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**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION**  
Washington, D.C. 20549

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**Form 8-K**

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**CURRENT REPORT  
Pursuant to Section 13 or 15(d)  
of the Securities Exchange Act of 1934**

**Date of Report (Date of earliest event reported): November 5, 2018**

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**YRC Worldwide Inc.**  
(Exact name of registrant as specified in its charter)

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**Delaware**  
(State or other jurisdiction  
of incorporation)

**0-12255**  
(Commission  
File Number)

**48-0948788**  
(IRS Employer  
Identification No.)

**10990 Roe Avenue**  
**Overland Park, Kansas 66211**  
(Address of principal executive office)(Zip Code)

**(913) 696-6100**  
(Registrant's telephone number, including area code)

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Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

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**Item 7.01 Regulation FD Disclosure**

YRC Worldwide Inc. will present at investor meetings during the remainder of the fourth quarter of 2018. A copy of the slide show presentation to be presented is attached hereto as Exhibit 99.1.

**Item 9.01 Financial Statements and Exhibits**

(d) Exhibits

<u>Exhibit Number</u>	<u>Description</u>
99.1	<a href="#">YRC Worldwide Inc. Investor Presentation</a>

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

YRC WORLDWIDE INC.

By: /s/ Brianne L. Simoneau

Brianne L. Simoneau  
Vice President and Controller

Date: November 5, 2018

# INVESTOR PRESENTATION

November 2018





# STATEMENTS & DISCLAIMERS

The information in this presentation is summary in nature and may not contain all information that is important to you. The Recipient acknowledges and agrees that (i) no representation or warranty regarding the material contained in this presentation is made by YRC Worldwide Inc. (the "Company" or "we") or any of its affiliates and (ii) that the Company and its affiliates have no obligation to update or supplement this presentation or otherwise provide additional information. This presentation is for discussion and reference purposes only and does not constitute an offer to sell or the solicitation of an offer to buy any securities or other property.

This presentation contains "forward-looking statements" within the meaning of Section 27A of the Securities Act of 1933 and Section 21E of the Securities Exchange Act of 1934. Forward-looking statements relate to future events or future performance of the Company and include statements about the Company's expectations or forecasts for future periods and events. Specific forward-looking statements can be identified by the fact that they do not relate strictly to historical or current facts and include, without limitation, words such as "may," "will," "should," "expect," "plan," "anticipate," "believe," "estimate," "predict," "potential" or "continue," the negative of such terms or other comparable terminology. We disclaim any obligation to update those statements, except as applicable law

may require us to do so, and we caution you not to rely unduly on them. We have based those forward-looking statements on our current expectations and assumptions about future events, and while our management considers those expectations and assumptions to be reasonable, they are inherently subject to significant business, economic, competitive, regulatory and other risks, contingencies and uncertainties, most of which are difficult to predict and many of which are beyond our control. Therefore, actual results may differ materially and adversely from those expressed in any forward-looking statements. Factors that might cause or contribute to such differences include, but are not limited to, those we discuss in the "Risk Factors" section of our Annual Report on Form 10-K and in other reports we file with the Securities and Exchange Commission.

This presentation includes the presentation of Adjusted EBITDA, a non-GAAP financial measure. Adjusted EBITDA is not a measure of financial performance in accordance with generally accepted accounting principles and may exclude items that are significant in understanding and assessing our financial results. Therefore, this measure should not be considered in isolation or as an alternative to net income from operations, cash flows from operations, earnings per fully-diluted share or other measures of profitability, liquidity or

performance under generally accepted accounting principles. We believe our presentation of Adjusted EBITDA is useful to investors and other users as these measures represent key supplemental information our management uses to compare and evaluate our core underlying business results both on a consolidated basis and across our business segments, particularly in light of our leverage position and the capital-intensive nature of our business. Additionally, Adjusted EBITDA helps investors to understand how the company is tracking against our financial covenants in our term loan credit agreement as this measure is calculated as prescribed therein and serves as a driving component of our key financial covenants. You should be aware that this presentation of Adjusted EBITDA may not be comparable to similarly-titled measures used by other companies. A reconciliation of this measure to the most comparable measures presented in accordance with generally accepted accounting principles has been included in this presentation.

Product names, logos, brands, and other trademarks featured or referred to are the property of their respective trademark holders. These trademark holders are not affiliated with YRC Worldwide Inc. They do not sponsor or endorse our materials.



From the time we began traveling the roads more than 90 years ago, we have used a combination of extraordinary service, technology and good old fashioned hard work to evolve into the company we are today.

One of the largest less-than-truckload (LTL) carriers in North America featuring...

**~32,000**  
Employees

**~940M**  
Miles Driven

**\$4.9B**  
Annual Revenue



# OUR FAMILY OF COMPANIES



Providing services under a portfolio of four operating companies.

Collectively, we have approximately 20 - 25% of the public carrier market by tonnage. We provide the broadest coverage and more service capability throughout North America than any competitor. To put it simply, customers tell us where they want their freight to go and when it needs to be there, and we take it there; we carry the economy.



# NORTH AMERICA. DELIVERED.



YRC Freight serves manufacturing, wholesale, retail and government customers throughout North America. When customers need longer-haul LTL shipping solutions, YRC Freight is the expert.

<b>LTM 3Q18 Revenue</b>	\$3.2 Billion
<b>LTM 3Q18 Adjusted EBITDA</b>	\$157 Million
<b># of Customers</b>	~ 120,000
<b># of Terminals</b>	260
<b>Average Length of Haul</b>	1,300 Miles
<b>Average Weight</b>	1,200 lbs.
<b>Average Transit</b>	3-4 Days







# OUR CUSTOMERS



PHILIPS

TARGET



Panasonic



BRIDGESTONE

L'ORÉAL



ANHEUSER-BUSCH

DOLLAR GENERAL



American Airlines

Nestlé



TOYOTA

amazon.com



The company you keep says a lot about you.

**And we work with some very good companies.** We're fortunate to have stable, long-standing relationships with some of the greatest companies in the world, from large Fortune 500 companies to small, privately-held businesses.



