# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, DC 20549

# **SCHEDULE 13D**

(Rule 13d-101)

Information to be Included in Statements Filed Pursuant to § 240.13d-1(A) and Amendments Thereto Filed Pursuant to § 240.13d-2(a)

(Amendment No. 6)\*

# YRC Worldwide Inc.

(Name of Issuer)

Common Stock (Title of Class of Securities)

984249607 (CUSIP Number)

The Carlyle Group Attention: Jeffrey W. Ferguson 1001 Pennsylvania Avenue NW Suite 220 South Washington, DC 20004 (202) 347-2626

(Name, Address and Telephone Number of Person Authorized to Receive Notices and Communications)

September 18, 2014 (Date of Event Which Requires Filing of This Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of §§ 240.13d-1(e), 240.13d-1(f) or 240.13d-1(g), check the following box.

**Note:** Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See § 240.13d-7 for other parties to whom copies are to be sent.

\* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

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1	Names of reporting persons				
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1	Names of reporting persons				
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1	Names of reporting persons					
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1	Names of reporting persons					
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1	Names of reporting persons					
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1	Names of reporting persons					
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1	Names of reporting persons			
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1	Names of reporting persons		
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1	Names of reporting persons			
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1	Names of reporting persons		
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#### **Explanatory Note**

This Amendment No. 6 to Schedule 13D ("Amendment No. 3") amends the Schedule 13D filed with the Securities and Exchange Commission on December 9, 2011 (as amended and supplemented to date, the "Schedule 13D"), relating to the common stock, \$0.01 par value (the "Common Stock") of YRC Worldwide Inc. (the "Issuer").

#### Item 4. Purpose of the Transaction.

Item 4 is hereby amended and supplemented by the following:

On September 18, 2014, Carlyle Strategic Partners II, L.P., CSP II Coinvestment, L.P. and CSP III AIV (Cayman), L.P. sold 1,214,080, 71,546 and 1,714,374 shares of Common Stock of the Issuer, respectively, for an aggregate of 3,000,000 shares of Common Stock, in a broker assisted trade at a price of \$21.84 per share.

Also on September 18, 2014, Carlyle Strategic Partners II, L.P., CSP II Coinvestment, L.P. and CSP III AIV (Cayman), L.P. sold 438,332, 25,831 and 618,959 shares of Common Stock of the Issuer, respectively, for an aggregate of 1,083,122 shares of Common Stock, in a broker assisted trade at a price of \$22.05 per share.

Except as set forth in this Item 4, as amended and supplemented, the Reporting Persons and Related Persons have no present plans or proposals which would result in or relate to any of the transactions described in subparagraphs (a) through (j) of Item 4 of Schedule 13D.

#### Item 5. Interest in Securities of the Issuer.

Items 5(a) and (b) of the Schedule 13D are hereby amended and restated in their entirety by inserting the following information:

As of the date hereof and after giving effect to the sale of the shares of Common Stock as described in Item 4 above, none of the Reporting Persons beneficially owns any shares of Common Stock of the Issuer, and none of the Reporting Persons has or shares the power to vote or to direct the vote, or the power to dispose or direct the disposition of, any shares of Common Stock of the Issuer.

Item 5(c) of the Schedule 13D is hereby amended by inserting the following information:

Except as set forth in Item 4 above, none of the Reporting Persons or Related Persons has effected any transactions in the Common Stock of the Issuer in the past sixty days.

Item 5(e) of the Schedule 13D is hereby amended by inserting the following information:

On September 18, 2014, following the transactions set forth in Item 4 above, each of the Reporting Persons ceased to be the beneficial owner of more than five percent of the Common Stock of the Issuer.

#### Item 6. Contracts, Arrangements, Understandings or Relationships With Respect to Securities of the Issuer.

Item 6 of the Schedule 13D is hereby amended and restated in its entirety by inserting the following information:

The information set forth in Item 4 above is incorporated herein by reference.

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# Item 7. Material to be Filed as Exhibits.

Exhibit
Number

Description

Joint Filing Agreement (incorporated by reference to Exhibit 1 of the Schedule 13D filed by the Reporting Persons with the Commission on February 4, 2014).

#### **SIGNATURE**

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated: September 22, 2014

#### CARLYLE GROUP MANAGEMENT L.L.C.

By: /s/ R. Rainey Hoffman, attorney-in-fact

Name: Daniel D'Aniello Title: Chairman

#### THE CARLYLE GROUP L.P.

By: Carlyle Group Management L.L.C., its general partner

By: /s/ R. Rainey Hoffman, attorney-in-fact

Name: Daniel D'Aniello

Title: Chairman

#### CARLYLE HOLDINGS I GP INC.

by: /s/ R. Rainey Hoffman, attorney-in-fact

Name: Daniel A. D'Aniello

Title: Chairman

#### CARLYLE HOLDINGS I GP SUB L.L.C.

by: Carlyle Holdings I GP Inc., its managing member

by: /s/ R. Rainey Hoffman, attorney-in-fact

Name: Daniel A. D'Aniello

Title: Chairman

#### CARLYLE HOLDINGS I L.P.

by: Carlyle Holdings I GP Sub L.L.C., its general partner by: Carlyle Holdings I GP Inc., its managing member

