YELLOW CORP Form 4 April 18, 2003

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# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, DC 20549

#### FORM 4

#### STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

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

Per	Name and Address of Reporting Person* (Last, First, Middle) Zollars, William D.			2.	Trad	r Name and Ticker or ing Symbol w Corporation (YELL)	3.	I.R.S. Identification Number of Reporting Person, if an entity (Voluntary)			
	990 Roe A			4.		ment for (Month/Day/Year)	5.	If Amendment, Date of Original (Month/Day/Year)			
	(Street)					ionship of Reporting Person(s) to r (Check All Applicable)	7.	Individual or Joint/Group Filing (Check Applicable Line)			
Overland Park, KS 66211			_	X	Director <sub>O</sub> 10% Owner		X	Form filed by One Reporting Person			
(Cii	ity)	(State)	(Zip)		x o	Officer (give title below)  Other (specify below)  Chairman of the Board, President & Chief Executive Officer		O	Form filed by More than One Reporting Person		

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

\* If the form is filed by more than one reporting person, see instruction 4(b)(v).

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)	Securities Acq or Disposed of (Instr. 3, 4 and	(D)	(A)	5.	Amount of 6. Securities Beneficially Owned Following Reported Transactions(s) (Instr. 3 and 4)	Form: Direct (D) or Indirect (I) (Instr. 4)	7.	Nature of Indirect Beneficial Ownership (Instr. 4)
						Code V	Amount	(A) or (D)						
Common Stock		4/16/03				A	14,541 (1)	A	26.24 (2)		44,432	D		
						Page								

## $\begin{tabular}{ll} \textbf{Table II} & \textbf{Derivative Securities Acquired, Disposed of, or Beneficially Owned} \\ & (e.g., puts, calls, warrants, options, convertible securities) \end{tabular}$

Title of Derivative Security (Instr. 3)	2.	Conversion or Exercise Price of Derivative Security	3.	Transaction Date (Month/Day/Year)	 Deemed Execution 4. Date, if any (Month/Day/Year)	(	Transaction 5. Code (Instr. 8)	 Securities	A) or Dispose
						(	Code V	(A)	( <b>D</b> )

	Ta	able II Derivative S (e.g., pt	Securities Acq uts, calls, war	quired, Disposed of, or Beneficial rants, options, convertible secur	lly Owned Continued ities)	
6.	Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
	Date Expiration Exercisable Date	Amount or Number of Title Shares				
				467,417		
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#### **Explanation of Responses:**

- (1) These shares represent a restricted stock award pursuant to the Company s Executive Performance Plan that are issued under the Company s 2002 Stock Option and Share Award Plan. These shares vest in 1/3 increments on each of the first, second and third anniversaries of the date of grant. The vested shares remain restricted and may not be sold by the executive until such time as the executive leaves the company or in certain circumstances upon a change of control (as defined in the grant).
- (2) Represents the closing price of the Company s common stock on The Nasdaq Stock Market on the date of grant.

/s/ William D. Zollars	4/17/03
**Signature of Reporting Person	Date

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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<sup>\*\*</sup> Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).