# WE DELIVERED AND OUR CUSTOMERS NOTICED



## **Unishippers Global Logistics**

2017 Midwest Regional LTL Carrier of the Year

**Logistics Management**  
Quest for Quality Award  
Winner (32 times)

**Walmart, Unishippers, Avery Dennison, Echo Group Logistics and Worldwide Express**  
Regional Carrier of the Year

**Parker Hannifin, BASF, Transplace and Ravago**  
LTL Carrier of the Year

**GlobalTranz**  
Carrier of the Year 2017 & 2011 (Midwest Region)

**Toyota North American Parts**  
LTL Logistics Partner of the Year



**Logistics Management**  
Quest for Quality Award  
Winner (23 times)

**Unishippers, Avery Dennison and Echo Group Logistics**  
Regional Carrier of the Year

**Parker Hannifin and BASF**  
LTL Carrier of the Year

**Toyota North American Parts**  
LTL Logistics Partner of the Year

**Haworth**  
Carrier of the Year



**Logistics Management**  
Quest for Quality Award  
Winner (24 times)

**Worldwide Express**  
2015 Western Regional Carrier of the Year

**Unishippers Global Logistics**  
2017 & 2015 Regional LTL Partner of the Year

**Toyota North American Parts**  
2015 & 2014 LTL Provider of the Year

**Echo Global Logistics**  
2015 Platinum Award  
2014 Carrier of the Year

**GlobalTranz**  
Carrier of the Year 2017, 2015, 2014, 2013, 2011 (Western Region)



**Walmart**  
2016 LTL Carrier of the Year

**NASSTRAC**  
2017 & 2016 LTL Carrier of the Year

**JB Hunt**  
2015 National LTL Carrier of the Year

**Inbound Logistics**  
2015 top 100 Trucker

**Unishippers Global Logistics**  
2017 & 2015 National LTL Carrier of the Year

**ScoopMonkey's**  
Top 100 Best Carriers

**Commercial Carrier Journal's**  
Top 250 Carriers

**Transport Topics**  
Top 100 Carriers





## COMPETITIVE STRENGTHS

YRC Worldwide's competitive strengths provide a platform for continued improvement and long-term growth.



# OUR PEOPLE

~32,000 highly experienced employees throughout North America.

~17,000 drivers safely and efficiently moving freight throughout our network.

~ 14 year average tenure of union employees.

Less than 15% union employee turnover.

More than 250,000 long-term relationships with customers.

More than 150 years of operating experience among senior management team.



# OUR DEDICATION

Typical LTL driving distance contributes to stable workforce and low turnover.

~940 million miles covered in 2017 (the equivalent of more than 167,000 round trips between New York and Los Angeles).

1,970 active accident-free **1 million** mile drivers

642 active accident-free **2 million** mile drivers

142 active accident-free **3 million** mile drivers

27 active accident-free **4 million** mile drivers

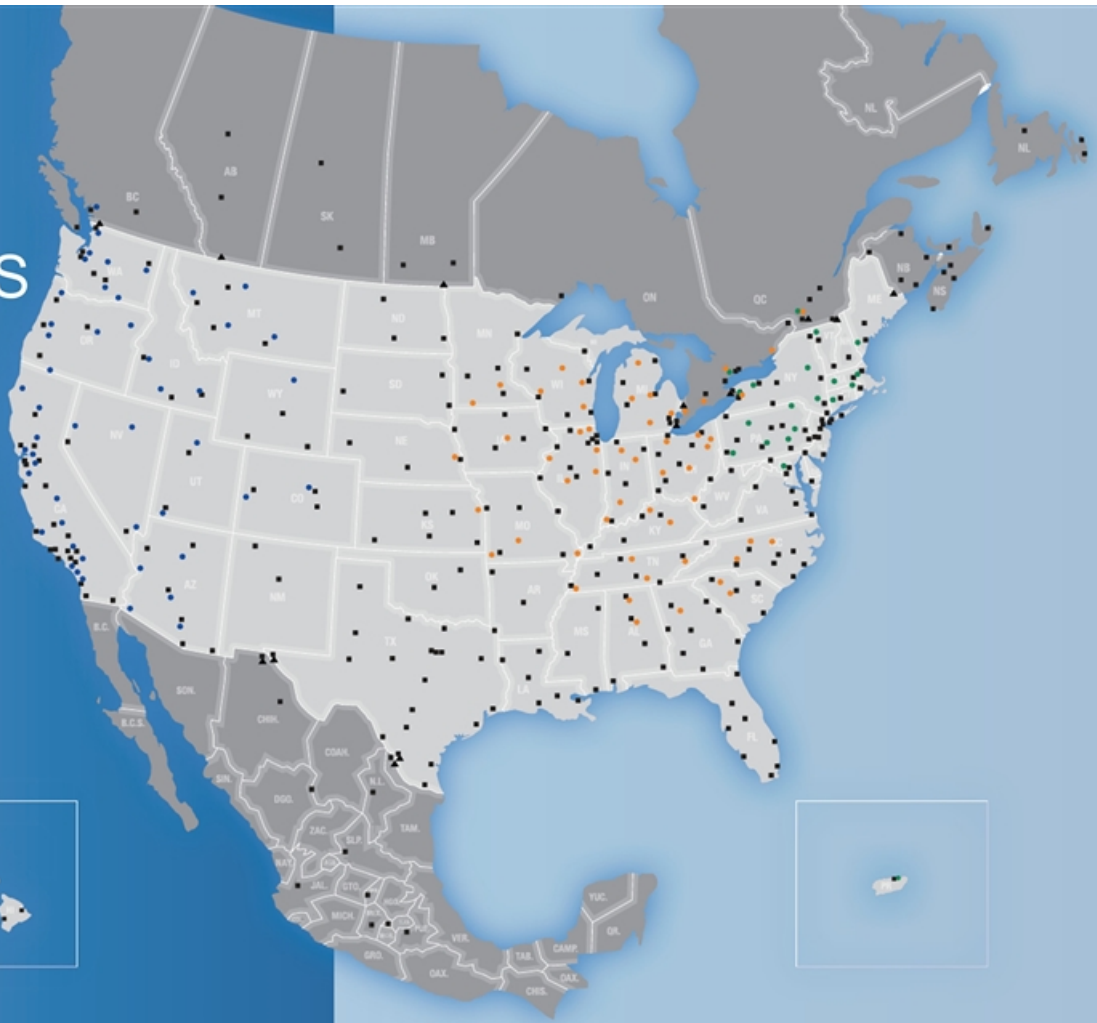
3 active accident-free **5 million** mile drivers

1 active accident-free **6 million** mile driver



# OUR NETWORKS

- YRC Freight Service Center
- Reddaway Service Center
- New Penn Service Center
- Holland Service Center
- ▲ Border Gateways





# OUR ASSETS

YRC Freight operates a modernized national network.

