

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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

OMB APPROVAL	
OMB Number:	3235-0287
Estimated average burden hours per response:	0.5

1. Name and Address of Reporting Person* <u>LASRY MARC</u>  (Last) (First) (Middle) <u>C/O AVENUE CAPITAL MANAGEMENT II, L.P.,</u> <u>399 PARK AVENUE, 6TH FLOOR</u>  (Street) <u>NEW YORK NY 10022</u>  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>YRC Worldwide Inc. [ YRCW ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director <input checked="" type="checkbox"/> 10% Owner  Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) <u>01/28/2016</u>	
		6. Individual or Joint/Group Filing (Check Applicable Line)  <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	01/28/2016		S		480,947	D	(1)	0	I	See Footnotes(2)(8)
Common Stock								3,458,612	I	See Footnotes(3)(8)
Common Stock								1,337,155	I	See Footnotes(4)(5)(8)
Common Stock	01/28/2016		S		519,779	D	(1)	0	I	See Footnotes(6)(8)
Common Stock	01/28/2016		S		76,632	D	(1)	0	I	See Footnotes(7)(8)

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
						Date Exercisable	Expiration Date					

1. Name and Address of Reporting Person\*  
LASRY MARC  
  
 (Last) (First) (Middle)  
C/O AVENUE CAPITAL MANAGEMENT II, L.P.,  
399 PARK AVENUE, 6TH FLOOR  
  
 (Street)  
NEW YORK NY 10022  
  
 (City) (State) (Zip)

1. Name and Address of Reporting Person\*  
Avenue Capital Management II GenPar, LLC  
  
 (Last) (First) (Middle)  
399 PARK AVENUE, 6TH FLOOR  
  
 (Street)

NEW YORK NY 10022

(City) (State) (Zip)

1. Name and Address of Reporting Person\*

Avenue Capital Management II, L.P.

(Last) (First) (Middle)

399 PARK AVENUE, 6TH FLOOR

(Street)

NEW YORK NY 10022

(City) (State) (Zip)

**Explanation of Responses:**

1. On January 28, 2016, Avenue PPF Opportunities Fund, L.P. ("Avenue PPF Opportunities"), Avenue Investments, L.P. ("Avenue Investments") and Avenue EnTrust Customized Portfolio SPC on behalf and for the account of Avenue US/Europe Distressed Segregated Portfolio ("Avenue EnTrust SPC") and, collectively with Avenue PPF Opportunities and Avenue Investments, the "Selling Avenue Funds") and Barclays Capital Inc. ("Buyer") executed a secondary block trade. The Selling Avenue Funds sold an aggregate of 1,077,358 shares of Common Stock to Buyer at \$10.58 per share, for an aggregate purchase price of \$11,398,447.64.

2. These shares of Common Stock are held directly by Avenue Investments. Avenue Partners, LLC, a New York limited liability company ("Avenue Partners"), is the general partner of Avenue Investments. Avenue Capital Management II, L.P., a Delaware limited partnership ("Avenue Capital Management II"), is an investment adviser to Avenue Investments. Avenue Capital Management II GenPar, LLC, a Delaware limited liability company ("GenPar"), is the general partner of Avenue Capital Management II. Lasry is the managing member of Avenue Partners and GenPar. In such capacity, 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 indirect interest in such amount.

3. These shares of Common Stock are held directly by Avenue Special Situations Fund VI (Master), L.P., a Delaware limited partnership ("Avenue Spec VI"). Avenue Capital Partners VI, LLC, a Delaware limited liability company ("Avenue Capital VI"), is the general partner of Avenue Spec VI. GL Partners VI, LLC, a Delaware limited liability company ("GL VI"), is the managing member of Avenue Capital VI. Avenue Capital Management II is an investment adviser to Avenue Spec VI. GenPar is the general partner of Avenue Capital Management II. Lasry is the managing member of GL VI and GenPar. In such capacity, 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 indirect interest in such amount.

4. These shares of Common Stock are held directly by Avenue Special Opportunities Fund I, L.P., a Delaware limited partnership ("Avenue Special Opportunities"). Avenue SO Capital Partners I, LLC, a Delaware limited liability company ("Avenue SO Capital Partners") is the general partner of Avenue Special Opportunities. GL SO Partners I, LLC, a Delaware limited liability company ("GL SO Partners I") is the managing member of Avenue SO Capital Partners. Avenue Capital Management II is an investment adviser to Avenue Special Opportunities. GenPar is the general partner of Avenue Capital Management II. Lasry is the managing member of GL SO Partners I and GenPar.

5. (Continued from Footnote 4) In such capacity, 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 interest in such amount.

6. These shares of Common Stock are held directly by Avenue PPF Opportunities. Avenue PPF Opportunities Fund GenPar, LLC, a Delaware limited liability company ("Avenue PPF Opportunities GenPar") is the general partner of Avenue PPF Opportunities. Avenue Capital Management II is an investment adviser to Avenue PPF Opportunities. GenPar is the general partner of Avenue Capital Management II. Lasry is the managing member of Avenue PPF Opportunities GenPar and GenPar. In such capacity, 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 interest in such amount.

7. These shares of Common Stock are held directly by Avenue EnTrust SPC. Avenue Capital Management II is an investment adviser to Avenue EnTrust SPC. GenPar is the general partner of Avenue Capital Management II. Lasry is the director of Avenue EnTrust SPC and the managing member of GenPar. In such capacity, 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 indirect interest in such amount.

8. The filing of this Form 4 shall not be construed as an admission that Avenue Capital Management II, GenPar or 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 held by Avenue Investments, Avenue Spec VI, Avenue Special Opportunities, Avenue PPF Opportunities or Avenue EnTrust SPC. Pursuant to Rule 16a-1, the Controlling Persons disclaim such beneficial ownership except to the extent of their pecuniary interest therein.

**Remarks:**

/s/ Eric Ross as Attorney-in-Fact for Marc Lasry

01/28/2016

\*\* 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 4 (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.**

AVENUE CAPITAL MANAGEMENT II GENPAR, LLC

By: /s/ Eric Ross  
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Name: Eric Ross  
Title: Attorney-in-Fact for Marc Lasry, Managing Member of  
Avenue Capital Management II GenPar, LLC

Address: 399 PARK AVENUE, 6TH FLOOR  
NEW YORK, NEW YORK 10022

AVENUE CAPITAL MANAGEMENT II, L.P.

By: /s/ Eric Ross  
-----  
Name: Eric Ross  
Title: Attorney-in-Fact for Marc Lasry, Managing Member of  
Avenue Capital Management II GenPar, LLC, the GP of  
Avenue Capital Management II, L.P.

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