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

July 23, 2008

Date of Report (Date of earliest event reported)

Con-way Inc.

(Exact name of registrant as specified in its charter)

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

2855 Campus Drive, Suite 300, San Mateo, California 94403

(Address of principal executive offices)
(zip code)

Registrant's telephone number, including area code:
(650) 378-5200

(Former name or former address, if changed since last report.)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligations of the registrant under any of the following provisions (see General Instruction A.2 below):

[ ] Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

[ ] Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

[ ] Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

[ ] Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

ITEM 2.02 RESULTS OF OPERATIONS AND FINANCIAL CONDITION

On July 23, 2008, Con-way Inc. issued a press release announcing results of operations for the quarter ended June 30, 2008, which is being furnished to the U.S. Securities and Exchange Commission. A copy of the press release is attached hereto as Exhibit 99 and is incorporated herein by reference.

ITEM 9.01 FINANCIAL STATEMENTS AND EXHIBITS

(c) Exhibits

Exhibit No.	Description
EX 99	Press release issued on July 23, 2008

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.

Con-way Inc.
(Registrant)

July 23, 2008 /s/ Kevin C. Schick

Kevin C. Schick
Senior Vice President, Chief Financial Officer

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EXIBIT 99

NEWS RELEASE

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CON-WAY INC. REPORTS SECOND-QUARTER 2008 RESULTS

SAN MATEO, Calif.-July 23, 2008-Con-way Inc. (NYSE:CNW) today reported net income from continuing operations for the second quarter of 2008 of $47.1 million (after preferred stock dividends), or 98 cents per diluted share. The results compared to second-quarter 2007 net income from continuing operations (after preferred stock dividends) of $47.7 million, or 99 cents per diluted share.

Earnings from continuing operations in the 2007 second quarter included a charge of 10 cents per diluted share for vehicle casualty claims costs, and a benefit of 5 cents per diluted share from the effect of discrete tax items.

Revenue in the 2008 second quarter was $1.34 billion, an increase of 24.8

percent from last year's revenue of $1.07 billion, complemented by acquisitions completed in 2007, and reflecting organic growth. Operating income in the 2008 second quarter was $94.9 million, an increase of 22.2 percent compared to $77.6 million earned in the second quarter a year ago.

Net income to common shareholders in the 2008 second quarter was $48.7 million, or $1.02 per diluted share. This compares to previous-year net income of $46.4 million, or 96 cents per diluted share. The 2008 second-quarter net income included a net gain of 4 cents per diluted share from discontinued operations. The 2007 second-quarter net income included a loss from discontinued operations of 3 cents per diluted share.

Commenting on the quarter, Con-way President and CEO Douglas W. Stotlar said, "Our enterprise turned in commendable results despite a challenging business environment and the inflationary effect of unprecedented fuel prices."

Con-way Freight, the company's less-than-truckload (LTL) unit, posted solid revenue and yield gains, benefiting from improved market responsiveness and increasing customer recognition of its transit time performance advantage. "Targeted growth initiatives, implemented late last year at our LTL unit, continued to produce market share gains," said Stotlar. "We also began to see indications of a more stable pricing environment in the quarter."

In the truckload sector, the weak economy drove a reduction in capacity as carriers continued to exit the market throughout the first half of 2008. "The trend of capacity leaving the market is improving the supply/demand balance which is benefiting Con-way Truckload," Stotlar said. "Our Truckload unit did an excellent job in managing costs, and taking advantage of synergy opportunities with its sister companies to reduce empty miles and improve asset utilization."

Menlo Worldwide Logistics recorded a double-digit increase in net revenue for the quarter, reflecting a combination of revenues from 2007 acquisitions, organic growth and a consistent win rate for new projects. While overall Menlo managed its core business operations well, profits were affected by higher than expected costs related to China activities, and two customer-specific issues which were resolved in the quarter. "Integration of our acquisition in China is proceeding at a slower pace than planned, so our expectations for profit from this operation will take a longer time horizon to realize," Stotlar noted. "Our expansion strategy in Asia is playing out from a growth perspective; we expect to see operating results improve through the remainder of the year."

The effective tax rate for the 2008 second quarter was 39.7 percent compared to 34.2 percent in the same period of 2007. The 2007 tax rate was affected by discrete tax adjustments which decreased the effective tax rate.

FREIGHT

For the 2008 second quarter, Con-way Freight, the company's regional less-than-truckload operations, reported:

* Operating income of $77.4 million, an increase of 7.2 percent from the $72.2 million earned in the year-ago period.

* Revenues of $824.0 million, a 10.6 percent increase over last year's second-quarter revenues of $744.9 million.

* Tonnage per day handled by Con-way Freight increased 1.9 percent over the previous-year second quarter.

* Yield for Con-way Freight improved 9.6 percent from the previous-year second quarter. Excluding the fuel surcharge, yield improved 1.2 percent.

* Con-way Freight recorded an operating ratio of 90.8 in the 2008 second quarter compared to 90.5 in second-quarter 2007.

