Anderson	Member	45	Male	0	Outside