

Report of Organizational Actions Affecting Basis of Securities

▶ See separate instructions.

Part I Reporting Issuer

1 Issuer's name YRC Worldwide Inc.		2 Issuer's employer identification number (EIN) 48-0948788	
3 Name of contact for additional information Stephanie D. Fisher	4 Telephone No. of contact 913-266-6529	5 Email address of contact investor@yrcw.com	
6 Number and street (or P.O. box if mail is not delivered to street address) of contact 10990 Roe Avenue		7 City, town, or post office, state, and Zip code of contact Overland Park, KS 66211	
8 Date of action March 14, 2014	9 Classification and description Class A Convertible Preferred Stock		
10 CUSIP number	11 Serial number(s)	12 Ticker symbol	13 Account number(s)

Part II Organizational Action Attach additional statements if needed. See back of form for additional questions.

14 Describe the organizational action and, if applicable, the date of the action or the date against which shareholders' ownership is measured for the action ▶ **On March 14, 2014, all shares of YRC Worldwide Inc.'s Class A Convertible Preferred Stock were converted into shares of YRC Worldwide Inc.'s Common Stock (Ticker Symbol: YRCW). The Class A Convertible Preferred Stock converted into shares of Common Stock using the quotient obtained by dividing the Liquidation Preference of the Class A Convertible Preferred Stock (\$60) by the conversion price of \$15 per share (4:1 exchange ratio).**

15 Describe the quantitative effect of the organizational action on the basis of the security in the hands of a U.S. taxpayer as an adjustment per share or as a percentage of old basis ▶ **A shareholder's tax basis in one (1) share of YRC Worldwide Inc.'s Common Stock should equal one-quarter (1/4) of the shareholder's tax basis in one share of Class A Convertible Preferred Stock, or \$15 per share.**

16 Describe the calculation of the change in basis and the data that supports the calculation, such as the market values of securities and the valuation dates ▶ **Because the conversion was pursuant to a non-taxable reorganization and shareholders' tax basis in the Class A Convertible Preferred Stock carried over to shareholders' tax basis in the Common Stock, the market values of the Preferred and Common Stock were not relevant in determining shareholders' tax basis in the Common Stock received.**

Part II Organizational Action (continued)

17 List the applicable Internal Revenue Code section(s) and subsection(s) upon which the tax treatment is based ▶ _____

Section 368(a)(1)(E)

Section 354(a)(1)

18 Can any resulting loss be recognized? ▶ **No**

19 Provide any other information necessary to implement the adjustment, such as the reportable tax year ▶ **The reportable tax year is the 2014 calendar year.**

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge.

Sign Here

Signature ▶  Date ▶ 4/21/14

Print your name ▶ **Terry L. Gerrond** Title ▶ **Vice President-Taxation**

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
Firm's name ▶			Firm's EIN ▶	
Firm's address ▶			Phone no.	