ALTMAN JEFFREY A
Form 3
September 26, 2011

FORM 3

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

OMB APPROVAL

OMB Number:	3235-0104
Expires:	January 31, 2005
Estimated average burden hours per response...	0.5

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 Owl Creek Asset Management, L.P.

(Last) (First) (Middle)

640 FIFTH AVENUE,Â 20TH FLOOR

(Street)

NEW YORK,Â NYÂ 10019

(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)
___ Form filed by One Reporting Person
_X_ 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 (the "Common Stock	172,008,740	I	See footnotes (1) (2)

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

SEC 1473 (7-02)

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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

	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 (the "Series A Notes") (3)	07/22/2013	03/31/2015	Common Stock	154,967,100	$ 0.1134	I	See footnotes (1) (2)
10% Series B Convertible Notes (the "Series B Notes") (4)	09/16/2011	03/15/2015	Common Stock	(5) (6)	$ 0.0618	I	See footnotes (1) (2)

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Owl Creek Asset Management, L.P. 640 FIFTH AVENUE 20TH FLOOR NEW YORK,Â NYÂ 10019	Â	Â X	Â	Â
Owl Creek I, L.P. 640 FIFTH AVENUE 20TH FLOOR NEW YORK,Â NYÂ 10019	Â	Â X	Â	Â
Owl Creek II, L.P. 640 FIFTH AVENUE 20TH FLOOR NEW YORK,Â NYÂ 10019	Â	Â X	Â	Â
ALTMAN JEFFREY A 640 FIFTH AVENUE, 20TH FLOOR NEW YORK,Â NYÂ 10019	Â	Â X	Â	Â
OWL CREEK ADVISORS, LLC 640 FIFTH AVENUE, 20TH FLOOR NEW YORK,Â NYÂ 10019	Â	Â X	Â	Â
OWL CREEK OVERSEAS MASTER FUND, LTD. 640 FIFTH AVENUE 20TH FLOOR NEW YORK,Â NYÂ 10019	Â	Â X	Â	Â
OWL CREEK SRI MASTER FUND, LTD. 640 FIFTH AVENUE 20TH FLOOR NEW YORK,Â NYÂ 10019	Â	Â X	Â	Â

Signatures

Owl Creek Asset Management, L.P. By: /s/ Owl Creek GP, L.L.C., its general partner By: /s/ Jeffrey A. Altman Name: Jeffrey A. Altman Title: Managing Member	09/26/2011
**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).

(1) The securities to which this relates are held directly by Owl Creek I, L.P., a Delaware limited partnership ("Owl Creek I"), Owl Creek II, L.P., a Delaware limited partnership ("Owl Creek II"), Owl Creek Overseas Master Fund, Ltd., a Cayman Islands exempted company ("Owl Creek Overseas"), and Owl Creek SRI Master Fund, Ltd., a Cayman Islands exempted company ("Owl Creek SRI", together with Owl Creek I, Owl Creek II and Owl Creek Overseas, the "Owl Creek Funds").

(2) Owl Creek Advisors, LLC ("Owl Creek Advisors") serves as the general partner of, and has the power to direct the affairs of, Owl Creek I and Owl Creek II, and serves as manager of, and has the power to direct the affairs of, Owl Creek Overseas and Owl Creek SRI. Owl Creek Asset Management, L.P. (the "Investment Manager") serves as the investment manager to, and has the power to direct the investment activities of the Owl Creek Funds. Jeffrey A. Altman is the managing member of Owl Creek Advisors and the general partner of the Investment Manager. Each of the reporting persons disclaims beneficial ownership of the securities to which this Form 3 relates for purposes of Section 16 of the Securities and Exchange Act of 1934, as amended, except as to such extent of the reporting person's pecuniary interest in the securities.

(3) The Owl Creek Funds current hold $17,573,269.12 in aggregate principal amount of Series A Notes.

(4) The Owl Creek Funds current hold $13,507,650 in aggregate principal amount of Series B Notes.

(5) The Series B Notes reported herein are currently convertible into 218,570,388 shares of Common Stock. An additional 94,284,663 shares of Common Stock in the aggregate are issuable pursuant to the Series B Notes, either upon conversion of the PIK Notes (as defined below) or as Make-Whole Shares (as defined below).

(6) Interest on the Series B Notes is payable in-kind through the issuance of additional Series B Notes (the "PIK Notes"), which PIK Notes will be convertible into Common Stock on the same terms as the Series B Notes. Upon conversion of the Series B Notes, holders of the Series B Notes will receive a make whole amount equal to the sum of the interest that would have been paid in PIK Notes on the principal amount of Series B Notes being converted from the last date interest was paid on such Series B Notes through and including March 31, 2015. The make-whole amount is payable in shares of Common Stock (the "Make-Whole Shares") at a price per share equal to the conversion price of the 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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