

YRC Worldwide Inc.
Form 4
December 16, 2013

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2015
Estimated average burden hours per response... 0.5

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
Solus Alternative Asset Management LP

(Last) (First) (Middle)

410 PARK AVENUE, 11TH FLOOR

(Street)

NEW YORK, NY 10022

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
YRC Worldwide Inc. [YRCW]

3. Date of Earliest Transaction
(Month/Day/Year)
12/12/2013

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

___ Director ___X___ 10% Owner
___ Officer (give title below) ___ Other (specify below)

6. Individual or Joint/Group Filing(Check Applicable Line)

___ Form filed by One Reporting Person
X 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 Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|--|
| | | | | (A) or (D) | Code V Amount (D) Price | | |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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 control number.

SEC 1474 (9-02)

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

| 1. Title of Derivative Security | 2. Conversion or Exercise | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any | 4. Transaction Code | 5. Number of Derivative Securities Acquired | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Underlying Security (Instr. 3 and 4) |
|---------------------------------|---------------------------|--------------------------------------|-----------------------------------|---------------------|---|--|---|
|---------------------------------|---------------------------|--------------------------------------|-----------------------------------|---------------------|---|--|---|

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| (Instr. 3) | Price of Derivative Security | (Month/Day/Year) | (Instr. 8) | (A) or Disposed of (D) (Instr. 3, 4, and 5) | Date Exercisable | Expiration Date | Title |
|--------------------------------|------------------------------|------------------|------------|---|------------------|-----------------|--------------|
| 10% Series A Convertible Notes | \$ 34.0059 | 12/12/2013 | P | \$ 15,100,000 | 07/22/2013 | 03/31/2015 | Common Stock |
| 10% Series B Convertible Notes | \$ 18.5334 | 12/13/2013 | P | \$ 2,414,361 | 09/16/2011 | 03/31/2015 | Common Stock |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| Solus Alternative Asset Management LP 410 PARK AVENUE, 11TH FLOOR NEW YORK, NY 10022 | | X | | |
| Solus GP LLC 410 PARK AVE, 11TH FLOOR NEW YORK, NY 10022 | | X | | |
| Pucillo Christopher 410 PARK AVE, 11TH FLOOR NEW YORK, NY 10022 | | X | | |

Signatures

| | |
|--|------------|
| /s/ Christopher Pucillo as Managing Member of Solus GP LLC, the General Partner of Solus Alternative Asset Management LP | 12/16/2013 |
| __Signature of Reporting Person | Date |
| /s/ Christopher Pucillo as Managing Member of Solus GP LLC | 12/16/2013 |
| __Signature of Reporting Person | Date |
| /s/ Christopher Pucillo | 12/16/2013 |
| __Signature of Reporting Person | Date |

Explanation of Responses:

- * 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).
- (1) Column 9 shows number of shares of common stock underlying the derivative securities beneficially owned.
 - (2) The shares to which this Form 4 relates are held directly by certain funds and accounts (collectively, "Clients") managed by Solus Alternative Asset Management LP ("Solus"). This Form 4 shall not be construed as an admission that any Client is the beneficial owner of any shares of Common Stock of YRC Worldwide Inc. (the "Issuer"), any of the 10% Series A Convertible Senior Secured Notes due in 2015 of the Issuer or any of the 10% Series B Convertible Senior Secured Notes due in 2015 of the Issuer. Solus, a Delaware limited

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partnership, is a registered investment adviser that serves as investment adviser to the Clients, and as such has discretion over the securities held by the Clients. Pursuant to Rule 16a-1(a)(1), Solus is not deemed to beneficially own the securities held by the Funds but has elected to file this Form 4 nevertheless.

- (3) Solus GP LLC ("Solus GP") is the general partner of Solus. Solus GP does not beneficially own any such securities as the term "beneficial owner" is defined in Rule 16a-1(a)(2) but has elected to file this Form 4 nevertheless.

Christopher Pucillo is the managing member of Solus GP. Mr. Pucillo disclaims beneficial ownership of the securities held directly by the

- (4) Clients pursuant to Rule 16a-1(a)(4), except to the extent of his indirect pecuniary interest, if any, in such securities as a result of his interest in affiliates of Solus or the Clients.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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