Edgar Filing: Stotlar Douglas - Form 4

Stotlar Dou Form 4	iglas												
September	17, 2010												
FORM	ЛД										OMB AP	PROVAL	
	SECU W	RITII ashing		OMB Number:	3235-0287								
Check t if no lo subject Section Form 4 Form 5		SE	CU	RITIF	ES	NERSHIP OF	Expires: Estimated av burden hour response	•					
Form 5 obligations may continue. See Instruction 1(b). 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	e Responses)												
1. Name and Address of Reporting Person <u>*</u> Stotlar Douglas			2. Issuer Name and Ticker or Trading Symbol Con-way Inc. [CNW]							5. Relationship of Reporting Person(s) to Issuer			
(Last) (First) (Middle)			3. Date of Earliest Transaction							(Check all applicable)			
2855 CAMPUS DRIVE, SUITE 300			(Month/Day/Year) 09/15/2010						below)	XOfficer (give titleOther (specify			
(Street)			Filed(Month/Day/Year)							6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person			
SAN MAT	TEO, CA 94403									Form filed by Me Person	ore than One Rep	orting	
(City)	(State)	(Zip)	Ta	ble I - N	Non-	Deriva	tive S	Securi	ities Acq	uired, Disposed of,	or Beneficiall	y Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deeme Execution I any (Month/Da	Date, if	3. Transa Code (Instr.		4. Secu nDispos (Instr.	sed of	f (D)		or 5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
Common Stock (1)	09/15/2010			Code J		Amo 50.45		(D) A	Price \$ 28.890	14 626 7628		by 401(k)	
Common Stock										60,271	D		

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

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transactio Code (Instr. 8)	5. Number of orDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exer Expiration E (Month/Day	Date	7. Title and A Underlying S (Instr. 3 and	Securities	8. Pr Deri Secu (Inst
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Phantom Stock (2)	<u>(2)</u>	09/15/2010		J	48.379	(2)	(2)	Common Stock	48.379	\$ 1

Reporting Owners

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Other				
Stotlar Douglas 2855 CAMPUS DRIVE, SUITE 300 SAN MATEO, CA 94403			Director, President & CEO					
Signatures								
By: Gary S. Cullen, Attorney-in-Fact Stotlar	For: Doug	glas W.	09/17/2010					
**Signature of Reporting Pers	on		Date					

Explanation of Responses:

*	If the form is filed by more than one reporting person, <i>see</i> Instruction 4(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)	These shares were acquired under the Con-way Retirement Savings Plan either as matching contributions or in lieu of cash dividends.
(2)	Shares of phantom stock are acquired on a 1-for-1 basis under the Company's deferred compensation plan either upon an election to convert a stated amount of a reporting person's existing account balance or through the reinvestment of dividend-equivalents . Phantom stock becomes payable, in cash or common stock, at the discretion of the Compensation Committee, upon the reporting person's termination of employment.

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.