

Con-way Inc.
Form 3
February 12, 2014

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)

<p>1. Name and Address of Reporting Person *</p> <p>Â Dagnese Joseph M</p> <p>(Last) (First) (Middle)</p> <p>2211 OLD EARHART ROAD, SUITE 100</p> <p>(Street)</p> <p>ANN ARBOR,Â MIÂ 48105</p> <p>(City) (State) (Zip)</p>	<p>2. Date of Event Requiring Statement</p> <p>(Month/Day/Year)</p> <p>02/12/2014</p>	<p>3. Issuer Name and Ticker or Trading Symbol</p> <p>Con-way Inc. [CNW]</p>	<p>4. Relationship of Reporting Person(s) to Issuer</p> <p>(Check all applicable)</p> <p><input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below) Executive Vice President</p>	<p>5. If Amendment, Date Original Filed(Month/Day/Year)</p>	<p>6. Individual or Joint/Group Filing(Check Applicable Line)</p> <p><input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person</p>
--	---	--	--	---	---

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	16,403 ⁽¹⁾	D	Â
Common Stock	0.5336	I	401(k)

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	5. Ownership Form of Derivative	6. Nature of Indirect Beneficial Ownership (Instr. 5)
---	---	--	------------------------------------	---------------------------------	--

Edgar Filing: Con-way Inc. - Form 3

	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Derivative Security	Security: Direct (D) or Indirect (I) (Instr. 5)	
Stock Option (Right to Buy)	01/01/2007	01/22/2016	Common Stock	3,500	\$ 55.2	D	Â
Stock Option (Right to Buy)	01/01/2012	02/07/2021	Common Stock	3,132	\$ 31.89	D	Â
Stock Option (Right to Buy)	01/01/2009	01/28/2018	Common Stock	6,075	\$ 44.09	D	Â
Stock Option (Right to Buy)	01/01/2006	01/24/2015	Common Stock	2,667	\$ 46.02	D	Â
Stock Option (Right to Buy)	01/01/2008	01/29/2017	Common Stock	6,000	\$ 46.65	D	Â
Stock Option (Right to Buy)	08/30/2008	08/30/2017	Common Stock	1,000	\$ 47.7	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Dagnese Joseph M 2211 OLD EARHART ROAD, SUITE 100 ANN ARBOR, MI 48105	Â	Â	Â Executive Vice President	Â

Signatures

By: Jessica Carbullido For: Joseph M. Dagnese 02/12/2014

**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).

Includes 14,228 Restricted Stock Units granted under a Con-way Inc. Equity and Incentive Plan. These restricted stock units (RSUs) vest (1) on the third anniversary of the grant date. The shares will be delivered to the reporting person upon vesting of the RSUs. Each RSU represents a contingent right to receive one share of common stock.

Â

Remarks:

Note: Also see attached Exhibit EX-24 POA.

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.