

**INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES**

OMB APPROVAL	
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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* <u>LASRY MARC</u>  (Last) (First) (Middle) <u>C/O AVENUE CAPITAL</u> <u>399 PARK AVENUE, 6TH FL.</u>  (Street) <u>NEW YORK NY 10022</u>  (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) <u>04/05/2013</u>	3. Issuer Name and Ticker or Trading Symbol <u>YRC Worldwide Inc. [ YRCW ]</u>	
		4. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director <input checked="" type="checkbox"/> 10% Owner  Officer (give title below) Other (specify below)	5. If Amendment, Date of Original Filed (Month/Day/Year)  6. Individual or Joint/Group Filing (Check Applicable Line) Form filed by One Reporting Person <input checked="" type="checkbox"/> Form filed by More than One Reporting Person

**Table I - Non-Derivative Securities Beneficially Owned**

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
<u>COMMON STOCK</u>	<u>244,681</u>	<u>I</u>	<u>See Footnotes<sup>(1)(2)(3)</sup></u>

**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
<u>10% Series A Convertible Senior Secured Notes due in 2015</u>	<u>07/22/2013</u>	<u>03/31/2015</u>	<u>Common Stock</u>	<u>284,241</u>	<u>34.0059</u>	<u>I</u>	<u>See Footnotes<sup>(1)(2)(3)(4)</sup></u>
<u>10% Series B Convertible Senior Secured Notes due in 2015</u>	<u>09/16/2011</u>	<u>03/31/2015</u>	<u>Common Stock</u>	<u>740,869</u>	<u>18.5334</u>	<u>I</u>	<u>See Footnotes<sup>(1)(2)(3)(5)</sup></u>

1. Name and Address of Reporting Person* <u>LASRY MARC</u>  (Last) (First) (Middle) <u>C/O AVENUE CAPITAL</u> <u>399 PARK AVENUE, 6TH FL.</u>  (Street) <u>NEW YORK NY 10022</u>  (City) (State) (Zip)		
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1. Name and Address of Reporting Person* <u>Avenue Capital Management II, L.P.</u>  (Last) (First) (Middle) <u>399 PARK AVENUE</u> <u>6TH FL</u>  (Street) <u>NEW YORK NY 10022</u>  (City) (State) (Zip)		
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**Explanation of Responses:**

- The shares of Common Stock (the "Common Stock") of YRC Worldwide, Inc. (the "Issuer") are held directly by Avenue Investments, L.P., a Delaware limited partnership, Avenue Special Situations Fund VI (Master), L.P., a Delaware limited partnership, Avenue International Master, L.P., a Cayman Islands exempted limited partnership and Managed Accounts Master Fund Services - MAP 10 (collectively, the "Investing Funds"). Avenue Partners, LLC is the General Partner of Avenue Investments, L.P. and a shareholder of Avenue International Master GenPar, Ltd. Avenue Capital Partners VI, LLC, a Delaware limited liability company, is the General Partner of Avenue Special Situations Fund VI (Master), L.P. GL Partners VI, LLC, a Delaware limited liability company, is the Managing Member of Avenue Capital Partners VI, LLC. (See Footnote #2 for continuation.)
- (Continuation of Footnote #1.) Avenue International Master GenPar, Ltd., a Cayman Islands exempted company, is the General Partner of Avenue International Master, L.P. Avenue Capital Management II,

L.P., a Delaware limited partnership ("Avenue Capital Management"), is an investment adviser to each of the Investing Funds. Avenue Capital Management II GenPar, LLC, a Delaware limited liability company, is the General Partner of Avenue Capital Management. Marc Lasry is the Managing Member of GL Partners VI, LLC, Avenue Partners, LLC and Avenue Capital Management II GenPar, LLC. Marc Lasry is deemed to be the indirect beneficial owner of the securities reported by reason of his ability to direct the vote and/or disposition of such securities, and his pecuniary interest in such shares (within the meaning of Rule 16a-1(a)(2) under the Securities Exchange Act of 1934, as amended) is a fractional interests in such amount.

3. The filing of this Form 3 shall not be construed as an admission that Avenue Capital Management or Marc Lasry (together, the "Controlling Persons") is or was for the purposes of Section 16(a) of the Securities Exchange Act of 1934, as amended, or otherwise the beneficial owner of any of the Common Stock, 10% Series A Convertible Senior Secured Notes due in 2015 of the Issuer ("Series A Notes") or 10% Series B Convertible Senior secured Notes due in 2015 of the Issuer ("Series B Notes") held by the Investing Funds. Pursuant to Rule 16a-1, the Controlling Persons disclaim such beneficial ownership except to the extent of their pecuniary interest therein.

4. The Series A Notes are held directly by the Investing Funds. See footnotes (1), (2) and (3).

5. The Series B Notes are held directly by the Investing Funds. See footnotes (1), (2) and (3).

**Remarks:**

Exhibit 24 - Power of Attorney for Marc Lasry, dated February 11, 2010 (incorporated by reference to Exhibit 18 to the filing on Schedule 13G relating to beneficial ownership of shares of common stock, par value \$0.01 per share, of Spectrum Brand Holdings, Inc., filed with the Securities and Exchange Commission on June 25, 2010).

[/s/Eric Ross as Attorney-in-Fact for Marc Lasry](#)      [04/15/2013](#)

[Avenue Capital Management II, L.P., By: Avenue Capital Management II GenPar, LLC, its General Partner, By: /s/Eric Ross as Attorney-in-Fact for Marc Lasry](#)      [04/15/2013](#)

\*\* 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 5 (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.**