Regional carriers operate direct loading and quick sort networks.

384 terminals

~21,000 doors

~14,000 tractors

~45,000 trailers

Reinvesting in the business by replenishing the fleet through a combined approach of purchasing and leasing.

Since 2015, taken delivery of more than 3,800 tractors and 9,200 trailers.



# OUR TECHNOLOGY

Implementing tools for continuous improvement in safety, efficiency, and productivity.

In-Cab Safety Technology (in service)

95 Dimensioners (in service)

Dock Supervisor Tablets (in service)

Quintiq Pickup and Delivery Route Optimization Software  
(full implementation expected in 2019)

Pick Up & Delivery Handheld Units  
(in service)

Optym Linehaul Route Optimization Software (in service)

Customer Self-Service Portals To Support Digital Experience  
(implementation in process)





The result is award-winning customer service with a flexible supply chain that provides the broadest coverage throughout North America.





# UPDATE ON RECENT EVENTS

# 1

## CEO Succession Plan Completed

Darren Hawkins appointed Chief Executive Officer. Prior to this appointment, he served as President and Chief Operating Officer at YRCW after serving as President of YRC Freight.

He replaced James Welch who retired July 30, 2018. James will provide consulting services to the Company for an additional year commencing immediately after his retirement.

# 2

## 3Q18 Financial Results

3Q18 operating revenue increased 4.2% to \$1.30 billion compared to \$1.25 billion in 3Q17.

3Q18 Adjusted EBITDA increased 3.4% to \$84.2 million compared to \$81.4 million a year ago.

# 3

## Continued Reinvestment

YTD 3Q18 the Company took delivery of more than 1,000 tractors with approximately 300 scheduled for delivery in 4Q18.

The Company also took delivery of more than 2,000 trailers YTD 3Q18 with approximately another 1,500 expected to be delivered in 4Q18.

LTM 3Q18 CapEx Equivalent of \$372M, or 7.4% of Revenue

# 4

## YRC Freight Network Enhancement

Significant structural upgrade implemented in late 2017.

Transitioned eight terminals to distribution centers to serve as quick sort operations.

Implemented the use of utility employees that are able to perform multiple job functions.





## FINANCIAL UPDATE



# CONSOLIDATED



(a) The Company adopted ASU 2017-07, *Improving the Presentation of Net Periodic Pension Cost and Net Periodic Postretirement Benefit Cost*, beginning in January 1, 2018, with a retrospective application. This requires a reclassification to non-operating expenses from "Salaries, wages and employee benefits" in operating expenses. Operating Income as Originally Reported (includes Pension and Settlement Expense) represents Operating Income prior to this application.



# SIMPLIFIED CAPITAL STRUCTURE

(\$ in millions)

**\$1,361.3M**



**\$1,221.0M**



**\$904.4M**



Pre-Refinancing - 12/31/13

**9** Debt Facilities

Post-Refinancing - 3/31/14

**6** Debt Facilities

As of 9/30/18

**3** Debt Facilities

Since 2013, debt obligations reduced by \$456.9 million and cash interest payments reduced by ~\$40 million per year.

(a) Average effective interest rate as of September 30, 2018



# NO NEAR-TERM MATURITIES

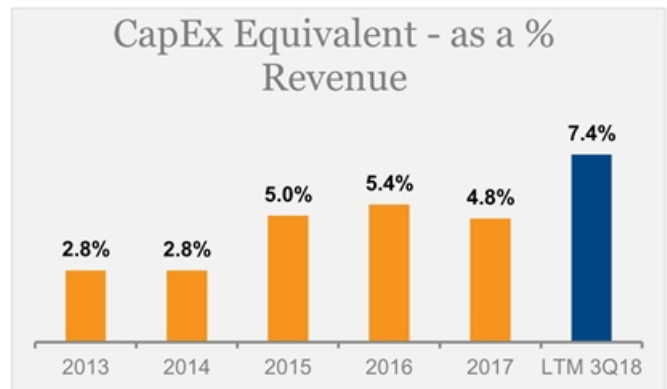
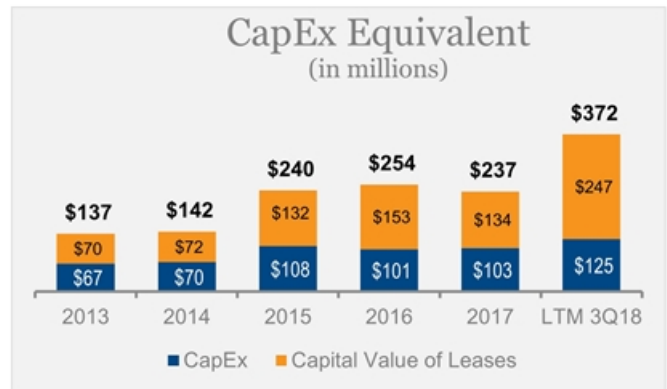


Significant extension of maturities provides runway to continue operational transformation.



