

YRC Worldwide Inc.
Form 3
January 04, 2012

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 *

Â ROYAL BANK OF
SCOTLAND GROUP PLC

(Last) (First) (Middle)

36 ST. ANDREW SQUARE

(Street)

EDINBURGH,Â X0Â EH12
1HQ

(City) (State) (Zip)

2. Date of Event Requiring
Statement

(Month/Day/Year)
09/16/2011

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

4. Relationship of Reporting
Person(s) to Issuer

(Check all applicable)

____ Director ____X____ 10% Owner
____ Officer ____ Other
(give title below) (specify below)

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

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

Common Stock, par value \$0.01 per share
("Common Stock") ⁽¹⁾

28,088,024

I ⁽²⁾

See Footnote ⁽²⁾

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
(Instr. 4)

4. Conversion
or Exercise
Price of
Derivative

5. Ownership
Form of
Derivative
Security:

6. Nature of
Indirect Beneficial
Ownership
(Instr. 5)

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	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Security	Direct (D) or Indirect (I) (Instr. 5)	
10% Series A Convertible Senior Secured Notes Due 2015 ⁽¹⁾	07/22/2015	03/31/2015	Common Stock	27,229,765 ⁽³⁾	\$ 0.1134	I ⁽²⁾	See Footnote ⁽²⁾
10% Series B Convertible Senior Secured Notes Due 2015 ⁽¹⁾	09/16/2011	03/31/2015	Common Stock	54,594,046 ⁽⁴⁾	\$ 0.0618	I ⁽²⁾	See Footnote ⁽²⁾

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
ROYAL BANK OF SCOTLAND GROUP PLC 36 ST. ANDREW SQUARE EDINBURGH, X0 EH12 1HQ	Â	Â X	Â	Â

Signatures

/s/ Richard Hopkins, Royal Bank of Scotland Group, plc, Name: Richard Hopkins, Title:
Manager, Share Aggregation & Reporting

01/04/2012

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).

All of the Common Stock, the 10% Series A Convertible Senior Secured Notes Due 2015 ("Series A Notes") and the 10% Series B Convertible Senior Secured Notes Due 2015 ("Series B Notes") reported on this Form 3 were acquired by The Royal Bank of Scotland plc ("RBS") in satisfaction of debt previously owed by the Issuer to RBS in connection with the Issuer's restructuring on July 22, 2011.

All of the securities reported are owned directly by RBS. All of the shares of RBS are owned by The Royal Bank of Scotland Group plc ("RBSG"). Each of RBS and RBSG disclaims beneficial ownership of the reported securities except to the extent of its pecuniary interest therein. This form is filed without prejudice to the reporting person's position that none of RBSG or RBS or any of their subsidiaries, individually or in aggregate, are required to file beneficial ownership reports under Section 16(a) of the Securities Exchange Act of 1934, and should not be construed or interpreted as a concession or admission that such reports are required.

(3) As of September 16, 2011, RBS held \$3,086,575 in aggregate principal amount of Series A Notes.

(4) As of September 16, 2011, RBS held \$2,351,864 in aggregate principal amount of Series B Notes.

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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