by: /s/ R. Rainey Hoffman, attorney-in-fact

Name: Daniel A. D'Aniello

Title: Chairman

#### TC GROUP, L.L.C.

by: Carlyle Holdings I L.P., its managing member

by: Carlyle Holdings I GP Sub L.L.C., its general partner

by: Carlyle Holdings I GP Inc., its managing member

by: /s/ R. Rainey Hoffman, attorney-in-fact

Name: Daniel A. D'Aniello

Title: Chairman

#### TC GROUP SUB L.P.

by: TC Group, L.L.C., its general partner

by: Carlyle Holdings I L.P., its managing member

by: Carlyle Holdings I GP Sub L.L.C., its general partner

by: Carlyle Holdings I GP Inc., its managing member

by: /s/ R. Rainey Hoffman, attorney-in-fact

Name: Daniel A. D'Aniello

Title: Chairman

# TC Group CSP II, L.L.C.

by: TC Group Sub L.P., its managing member

by: TC Group, L.L.C., its general partner

by: Carlyle Holdings I L.P., its managing member

by: Carlyle Holdings I GP Sub L.L.C., its general partner

by: Carlyle Holdings I GP Inc., its managing member

by: /s/ R. Rainey Hoffman, attorney-in-fact

Name: Daniel A. D'Aniello

Title: Chairman

#### CSP II General Partner, L.P.

by: TC Group CSP II, L.L.C., its general partner

by: TC Group Sub L.P., its managing member

by: TC Group, L.L.C., its general partner

by: Carlyle Holdings I L.P., its managing member

by: Carlyle Holdings I GP Sub L.L.C., its general partner

by: Carlyle Holdings I GP Inc., its managing member

by: /s/ R. Rainey Hoffman, attorney-in-fact

Name: Daniel A. D'Aniello

Title: Chairman

#### Carlyle Strategic Partners II, L.P.

by: CSP II General Partner, L.P., its general partner by: TC Group CSP II, L.L.C., its general partner

by: TC Group Sub L.P., its managing member

by: TC Group, L.L.C., its general partner

by: Carlyle Holdings I L.P., its managing member by: Carlyle Holdings I GP Sub L.L.C., its general partner

by: Carlyle Holdings I GP Inc., its managing member

by: /s/ R. Rainey Hoffman, attorney-in-fact

Name: Daniel A. D'Aniello

Title: Chairman

# CSP II Coinvestment, L.P.

by: CSP II General Partner, L.P., its general partner by: TC Group CSP II, L.L.C., its general partner by: TC Group Sub L.P., its managing member by: TC Group, L.L.C., its general partner

by: Carlyle Holdings I L.P., its managing member

by: Carlyle Holdings I GP Sub L.L.C., its general partner by: Carlyle Holdings I GP Inc., its managing member

/s/ R. Rainey Hoffman, attorney-in-fact

Name: Daniel A. D'Aniello

Title: Chairman

by:

#### CARLYLE HOLDINGS II GP L.L.C.

By: The Carlyle Group L.P., its managing member

By: Carlyle Group Management L.L.C., its general partner

by: /s/ R. Rainey Hoffman, attorney-in-fact

Name: Daniel D'Aniello Title: Chairman

#### CARLYLE HOLDINGS II L.P.

by: /s/ R. Rainey Hoffman, attorney-in-fact

Name: Daniel D'Aniello Title: Chairman

#### TC GROUP CAYMAN INVESTMENT HOLDINGS, L.P.

By: Carlyle Holdings II L.P., its general partner

by: /s/ R. Rainey Hoffman, attorney-in-fact

Name: Daniel D'Aniello

Title: Chairman

# TC GROUP CAYMAN INVESTMENT HOLDINGS SUB L.P.

By: TC Group Cayman Investment Holdings, L.P., its general

partne

By: Carlyle Holdings II L.P., its general partner

by: /s/ R. Rainey Hoffman, attorney-in-fact

Name: Daniel D'Aniello Title: Chairman

# CSP III AIV GP (Cayman), Ltd.

by: /s/ R. Rainey Hoffman, attorney-in-fact

Name: Daniel A. D'Aniello

Title: Chairman

#### CSP III AIV General Partner (Cayman), L.P.

By: CSP III AIV GP (Cayman), Ltd., its general partner

by: /s/ R. Rainey Hoffman, attorney-in-fact

Name: Daniel A. D'Aniello

Title: Chairman

# CSP III AIV (CAYMAN), L.P.

By: CSP III AIV General Partner (Cayman), L.P., its general  $\,$ 

partner

By: CSP III AIV GP (Cayman), Ltd., its general partner

by: /s/ R. Rainey Hoffman, attorney-in-fact

Name: Daniel A. D'Aniello

Title: Chairman