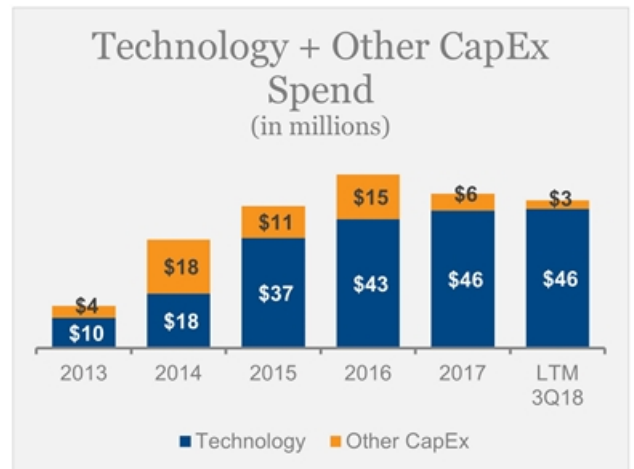
# REINVESTING IN THE BUSINESS

- After several years of curtailing investment in the business, capital spending has resumed.
- Fleet replenishment primarily through operating leases beginning in 2013.
- Increased leasing activity due to greater financing options resulting from the Company's improved financial condition.
- For LTM 3Q18, the CapEx Equivalent (CapEx plus the Capital Value of Leases) was 7.4% of revenue.
- Since the beginning of 2015, the Company has taken delivery of more than 3,800 tractors and 9,200 trailers.
- Acquired 95 dimensioners since 2014. Dimensioning technology is used to better cost, price and plan freight loading and flow.



# REINVESTING IN THE BUSINESS

- 4x increase in technology investment from 2013 to LTM 3Q18.
- Recent Technology & Other CapEx investments include:
  - Dimensioners<sup>(a)</sup>
  - Mobileye and Lytx in-cab safety technology<sup>(a)</sup>
  - Pickup and delivery handheld units
  - Upgraded forklift technology
  - PROS yield management technology
  - Dock supervisor tablets
  - KRONOS time and attendance system
  - Dimensional freight quote based shipping solution
  - Sysnet linehaul optimization technology
- As we move forward, we expect to continue reinvesting at a similar level including:
  - Optym linehaul load plan creation and network optimization
  - Quintiq pick-up and delivery software



(a) Included in Other CapEx



# OPPORTUNITY FOR OPERATING RATIO IMPROVEMENT



Note: The peer group's LTM 3Q18 Operating Ratio includes ABFS, FDXF, ODFL, SAIA LTL, and XPO LTL.

LTM 3Q18 (amounts in millions)	YRC Regional	YRC Freight
Revenue	\$1,890.8	\$3,162.7
Operating Income	61.7	58.7
<b>Operating Ratio</b>	<b>96.7%</b>	<b>98.1%</b>

Assuming current market performance of an operating ratio of approximately 90, the goals for the coming years are:

YRC Regional: ~95%    YRC Freight: ~97%



# PLAN TO ACHIEVE OPERATING RATIO GOALS

1

## Safety Culture

- In-cab safety technology
- New investment in employee injury avoidance is being implemented in 2018 and throughout 2019

2

## Volume and Yield Growth

- Economic Growth
- Continued market price rationalization

3

## Delivering Award Winning Service and Partnering with our Customers

- YRC Freight's network enhancement transitioned eight terminals to regional distribution centers and implemented use of utility employees

4

## Enhancing Employee Engagement

- Union employees profit sharing bonus opportunity based on achieving OR metrics

5

## Improving Productivity

- Dock supervisor tablets
- Utilizing Sysnet software to reduce linehaul miles

6

## Continue Investing in Technology and Revenue Equipment

- Optym linehaul route optimization software
- Quintiq pickup and delivery route optimization software



# FORWARD LOOKING CONSIDERATIONS

## 1

**Plan to continue investing back into the business through combined purchasing and leasing to enhance shareholder value.**

## 2

**International Brotherhood of Teamsters memorandum of understanding (MOU) in place through March 2019.**

Annual wage increases of \$0.34 per hour in April 2018. Annual health, welfare and pension benefit contributions increase in August 2018; MOU provides for up to a \$1/hour, or approximately 8%, increase in 2018.

## 3

**No material long-term debt / facility maturities until the end of 2Q21.**

Operational runway for management to continue the operational turnaround.

## 4

**Total federal net operating losses (NOLs) of \$805.4 million as of December 31, 2017 that expire between 2028 - 2037.**

Helps mitigate federal cash income tax payments.

Tax Cuts and Jobs Act of 2017 is not expected to have a significant impact due to the NOL carryforwards.





# How we plan to move freight, our company, and your investment forward.

YRC Worldwide provides the opportunity to invest in a portfolio of four proud and distinct LTL operating companies.



Experienced  
Leadership  
Team



Strong  
Industry  
Position



Tremendous  
Asset  
Base



Simplified &  
Stable Capital  
Structure



Diversified  
Business  
Model



Reinvestment  
Back into  
Business



Well Positioned In  
A Tight Capacity  
Environment



# INVESTOR RELATIONS

NASDAQ:

**YRCW**

WEBSITE:

**yrcw.com**

COMPANY CONTACT:

**Bri Simoneau**

Vice President and Controller  
investor@yrcw.com





## APPENDIX

# EXPERIENCED SENIOR MANAGEMENT



**Darren Hawkins**

**Chief Executive Officer,  
YRCW**

More than 28 years of industry experience.

Returned to the Company in 2013 and served as President of YRC Freight prior to being appointed Chief Operating Officer at YRCW.



**Stephanie Fisher**

**Chief Financial Officer,  
YRCW**

More than 18 years of experience in accounting, financial analysis and corporate compliance.

14-year veteran of the Company; prior to being named CFO, was Vice President and Controller for the Company.



**Justin Hall**

**Chief Customer Officer,  
YRCW**

Responsible for designing and deploying technology, logistics and innovative transportation solutions to enhance the customer experience and create growth opportunities.

Former President of Logistics Planning Services.



**Jim Fry**

**Vice President, General Counsel & Corporate Secretary, YRCW**

More than 21 years of industry experience.

Prior to YRCW, served as Executive Vice President, General Counsel, and Secretary for Swift Transportation Company.



