

ELLIOTT INTERNATIONAL, L.P.

Form 3

November 16, 2018

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 ELLIOTT

INTERNATIONAL, L.P.

(Last)

(First)

(Middle)

C/O MAPLES & CALDER, P.O.
BOX 309,Â UGLAND HOUSE,
SOUTH CHURCH STREET

(Street)

GEORGE TOWN,Â E9Â 00000

(City)

(State)

(Zip)

2. Date of Event Requiring Statement

(Month/Day/Year)

11/14/2018

3. Issuer Name and Ticker or Trading Symbol

Roadrunner Transportation Systems, Inc. [RRTS]

4. Relationship of Reporting Person(s) to Issuer

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

(Check all applicable)

☐ Director ☒ 10% Owner☐ Officer ☐ Other

(give title below)

(specify below)

6. Individual or Joint/Group

Filing(Check Applicable Line)

☒ 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")

2,975,217

D ⁽¹⁾ ÂSeries B Cumulative Redeemable Preferred
Stock

105,400

I See footnotes ⁽¹⁾ ⁽²⁾Series C Cumulative Redeemable Preferred
Stock

37,400

I See footnotes ⁽¹⁾ ⁽²⁾Series D Cumulative Redeemable Preferred
Stock

68

I See footnotes ⁽¹⁾ ⁽²⁾Series E Cumulative Redeemable Preferred
Stock

25,500

I See footnotes ⁽¹⁾ ⁽²⁾

24,295

I See footnotes ⁽¹⁾ ⁽²⁾

Series E-1 Cumulative Redeemable Preferred
Stock

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 Security | 5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5) | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---|--|--|--|--|---|
| | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | |

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

ELLIOTT INTERNATIONAL, L.P.
C/O MAPLES & CALDER, P.O. BOX 309
UGLAND HOUSE, SOUTH CHURCH STREET
GEORGE TOWN, E9 00000

Â Â X Â Â

Signatures

/s/ Elliot Greenberg, Vice President of Elliott International Capital Advisers, Inc., as
Attorney-in-Fact, for Elliott International, L.P.

11/16/2018

__Signature of Reporting Person

Date

/s/ Elliot Greenberg, Vice President of Elliott International Capital Advisers, Inc.

11/16/2018

__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).

This Form 3 is filed jointly by Elliott International, L.P. ("Elliott International") and Elliott International Capital Advisers Inc. ("EICA" and, together with Elliott International, the "Reporting Persons"). EICA, as the investment manager of Elliott International, may be

- (1) deemed to beneficially own the securities owned by directly by Elliott International. The Reporting Person may be deemed to be a member of a Section 13(d) group that collectively beneficially owns more than 10% of the Issuer's outstanding common stock. Each of the Reporting Persons disclaims beneficial ownership of the securities reported herein except to the extent of its pecuniary interest therein

Securities owned by Brockdale Investments LP, a Delaware limited partnership ("Brockdale") and a wholly-owned subsidiary of Elliott International. EICA, as the investment manager of Elliott International, may be deemed to beneficially own the securities owned directly by Brockdale.

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

Edgar Filing: ELLIOTT INTERNATIONAL, L.P. - Form 3

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.