YELLOW CORP Form 4 November 19, 2002

OMB APPROVAL
OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response...0.5

# 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)

	Name and Address of Reporting Person* (Last, First, Middle) McKelvey, John C.  912 West 121st Terrace  (Street)			2.	Trad	er Name and Ticker of the Symbol ow Corporation (YEL)	-	3.		ication Number of Reporting entity (Voluntary)		
				4.	<b>State</b>	ement for (Month/Da	y/Year)	5.	If Amendment, Date of Original (Month/Day/Year)			
				6.	Rela	tionship of Reporting		7.	Individual or Joint/Group Filing (Check Applicable Line)			
	Kansas Cit	y, MO 64145		_	X	Director <sub>O</sub>	10% Owner		X	Form filed by One Reporting Person		
	(City)	(State)	(Zip)		0	Officer (give title	below)		0	Form filed by More than One Reporting		
					o	Other (specify bei	low)			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 Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)				of Securities Beneficially	Form: Direct (D) or Indirect (I) (Instr. 4)	Nature of Indirect Beneficial Ownership (Instr. 4)
					Code V	Amount	(A) or (D)	Price				
Common Stock	11/15/02				M	2,178	A	22.90			D	
Common Stock	11/15/02				S	2,178	D	28.41			D	
										5,178		
				_								

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

1. Title of Derivative Security (Instr. 3)		2. Conversion or Exercise Price of Derivative Security		3. Transaction Date (Month/Day/Year)		Deemed Execution Date, if any (Month/Day/Year)	 4. Transaction 5. Code (Instr. 8)		Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			
							Code V		(A)	<b>(D)</b>		
Director Stock Option		22.90*		11/15/02			M			2,178*		
					Page	e 3						

Table II Derivative Securities Acquired, Disposed of, or Beneficially Owned Contin (e.g., puts, calls, warrants, options, convertible securities)													
6.	Date Exerci Expiration (Month/Day,	Date	9	. Title and Amount of Underlying Securities (Instr. 3 and 4)			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 Exercisable	Expiration Date	,	Title	Amount or Number of Shares								
	7/1/98	1/2/03		Common Stock	2,178*		22.90*		8,712*		D		
_													
_													
_													
-													
Ex	xplanation o	f Responses	}										
		shares subjection spin-off of SC				e st	rike price ref	lect	an adjustment to the share	res a	nd strike price that occurre	ed du	ie to Yellow
		_	/s/ .	John C. N	McKelvey		1	1/1	9/02				

Date

\*\*Signature of Reporting Person

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).