# EXPERIENCED SENIOR MANAGEMENT



**Scott Ware**

**President, Holland**

More than 31 years of industry experience.

Prior to being named President of Holland, was Vice President of Operations and Linehaul for the Company.



**Howard Moshier**

**President, New Penn**

More than 30 years of industry experience.

Prior to being named President of New Penn, was the Senior Vice President of Operations for YRC Freight.



**Bob Stone**

**President, Reddaway**

More than 33 years of industry experience.

Prior to being named President of Reddaway, was the Vice President of Operations for Reddaway.



**TJ O'Connor**

**President, YRC Freight**

More than 35 years of industry experience.

Prior to being named President of YRC Freight, was President of Reddaway.



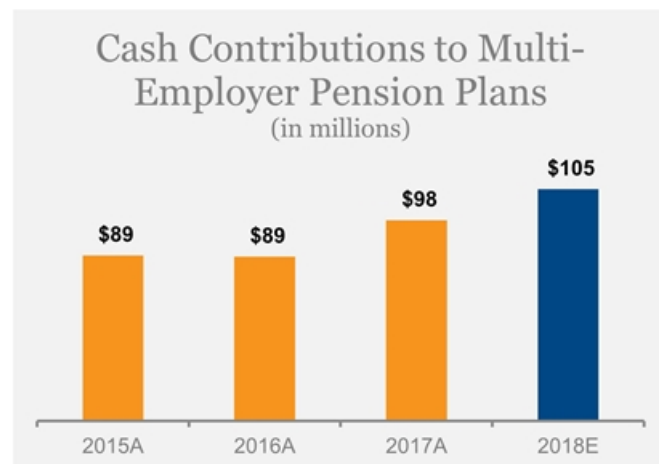
# YRC FREIGHT'S NETWORK ENHANCEMENT





# MULTI-EMPLOYER PENSION PLANS

- Employees covered by collective bargaining agreements.
- Required contractual contributions anticipated to be an average of \$2.22 per hour in 2018<sup>(a)</sup>.
  - 2018 cash contributions to be approximately \$105 million<sup>(a)</sup>.
  - Expense included in EBITDA.
  - Not impacted by changes in interest rates.
- Contributions are made to 32 multi-employer pension plans with various levels of underfunding.
  - Pension plans are managed by independent trustees.
- If the Company were to withdraw from or there was a termination of all of the multi-employer pension plans, the Company's portion of the contingent liability would be an estimated \$9 billion.
- However...YRC Worldwide has, and expects to continue, making its required contractual contributions to the multi-employer pension plans thus SIGNIFICANTLY minimizing the potential of any material contingent liability becoming due.



- Additionally, to our knowledge, there are no regulations that would change our average per hour contribution for the remaining term of the Memorandum of Understanding (MOU) as that is contractually agreed to by and between the Company and the individual funds nor are we aware of any regulations that would materially change the status or amount of our contingent liability. As long as we continue to pay what is contractually agreed to, there should be no issue.

(a) The estimated contribution amount is subject to potential increases under the 2014 MOU Extension Agreement if the Company's health and welfare contributions made to maintain the current level of health and welfare benefits are less than the health and welfare contribution amounts already negotiated.



# SINGLE-EMPLOYER PENSION PLANS

- Certain employees not covered by collective bargaining agreements.
- Plans closed to new participants effective January 1, 2004 with benefit accrual for active employees frozen effective July 1, 2008.
- Future funding requirements are primarily driven by movements in plan asset returns and discount rate.
- Long-term strategy is to reduce the risk of the underfunded plans.
- On average, the single-employer pension expense from 2015 – 2017 was approximately \$17 million per year, excluding the expense recognition of settlements from lump sum payouts.
- Single-employer pension settlement charge at YRC Freight of \$7.2 million in 3Q 2018, with another charge expected in 4Q 2018. These charges will not impact the Company's cash balance or liquidity and will be excluded from Adjusted EBITDA and operating income.



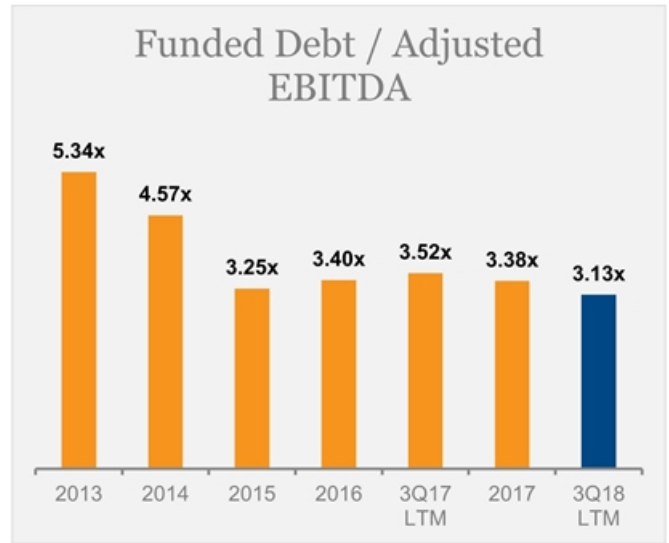
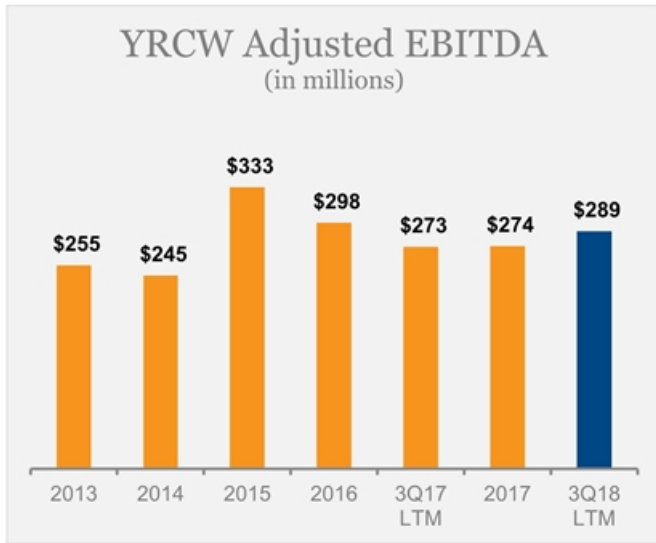
(a) Reflects a \$12.2 million contribution due in January 2017 that was paid in December 2016

