

Report of Organizational Actions Affecting Basis of Securities

▶ See separate instructions.

Part I Reporting Issuer

1 Issuer's name		2 Issuer's employer identification number (EIN)	
YRC Worldwide Inc.		48-0948788	
3 Name of contact for additional information	4 Telephone No. of contact	5 Email address of contact	
Paul F. Liljegren	913-696-6108	investor@yrcw.com	
6 Number and street (or P.O. box if mail is not delivered to street address) of contact		7 City, town, or post office, state, and Zip code of contact	
10990 Roe Avenue		Overland Park, KS 66211	
8 Date of action		9 Classification and description	
July 22, 2011		Series B Convertible Preferred Stock	
10 CUSIP number	11 Serial number(s)	12 Ticker symbol	13 Account number(s)
		YRCWA.PK	

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 July 22, 2011, YRC Worldwide Inc. (the "Company") issued Series B Convertible Preferred Stock ("Preferred Stock") as part of a comprehensive financial restructuring. The comprehensive financial restructuring involved the exchange of various existing credit agreement claims for Preferred Stock, new convertible notes and new credit agreement claims and constituted a taxable exchange for income tax purposes.

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 the Preferred Stock received should equal the fair market value of the Preferred Stock at the time the Preferred Stock was issued on July 22, 2011, which was determined to be \$38.83325 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 ▶ In order to determine the fair market value of the Preferred Stock as of the July 22, 2011 issuance date, available quotes for the five (5) trading days after issuance were averaged to equal a fair market value of \$38.83325 per share.

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 1001(a)

Lined area for listing applicable Internal Revenue Code sections and subsections.

18 Can any resulting loss be recognized? ▶ Yes

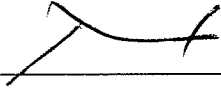
Lined area for providing information regarding loss recognition.

19 Provide any other information necessary to implement the adjustment, such as the reportable tax year ▶ The reportable year is the 2011 calendar year.

Lined area for providing other necessary information for the adjustment.

Sign Here

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.

Signature ▶  Date ▶ 1/14/12

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.