

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF
SECURITIES

OMB APPROVAL	
OMB Number:	3235-0104
Estimated average burden hours per response:	0.5

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>Kelley J. Michael</u> (Last) (First) (Middle) <u>10990 ROE AVENUE</u> (Street) <u>OVERLAND KS 66211</u> <u>PARK</u> (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) <u>12/26/2012</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 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>VP,External Affairs & CSO</u>	5. If Amendment, Date of Original Filed (Month/Day/Year)
		6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person 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>4,002⁽¹⁾</u>	<u>D</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)		6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	

Explanation of Responses:

1. Restricted common stock awarded November 30, 2011, of which 1,086 shares vested on November 30, 2012, of which 342 shares were surrendered to YRC Worldwide Inc. to satisfy tax withholding obligations upon the vesting, and with 1,086 shares to vest on November 30, 2013, November 30, 2014 and November 30, 2015.

Leah K. Dawson, Attorney in
Fact for J. Michael Kelley 01/04/2013
** 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.

POWER OF ATTORNEY

I am a director or Section 16 officer of YRC Worldwide Inc. (the Company). In connection therewith, I file with the Securities and Exchange Commission (Commission) under the Securities Exchange Act of 1934, as amended (Exchange Act), reports required in connection with the purchase or sale of stock and derivative securities of the Company, including but not limited to reports on initial ownership or changes in beneficial ownership of the common stock of the Company on Form 3, Form 4 or Form 5, and any amendments thereto as may be required by the Commission pursuant to the Exchange Act and the rules and regulations of the Commission promulgated thereunder, along with any and all other documents relating thereto or in connection therewith, including the Uniform Applications For Access Codes To File On EDGAR.

In my individual capacity, I hereby constitute and appoint Michelle A. Russell and Leah K. Dawson and each of them, either of whom may act without the other, as my true and lawful attorneys-in-fact and agents (Attorneys), with full power of substitution and resubstitution, for me and in my name, place and stead, in any and all capacities, to sign any and all Uniform Applications For Access Codes To File On EDGAR, Forms 3, Forms 4 and Forms 5, any and all amendments thereto, and any and all other documents related thereto or in connection therewith, reporting on my beneficial ownership of the stock and derivative securities of the Company and to file the same, with all exhibits thereto, with the Commission granting unto said Attorneys full power and authority to do and perform each and every act and thing requisite and necessary to be done in and about the premises, as fully and with all intents and purposes as might or could be done in person, hereby ratifying and confirming all that said Attorneys or their substitutes may lawfully do or cause to be done by virtue hereof.

This Power of Attorney shall remain in full force and effect until I am no longer required to file Forms 3, 4, and 5 with respect to my holdings of and transactions in securities of the Company, unless earlier revoked by me in a signed writing delivered to the foregoing attorneys in fact.

IN WITNESS WHEREOF, I have executed this Power of Attorney as of December 27, 2012.

/s/ J Mike Kelley

Signature

J Michael Kelley

Print Name

ANY PERSON RELYING ON THIS POWER OF ATTORNEY MAY RELY ON A PHOTOCOPY AS IF IT WERE AN ORIGINAL.