(b) Reflects a \$14.0 million contribution due in January 2018 that was paid in December 2017





# LEVERAGE RATIO

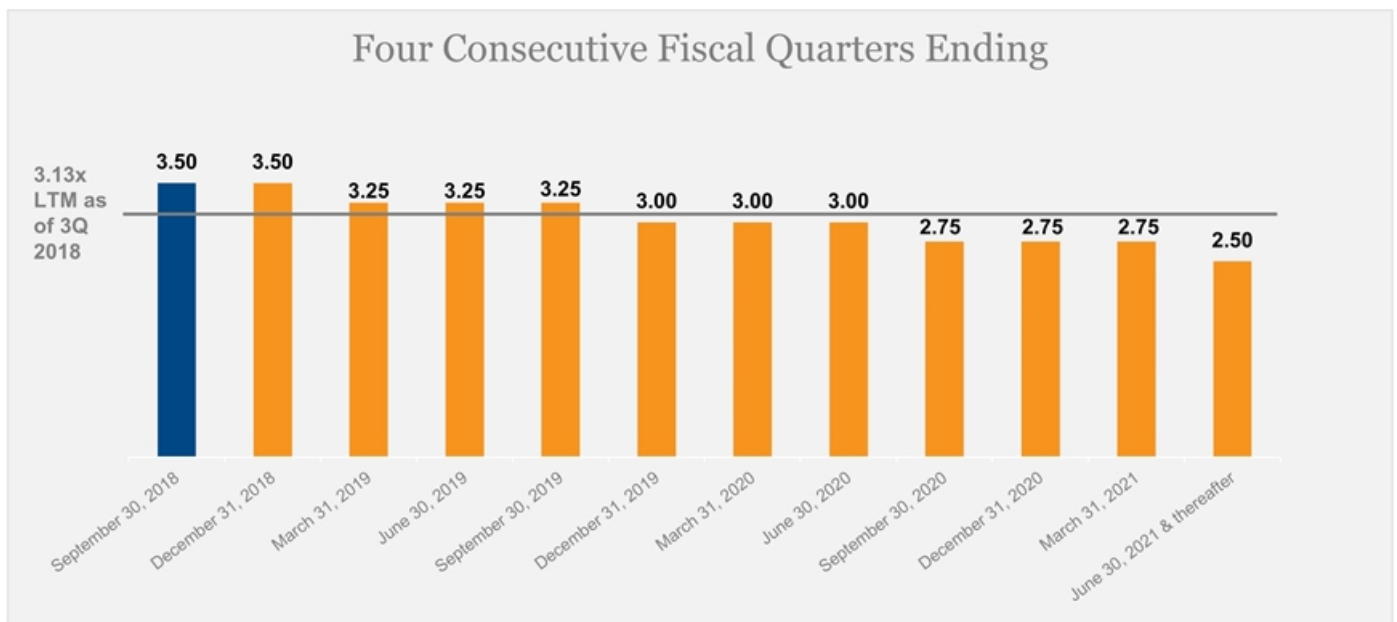


Note: Funded debt balances based on par value

Growing into capital structure.  
Continue to de-risk the balance sheet.  
Funded Debt to Adjusted EBITDA ratio down 2.21 turns.



# CREDIT FACILITY COVENANTS



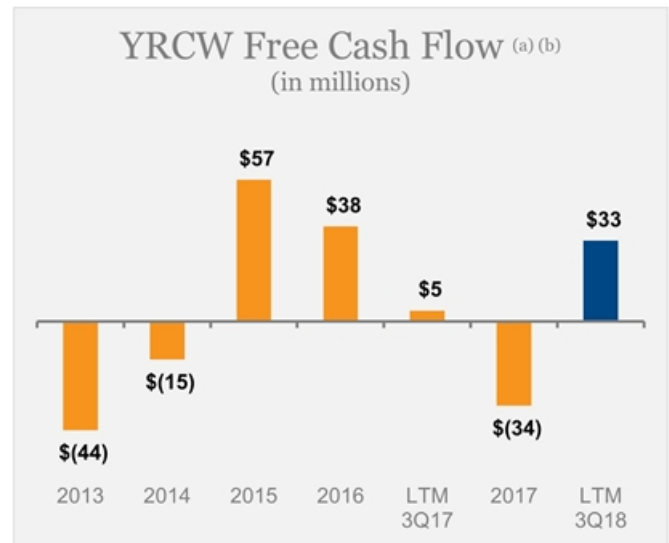
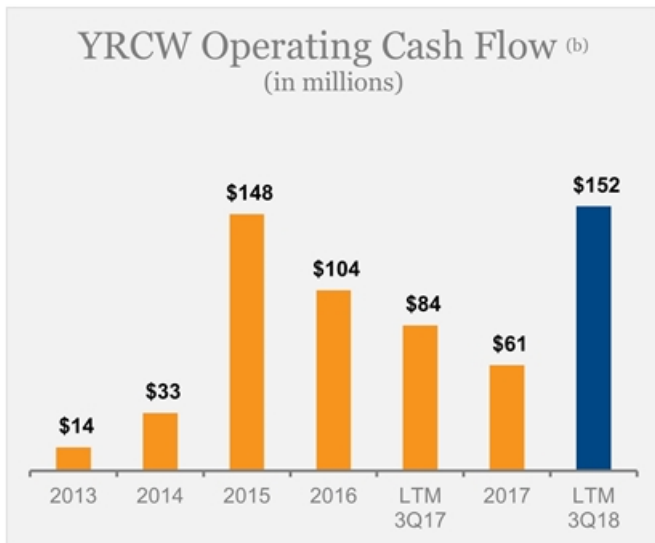
## YRCW's credit ratings as of September 30, 2018:

Standard & Poor's Corporate Family Rating was B- with Stable outlook

Moody's Investor Service Corporate Family Rating was B3 with Positive outlook



# CASH FLOW



Focused on improving cash flows while simultaneously increasing reinvestment into the Company.

