

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the
Securities Exchange Act of 1934

August 12, 2002

(Date of earliest event report)

CNF Inc.

(Exact name of registrant as specified in charter)

Delaware	1-5046	94-1444798
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(State or other jurisdiction of incorporation or organization)	(Commission File Number)	(IRS Employer Identification Number)

3240 Hillview Avenue, Palo Alto, California 94304

(Address of principal executive offices)
(zip code)

Registrant's telephone number, including area code:
(650) 494-2900

Item 9. Regulation FD Disclosure

On August 12, 2002, each of Gregory L. Quesnel, President and Chief Executive Officer and Chutta Ratnathicam, Senior Vice President and Chief Financial Officer, of CNF, Inc., submitted to the SEC sworn statements pursuant to Securities and Exchange Commission Order No. 4-460.

A copy of each of these statements is attached hereto as Exhibits 99.1 and 99.2.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

CNF Inc.

(Registrant)

August 12, 2002

/s/Chutta Ratnathicam

Chutta Ratnathicam
Senior Vice President and
Chief Financial Officer

EXHIBIT INDEX

Exhibit 99.1: Statement Under Oath of President and Chief Executive Officer dated August 9, 2002

Exhibit 99.2: Statement Under Oath of Senior Vice President and Chief Financial Officer dated August 9, 2002

Statement Under Oath of Principal Executive Officer
Regarding Facts and Circumstances Relating to Exchange Act Filings

I, Gregory L. Quesnel, President and Chief Executive Officer of CNF Inc. ("CNF"), state and attest that:

- (1) To the best of my knowledge, based upon a review of the covered reports of CNF, and, except as corrected or supplemented in a subsequent covered report:
 - no covered report contained an untrue statement of a material fact as of the end of the period covered by such report (or in the case of a report on Form 8-K or definitive proxy materials, as of the date on which it was filed); and
 - no covered report omitted to state a material fact necessary to make the statements in the covered report, in light of the circumstances under which they were made, not misleading as of the end of the period covered by such report (or in the case of a report on Form 8-K or definitive proxy materials, as of the date on which it was filed).
- (2) I have reviewed the contents of this statement with CNF's Audit Committee.
- (3) In this statement under oath, each of the following, if filed on or before the date of this statement, is a "covered report."
 - 2001 Annual Report on Form 10-K of CNF filed with the Commission;
 - all reports on Form 10-Q, all reports on Form 8-K and all definitive proxy materials of CNF filed with the Commission subsequent to the filing of the Form 10-K identified above; and
 - any amendments to any of the foregoing.

/s/Gregory L. Quesnel

Gregory L. Quesnel
President & Chief Executive Officer
CNF Inc.
August 9, 2002

Subscribed and
sworn to before
me this 9th day of
August, 2002

/s/Courtney Biss

Notary Public

Exhibit 99.2

Statement Under Oath of Principal Executive Officer
Regarding Facts and Circumstances Relating to Exchange Act Filings

I, Chutta Ratnathicam, Senior Vice President and Chief Financial Officer of CNF Inc. ("CNF"), state and attest that:

- (1) To the best of my knowledge, based upon a review of the covered reports of CNF, and, except as corrected or supplemented in a subsequent covered report:
 - no covered report contained an untrue statement of a material fact as of the end of the period covered by such report (or in the case of a report on Form 8-K or definitive proxy materials, as of the date on which it was filed); and
 - no covered report omitted to state a material fact necessary to make the statements in the covered report, in light of the circumstances under which they were made, not misleading as of the end of the period covered by such report (or in the case of a report on Form 8-K or definitive proxy materials, as of the date on which it was filed).
- (2) I have reviewed the contents of this statement with CNF's Audit Committee.
- (3) In this statement under oath, each of the following, if filed on or before the date of this statement, is a "covered report".
 - 2001 Annual Report on Form 10-K of CNF filed with the Commission;
 - all reports on Form 10-Q, all reports on Form 8-K and all definitive proxy materials of CNF filed with the Commission subsequent to the filing of the Form 10-K identified above; and
 - any amendments to any of the foregoing.

/s/Chutta Ratnathicam

Chutta Ratnathicam
Senior Vice President & Chief
Financial Officer
CNF Inc.

August 9, 2002

Subscribed and
sworn to before
me this 9th day of
August, 2002

/s/Carol Wilson

Notary Public