

## OMB APPROVAL

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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934  
or Section 30(h) of the Investment Company Act of 1940

<p>1. Name and Address of Reporting Person*</p> <p><u>STALEY JAMES D</u></p> <hr/> <p>(Last) (First) (Middle)</p> <p><u>1077 GORGE BLVD</u></p> <hr/> <p>(Street)</p> <p><u>AKRON OH 44310</u></p> <hr/> <p>(City) (State) (Zip)</p>	<p>2. Issuer Name <b>and</b> Ticker or Trading Symbol</p> <p><u>YELLOW ROADWAY CORP</u> [ <u>YELL</u> ]</p> <hr/> <p>3. Date of Earliest Transaction (Month/Day/Year)</p> <p><u>02/27/2004</u></p> <hr/> <p>4. If Amendment, Date of Original Filed (Month/Day/Year)</p>	<p>5. Relationship of Reporting Person(s) to Issuer (Check all applicable)</p> <table border="0"> <tr> <td><input type="checkbox"/></td> <td>Director</td> <td><input type="checkbox"/></td> <td>10% Owner</td> </tr> <tr> <td><input checked="" type="checkbox"/></td> <td>Officer (give title below)</td> <td><input type="checkbox"/></td> <td>Other (specify below)</td> </tr> <tr> <td></td> <td colspan="3"><u>Chief Exec. Officer, Roadway</u></td> </tr> </table> <hr/> <p>6. Individual or Joint/Group Filing (Check Applicable Line)</p> <table border="0"> <tr> <td><input checked="" type="checkbox"/></td> <td>Form filed by One Reporting Person</td> </tr> <tr> <td><input type="checkbox"/></td> <td>Form filed by More than One Reporting Person</td> </tr> </table>	<input type="checkbox"/>	Director	<input type="checkbox"/>	10% Owner	<input checked="" type="checkbox"/>	Officer (give title below)	<input type="checkbox"/>	Other (specify below)		<u>Chief Exec. Officer, Roadway</u>			<input checked="" type="checkbox"/>	Form filed by One Reporting Person	<input type="checkbox"/>	Form filed by More than One Reporting Person
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	<u>Chief Exec. Officer, Roadway</u>																	
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1. 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)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	02/27/2004		A		27,647 <sup>(1)</sup>	A	\$36.17 <sup>(2)</sup>	33,779 <sup>(3)</sup>	D	
Common Stock								9,917.685 <sup>(4)</sup>	I	By 401(k) account

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. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (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: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				

1. The issuer granted restricted shares of the issuer's common stock to the reporting person on February 27, 2004. The shares vest in accordance with the terms of the reporting person's employment agreement with the issuer.
2. Price per share of the issuer's common stock determined pursuant to the reporting person's employment agreement with the issuer.
3. Includes the 27,647 shares reported in this form.
4. Between January 1 and February 27, 2004, the reporting person acquired 239,685 shares of the issuer's common stock under the Roadway 401(k) plan.

03/02/2004

Date \_\_\_\_\_

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 Number.