The 2008 second quarter had rebranding expense of $1.3 million compared to $2.9 million in 2007. The company completed Con-way Freight's rebranding in the second quarter.

LOGISTICS

For the second quarter of 2008, Menlo Worldwide Logistics, the company's global logistics and supply chain management operations, reported:

* Operating income of $5.0 million, a 28.6 percent decrease from $6.9 million earned in the second quarter of 2007. Income decreased due to an operating loss in China, a charge related to a current customer, and a bad debt write-off.

* Revenue of $377.1 million, up 16.4 percent from the previous-year second-quarter revenue of $323.9 million.

* Net revenue of $126.6 million, an increase of 19.6 percent compared to $105.9 million in the previous-year second quarter. Net revenue increased primarily from organic growth and new revenues gained from Asia acquisitions completed late last year.

TRUCKLOAD

Results for the Truckload segment reflect the combined operations of Con-way's former truckload division and Contract Freighters, Inc., which Con-way acquired in August 2007, and renamed Con-way Truckload in January 2008. For the second quarter of 2008, the company's full-truckload transportation operations reported:

* Operating income of $12.4 million.

* Revenue of $137.4 million, after the elimination of $44.2 million in inter-company revenues.

* Operating ratio before inter-company eliminations and exclusive of fuel surcharges was 90.6.

CON-WAY OTHER

Con-way Other includes the company's Road Systems, Inc. trailer manufacturing unit as well as other corporate activities. These activities produced a small profit during both the 2008 and 2007 second quarters.

2008 OUTLOOK

Con-way is maintaining its outlook for 2008 full-year diluted earnings per share from continuing operations at between $3.00 and $3.40 based on an assumed number of diluted shares outstanding of 48.2 million.

Con-way's effective tax rate is expected to be 39 percent for the year.

INVESTOR CONFERENCE CALL

Con-way will host a conference call for the investment community tomorrow, Thursday, July 24 at 11:00 a.m., Eastern Daylight Time (8:00 a.m. Pacific). On the call, management will review results of the quarter ending on June 30.

The call can be accessed by dialing (866) 264-3634 or (706) 643-3632 (for international callers) and is expected to last approximately one hour. Callers are requested to dial in at least five minutes before the start of the call. The call will also be available through a live internet webcast at www.con-way.com, in the investor relations section.

An audio replay will be available for two weeks following the call by dialing (800) 642-1687 or (706) 645-9291 (for international callers) and using access code 51060587. An Internet replay of the presentation will also be available at the Con-way web site.

Con-way Inc. (NYSE:CNW) is a $4.7 billion freight transportation and logistics services company headquartered in San Mateo, Calif. A diversified transportation company, Con-way delivers industry-leading services through three primary operating companies: Con-way Freight, Con-way Truckload and

Menlo Worldwide Logistics. These operating units provide high-performance, day-definite less-than-truckload and full truckload and intermodal freight transportation, as well as logistics, warehousing and supply chain management services, and trailer manufacturing. Con-way Inc. and its subsidiaries operate from more than 500 locations across North America and in 20 countries. For more information about Con-way, visit us on the Web at www.con-way.com.

FORWARD-LOOKING STATEMENTS

Certain statements in this press release constitute "forward-looking statements" and are subject to a number of risks and uncertainties and should not be relied upon as predictions of future events. All statements other than statements of historical fact are forward-looking statements, including any projections and objectives of management for future operations, any statements concerning proposed new products or services, any statements regarding Con-way's estimated future contributions to pension plans, any statements as to the adequacy of reserves, any statements regarding the outcome of any claims that may be brought against Con-way, any statements regarding future economic conditions or performance, any statements of estimates or belief, any statements regarding the acquisition of Transportation Resources, Inc. and its subsidiaries, including Contract Freighters, Inc. (collectively, "CFI"), and related financing, and any statements or assumptions underlying the foregoing. Specific factors that could cause actual results and other matters to differ materially from those discussed in such forward-looking statements include: changes in general business and economic conditions, the creditworthiness of Con-way's customers and their ability to pay for services rendered, increasing competition and pricing pressure, changes in fuel prices or fuel surcharges and the effect of ongoing litigation alleging that Con-way engaged in price fixing of fuel surcharges in violation of Federal antitrust laws, the effects of the cessation of the air carrier operations of Emery Worldwide Airlines, the possibility that Con-way may, from time to time, be required to record impairment charges for long-lived assets, the acquisition of CFI and related financing (including integration risks and risks that acquisition synergies are not realized), the possibility of defaults under Con-way's $400 million credit agreement and other debt instruments (including without limitation defaults resulting from unusual charges), and the possibility that Con-way may be required to repay certain indebtedness in the event that the ratings assigned to its long-term senior debt by credit rating agencies are reduced, labor matters, enforcement of and changes in governmental regulations or legislation which potentially could result in an adverse impact on the company; environmental and tax matters, matters relating to the 1996 spin-off of Consolidated Freightways Corporation ("CFC"), including the possibility that CFC's multi-employer pension plans may assert claims against Con-way, matters relating to the sale of Menlo Worldwide Forwarding, Inc., including Con-way's obligation to indemnify the buyer for certain losses in connection with the sale, and matters relating to Con-way's defined benefit pension plans. The factors included herein and in Item 7 of Con-way's 2007 Annual Report on Form 10-K as well as other filings with the Securities and Exchange Commission could cause actual results and other matters to differ materially from those in such forward-looking statements. As a result, no assurance can be given as to future financial condition, cash flows, or results of operations.

