

YRC Worldwide Inc.
Form 3
December 16, 2013

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 * | | | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol | |
| Â Solus Alternative Asset Management LP | | | (Month/Day/Year) | YRC Worldwide Inc. [YRCW] | |
| (Last) | (First) | (Middle) | | 4. Relationship of Reporting Person(s) to Issuer | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| 410 PARK AVENUE, 11TH FLOOR | | | | (Check all applicable) | |
| (Street) | | | | <input type="checkbox"/> Director | <input checked="" type="checkbox"/> 10% Owner |
| NEW YORK, NY 10022 | | | | <input type="checkbox"/> Officer | <input type="checkbox"/> Other |
| (City) | (State) | (Zip) | | (give title below) | (specify below) |
| | | | | 6. Individual or Joint/Group Filing(Check Applicable Line) | |
| | | | | <input type="checkbox"/> 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) |
|---|--|---|--|
| Common Stock, \$0.01 par value (the "Common Stock") | 189,608 | I | See Footnotes <u>(1)</u> <u>(2)</u> <u>(3)</u> |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. SEC 1473 (7-02)

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.

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 | 4. Conversion or Exercise | 5. Ownership Form of | 6. Nature of Indirect Beneficial Ownership |
|---|---|--|---------------------------|----------------------|--|
|---|---|--|---------------------------|----------------------|--|

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| | Date Exercisable | Expiration Date | (Instr. 4) Title | Amount or Number of Shares | Price of Derivative Security | Derivative Security: Direct (D) or Indirect (I) (Instr. 5) | (Instr. 5) |
|--------------------------------|------------------|-----------------|---------------------|----------------------------|------------------------------|---|---|
| 10% Series A Convertible Notes | 07/22/2013 | 03/31/2015 | Common Stock | 396,694 | \$ 34.0059 | I | See Footnotes ⁽¹⁾ <u>(2)</u> <u>(3)</u> |
| 10% Series B Convertible Notes | 09/16/2011 | 03/31/2015 | Common Stock | 649,910 | \$ 18.5334 | I | See Footnotes ⁽¹⁾ <u>(2)</u> <u>(3)</u> |

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 | Â | Â X | Â | Â |
| Solus GP LLC 410 PARK AVE, 11TH FLOOR NEW YORK, NY 10022 | Â | Â X | Â | Â |
| Pucillo Christopher 410 PARK AVE, 11TH FLOOR NEW YORK, NY 10022 | Â | Â X | Â | Â |

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 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).
- The shares to which this Form 3 relates are held directly by certain funds and accounts (collectively, "Clients") managed by Solus Alternative Asset Management LP ("Solus"). This Form 3 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, and the Client expressly disclaims any such beneficial ownership. Solus, a Delaware limited 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 Clients but has elected to file this Form 3 nevertheless.
- (1) Solus GP LLC ("Solus GP") is the general partner of Solus. Solus GP does not beneficially own any such shares as the term "beneficial owner" is defined in Rule 16a-1(a)(2) but has elected to file this Form 3 nevertheless.

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- Christopher Pucillo is the managing member of Solus GP. Mr. Pucillo disclaims beneficial ownership of the shares held directly by the
- (3) clients pursuant to Rule 16a-1(a)(4), except to the extent of the indirect pecuniary interest, if any, in such shares 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. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.