(a) Free cash flow = operating cash flow less acquisitions of property and equipment, cash proceeds from disposals

(b) The Company adopted ASU 2016-09, *Improvements to Employee Share-Based Payment Accounting*, beginning in January 1, 2017, with a retrospective application. The new standard requires an employer to classify as a financing activity in its statement of cash flows the cash paid to a taxing authority when shares are withheld to satisfy the employer's statutory income tax withholding obligation. As a result of adoption, the Company reclassified "Payments for tax withheld on share-based compensation" as financing activities in the statements of consolidated cash flows for 2013 – 2017 annual and quarterly periods, as applicable.



# KEY SEGMENT INFORMATION

	YRC Freight			Regional Transportation		
	3Q18	3Q17	YoY % <sup>(a)</sup>	3Q18	3Q17	YoY % <sup>(a)</sup>
Workdays	63.0	62.5		63.0	62.5	
Total tonnage (in thousands)	1,541	1,592	(3.2)	1,891	1,975	(4.3)
Total tonnage per day (in thousands)	24.46	25.47	(4.0)	30.01	31.60	(5.0)
Total shipments (in thousands)	2,547	2,623	(2.9)	2,471	2,631	(6.1)
Total shipments per day (in thousands)	40.43	41.96	(3.7)	39.22	42.10	(6.8)
Total picked up revenue/cwt.	\$ 26.11	\$ 24.38	7.1	\$ 12.73	\$ 11.73	8.5
Total picked up revenue/cwt. (excl. FSC)	\$ 22.85	\$ 21.81	4.8	\$ 11.19	\$ 10.52	6.3
Total picked up revenue/shipment	\$ 316	\$ 296	6.8	\$ 195	\$ 176	10.6
Total picked up revenue/shipment (excl. FSC)	\$ 277	\$ 265	4.4	\$ 171	\$ 158	8.4
Total weight/shipment (in pounds)	1,210	1,214	(0.3)	1,530	1,501	1.9

	YRC Freight			Regional Transportation		
	YTD 2018	YTD 2017	YoY % <sup>(a)</sup>	YTD 2018	YTD 2017	YoY % <sup>(a)</sup>
Workdays	190.5	190.0		190.5	190.0	
Total tonnage (in thousands)	4,663	4,766	(2.2)	5,806	5,935	(2.2)
Total tonnage per day (in thousands)	24.48	25.08	(2.4)	30.48	31.24	(2.4)
Total shipments (in thousands)	7,664	7,976	(3.9)	7,505	7,902	(5.0)
Total shipments per day (in thousands)	40.23	41.98	(4.2)	39.40	41.59	(5.3)
Total picked up revenue/cwt.	\$ 25.45	\$ 23.97	6.2	\$ 12.44	\$ 11.61	7.1
Total picked up revenue/cwt. (excl. FSC)	\$ 22.33	\$ 21.47	4.0	\$ 10.96	\$ 10.43	5.1
Total picked up revenue/shipment	\$ 310	\$ 287	8.1	\$ 193	\$ 174	10.3
Total picked up revenue/shipment (excl. FSC)	\$ 272	\$ 257	5.9	\$ 170	\$ 157	8.2
Total weight/shipment (in pounds)	1,217	1,195	1.8	1,547	1,502	3.0

(a) Percent change based on unrounded figures and not the rounded figures presented



# EBITDA RECONCILIATION (CONSOLIDATED)

(\$ in millions)

YRCW Consolidated	FY 2013	FY 2014	FY 2015	FY 2016	FY 2017	3Q 2017	3Q 2018	LTM 3Q 2017	LTM 3Q 2018
<b>Reconciliation of net income (loss) to adjusted EBITDA <sup>(a)</sup></b>									
Net income (loss)	\$ (83.6)	\$ (67.7)	\$ 0.7	\$ 21.5	\$ (10.8)	\$ 3.0	\$ 2.9	\$ (10.8)	\$ (4.8)
Interest expense, net	163.8	149.5	107.1	103.0	102.4	25.9	26.2	102.1	102.9
Income tax (benefit) expense	(45.9)	(16.1)	(5.1)	3.1	(7.3)	0.9	4.7	0.1	(5.5)
Depreciation and amortization	172.3	163.6	163.7	159.8	147.7	36.7	34.9	151.3	146.9
<b>EBITDA</b>	<b>\$ 206.6</b>	<b>\$ 229.3</b>	<b>\$ 266.4</b>	<b>\$ 287.4</b>	<b>\$ 232.0</b>	<b>\$ 66.5</b>	<b>\$ 68.7</b>	<b>\$ 242.7</b>	<b>\$ 239.5</b>
Adjustments for debt covenants:									
(Gains) losses on property disposals, net	(2.2)	(11.9)	1.9	(14.6)	(0.6)	1.3	1.9	(0.4)	4.1
Letter of credit expense	33.9	12.1	8.8	7.7	6.8	1.7	1.6	6.8	6.7
Restructuring charges	12.0	4.2	0.2	-	3.1	0.3	0.5	0.3	2.3
Transaction costs related to the issuances of debt	-	-	-	-	8.1	6.7	-	8.9	1.4
Nonrecurring consulting fees	-	-	5.1	-	-	-	2.0	-	5.2
Permitted dispositions and other	1.7	1.8	0.4	3.0	1.2	0.3	(0.4)	2.3	0.4
Equity-based compensation expense	5.8	14.3	8.5	7.3	6.5	1.3	0.7	6.6	6.7
Amortization of ratification bonus	-	15.6	18.9	4.6	-	-	-	-	-
Non-union pension settlement charge	-	-	28.7	-	7.6	-	7.2	-	14.8
(Gain) loss on extinguishment of debt	-	(11.2)	0.6	-	-	-	-	-	-
Other, net <sup>(b)</sup>	(2.9)	(9.7)	(6.2)	2.1	9.5	3.3	2.0	6.2	8.1
<b>Adjusted EBITDA</b>	<b>\$ 254.9</b>	<b>\$ 244.5</b>	<b>\$ 333.3</b>	<b>\$ 297.5</b>	<b>\$ 274.2</b>	<b>\$ 81.4</b>	<b>\$ 84.2</b>	<b>\$ 273.4</b>	<b>\$ 289.2</b>