Con-way Inc.
Statements of Operating Results
(Dollars in thousand except per share amounts)

	Three Months Ended June 30,	Six Months Ended June 30,

	2008	2007	2008	2007 (c)
REVENUES				
Freight	$ 824,008	744,922	1,567,328	1,424,612
Logistics (a)	377,138	323,909	718,598	644,390
Truckload (b)	137,363	1,289	253,332	2,237
Other	1,176	3,597	2,008	4,669
	$1,339,685	1,073,717	2,541,266	2,075,908
OPERATING INCOME (LOSS)				
Freight	$ 77,375	72,152	113,452	119,830
Logistics	4,954	6,935	11,217	13,471
Truckload (b)	12,436	(2,306)	22,712	(2,969)
Vector	-	-	-	(2,699)
Other	95	840	1,487	(892)
	94,860	77,621	148,868	126,741
Other Expense, net	13,869	2,501	28,078	5,829
Income before Tax Provision	80,991	75,120	120,790	120,912
Income Tax Provision	32,185	25,670	47,872	44,826
Income from Continuing Operations	48,806	49,450	72,918	76,086
Discontinued Operations, net of tax				
Gain (Loss) from Disposal	1,609	(1,310)	1,609	1,609
	1,609	(1,310)	1,609	1,609
Net Income	50,415	48,140	74,527	77,695
Preferred Stock Dividends	1,717	1,765	3,373	3,479
NET INCOME AVAILABLE TO COMMON SHAREHOLDERS	$ 48,698	46,375	71,154	74,216
NET INCOME FROM CONTINUING OPERATIONS AVAILABLE TO COMMON SHAREHOLDERS	$ 47,089	47,685	69,545	72,607
Weighted-Average Common Shares Outstanding				
Basic	45,371,033	45,286,315	45,300,860	45,636,617
Diluted	48,226,467	48,415,928	48,203,635	48,757,823
Earnings (Loss) Per Common Share				
Basic				

Net Income from Continuing Operations	$ 1.04	$ 1.05	$ 1.54	$ 1.59
Gain (Loss) from Disposal	0.03	(0.03)	0.03	0.04
	$ 1.07	$ 1.02	$ 1.57	$ 1.63

Diluted				
Net Income from Continuing Operations	$ 0.98	$ 0.99	$ 1.45	$ 1.50
Gain (Loss) from Disposal	0.04	(0.03)	0.04	0.03
	$ 1.02	$ 0.96	$ 1.49	$ 1.53

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(a) Menlo Logistics' net revenues

Revenues	$ 377,138	323,909	718,598	644,390
Purchased Transportation	(250,507)	(217,998)	(465,959)	(434,356)
Net revenue	$ 126,631	105,911	252,639	210,034

(b) Effective August 23, 2007, Con-way acquired Contract Freighters, Inc. and affiliated companies (collectively, "CFI"). Under purchase-method accounting, CFI's operating results are included in Con-way's statements of operating results only for periods subsequent to the acquisition.

(c) During the fourth quarter of 2007, Con-way identified adjustments related to the first quarter of 2007. Con-way has determined that those adjustments were not material to either the first or fourth quarter. However, for a more accurate presentation, Con-way has elected to revise the first quarter of 2007 by decreasing net income from continuing operations by $4.1 million ($0.09 diluted share).

Results of Con-way Truckload and RSI were previously reported in the Freight segment. In connection with the acquisition of CFI, a new Truckload segment was created. Accordingly, the operating results of Con-way Truckload are reported in the Truckload segment and the results of RSI are reported in the Other segment and prior periods have been reclassified to conform to the current presentation.

Con-way Inc.
Condensed Balance Sheets
(Dollars in thousands)

ASSETS	June 30, 2008	December 31, 2007
Current assets	$ 1,013,805	$ 855,478
Property, plant and equipment, net	1,449,462	1,458,788
Other assets	734,473	703,414
Total Assets	$ 3,197,740	$ 3,017,680

LIABILITIES AND SHAREHOLDERS' EQUITY

Current liabilities	$ 779,870	$ 681,492
Long-term debt and guarantees	930,212	955,722
Other long-term liabilities and deferred credits	502,577	471,370
Shareholders' equity	985,081	909,096
Total Liabilities and Shareholders' Equity	$ 3,197,740	$ 3,017,680