(a) Certain reclassifications have been made to prior years to conform to current year presentation

(b) As required under our Term Loan Agreement, Other, net, shown above consists of the impact of certain items to be included in Adjusted EBITDA



# EBITDA RECONCILIATION (SEGMENT)

(\$ in millions)

YRC Freight Segment	FY 2013	FY 2014	FY 2015	FY 2016	FY 2017	3Q 2017	3Q 2018	LTM 3Q 2017	LTM 3Q 2018
<b>Reconciliation of operating income (loss) to adjusted EBITDA <sup>(a)</sup></b>									
Operating income (loss) <sup>(c)</sup>	\$ (12.6)	\$ 23.2	\$ 63.3	\$ 71.8	\$ 60.8	\$ 23.2	\$ 24.7	\$ 51.3	\$ 58.7
Depreciation and amortization	109.1	98.0	93.1	90.3	84.8	21.1	18.4	86.0	82.7
(Gains) losses on property disposals, net	(3.0)	(15.9)	1.9	(15.7)	(2.2)	1.0	1.6	(2.0)	2.6
Letter of credit expense	25.8	8.3	6.1	5.0	4.3	1.1	1.0	4.4	4.1
Restructuring charges	-	-	-	-	0.9	0.3	-	0.3	0.7
Nonrecurring consulting fees	-	-	5.1	-	-	-	1.9	-	5.0
Amortization of ratification bonus	-	10.0	12.2	3.0	-	-	-	-	-
Non-union pension and postretirement benefits <sup>(c)</sup>	(18.6)	(22.7)	(16.1)	(18.6)	(11.7)	(2.9)	0.4	(13.5)	(1.4)
Other, net <sup>(b)</sup>	4.5	(1.1)	1.6	4.3	0.9	(1.2)	0.6	0.2	4.8
<b>Adjusted EBITDA</b>	<b>\$ 105.2</b>	<b>\$ 99.8</b>	<b>\$ 167.2</b>	<b>\$ 140.1</b>	<b>\$ 137.8</b>	<b>\$ 42.6</b>	<b>\$ 48.6</b>	<b>\$ 126.6</b>	<b>\$ 157.2</b>

Regional Transportation Segment	FY 2013	FY 2014	FY 2015	FY 2016	FY 2017	3Q 2017	3Q 2018	LTM 3Q 2017	LTM 3Q 2018
<b>Reconciliation of operating income to adjusted EBITDA</b>									
Operating income <sup>(c)</sup>	\$ 80.0	\$ 66.2	\$ 85.5	\$ 81.4	\$ 67.9	\$ 21.5	\$ 18.4	\$ 75.4	\$ 61.7
Depreciation and amortization	63.1	65.8	70.7	69.5	62.9	15.6	16.2	65.3	63.9
Losses on property disposals, net	0.6	4.0	0.2	1.1	1.6	0.3	0.3	1.5	1.4
Letter of credit expense	6.8	2.9	2.1	2.5	2.2	0.5	0.6	2.1	2.3
Amortization of ratification bonus	-	5.6	6.7	1.6	-	-	-	-	-
Other, net <sup>(b) (c)</sup>	0.0	(0.1)	0.7	0.4	1.8	0.8	0.2	1.2	1.9
<b>Adjusted EBITDA</b>	<b>\$ 150.5</b>	<b>\$ 144.4</b>	<b>\$ 165.9</b>	<b>\$ 156.5</b>	<b>\$ 136.4</b>	<b>\$ 38.7</b>	<b>\$ 35.7</b>	<b>\$ 145.5</b>	<b>\$ 131.2</b>

(a) Certain reclassifications have been made to prior years to conform to current year presentation

(b) As required under our Term Loan Agreement, Other, net, shown above consists of the impact of certain items to be included in Adjusted EBITDA

(c) Due to the adoption of ASU 2017-07, *Improving the Presentation of Net Periodic Pension Cost and Net Periodic Postretirement Benefit Cost*, "Operating income (loss)" and "Other, net" for prior years have been updated to reflect the reclassification of pension expense



# FREE CASH FLOW RECONCILIATION

(\$ in millions)

YRCW Consolidated	FY 2013	FY 2014	FY 2015	FY 2016	FY 2017	3Q 2017	3Q 2018	LTM 3Q 2017	LTM 3Q 2018
Net Cash (used) / provided in operating activities <sup>(a)</sup>	\$ 13.5	\$ 33.3	\$ 147.6	\$ 103.8	\$ 60.7	\$ 25.9	\$ 86.4	\$ 83.7	\$ 152.0
Acquisition of property and equipment	(66.9)	(69.2)	(108.0)	(100.6)	(103.3)	(31.9)	(45.9)	(96.0)	(124.8)
Proceeds from disposal of property and equipment	9.8	20.8	17.5	35.1	8.8	1.6	0.7	16.9	5.4
Free Cash Flow	\$ (43.6)	\$ (15.1)	\$ 57.1	\$ 38.3	\$ (33.8)	\$ (4.4)	\$ 41.2	\$ 4.5	\$ 32.6

- (a) The Company adopted ASU 2016-09, *Improvements to Employee Share-Based Payment Accounting*, beginning in January 1, 2017, with a retrospective application. The new standard requires an employer to classify as a financing activity in its statement of cash flows the cash paid to a taxing authority when shares are withheld to satisfy the employer's statutory income tax withholding obligation. As a result of adoption, the Company reclassified 'Payments for tax withheld on share-based compensation' as financing activities in the statements of consolidated cash flows for 2013 – 2017 annual and quarterly periods, as applicable.

