

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

	Three Months Ended September 30,		Nine Months Ended September 30,	
	2010	2009	2010	2009
Revenue				
Freight	\$ 797,078	\$ 704,459	\$ 2,339,046	\$ 1,927,623
Logistics [a]	370,049	346,352	1,111,007	990,451
Truckload	140,655	146,251	426,725	424,332
Other	10,416	3,858	36,274	14,384
Inter-segment Revenue Eliminations	(48,015)	(67,479)	(174,695)	(204,084)
	<u>\$ 1,270,183</u>	<u>\$ 1,133,441</u>	<u>\$ 3,738,357</u>	<u>\$ 3,152,706</u>
Operating Income (Loss)				
Freight [b] [c]	\$ 13,062	\$ 22,816	\$ 27,135	\$ 48,423
Logistics [d] [e]	(6,282)	9,532	19,582	22,305
Truckload [f]	5,475	10,620	13,582	(115,179)
Other	246	(1,834)	2,034	1,239
	<u>12,501</u>	<u>41,134</u>	<u>62,333</u>	<u>(43,212)</u>
Other Expense, net	14,034	16,110	46,469	48,204
Income (Loss) before Income Tax Provision	(1,533)	25,024	15,864	(91,416)
Income Tax Provision	6,695	11,532	14,266	14,402
Net Income (Loss)	(8,228)	13,492	1,598	(105,818)
Preferred Stock Dividends	-	-	-	3,189
Net Income (Loss) Applicable to Common Shareholders	<u>\$ (8,228)</u>	<u>\$ 13,492</u>	<u>\$ 1,598</u>	<u>\$ (109,007)</u>
Weighted-Average Common Shares Outstanding				
Basic	54,286,677	48,862,692	51,780,610	47,009,642
Diluted	54,286,677	49,497,740	52,410,846	47,009,642
Income (Loss) Per Common Share				
Basic	<u>\$ (0.15)</u>	<u>\$ 0.28</u>	<u>\$ 0.03</u>	<u>\$ (2.32)</u>
Diluted	<u>\$ (0.15)</u>	<u>\$ 0.27</u>	<u>\$ 0.03</u>	<u>\$ (2.32)</u>

[a] Logistics' net revenue				
Revenue	\$ 370,049	\$ 346,352	\$ 1,111,007	\$ 990,451
Purchased transportation expense	(229,320)	(215,048)	(683,232)	(606,544)
Net revenue	<u>\$ 140,729</u>	<u>\$ 131,304</u>	<u>\$ 427,775</u>	<u>\$ 383,907</u>

[b] Includes \$4.4 million of current-year third-quarter expense at Con-way Freight for executive severances and the planned consolidation of Con-way's executive offices. In connection with these events, \$5.5 million of expenses were recognized by Con-way and allocated across all reporting segments, with the Freight segment incurring the predominant amount of the related expense.

[c] Includes a prior-year third-quarter change in accounting estimate, which increased the allowance for revenue adjustments and decreased both revenue and operating income by \$5.4 million.

[d] Includes a \$16.4 million current-year third-quarter goodwill-impairment charge.

[e] Includes a \$2.8 million current-year first-quarter charge for the write-off of a customer-relationship intangible asset.

[f] Includes a \$134.8 million prior-year first-quarter goodwill-impairment charge.

Con-way Inc.
Reconciliation of GAAP Financial Measures to Non-GAAP Financial Measures
(Dollars in thousands except per share amounts)

	Three Months Ended		Nine Months Ended	
	September 30,		September 30,	
	2010	2009	2010	2009
Net Income (Loss) Applicable to Common Shareholders	\$ (8,228)	\$ 13,492	\$ 1,598	\$ (109,007)
Before-Tax Reconciling Items				
Goodwill impairment	(16,414)	-	(16,414)	(134,813)
Customer-relationship intangible-asset impairment	-	-	(2,767)	-
Employee-separation costs	(5,490)	-	(5,490)	-
Change in accounting estimate	-	(5,359)	-	(5,359)
	<u>\$ (21,904)</u>	<u>\$ (5,359)</u>	<u>\$ (24,671)</u>	<u>\$ (140,172)</u>
Tax-Related Reconciling Items				
Tax effect of items above	2,141	2,090	2,833	2,090
Discrete tax adjustments	(356)	(2,265)	663	1,829
	<u>\$ 1,785</u>	<u>\$ (175)</u>	<u>\$ 3,496</u>	<u>\$ 3,919</u>
Adjusted Non-GAAP Financial Measures:				
Net Income Available to Common Shareholders	<u>\$ 11,891</u>	<u>\$ 19,026</u>	<u>\$ 22,773</u>	<u>\$ 27,246</u>
Net Income Per Diluted Common Share	<u>\$ 0.22</u>	<u>\$ 0.38</u>	<u>\$ 0.43</u>	<u>\$ 0.57</u>
Diluted Common Shares Outstanding	54,800,059	49,497,740	52,410,846	47,476,691

Information About Non-GAAP Financial Measures:

Con-way provides adjusted net income and earnings per share as additional information to investors. These measures are not in accordance with generally accepted accounting principles in the United States ("GAAP"). Con-way's non-GAAP financial measures are intended to supplement, but not substitute for, the most directly comparable GAAP measures. Con-way believes that the non-GAAP financial measures provide meaningful information to assist investors and analysts in understanding Con-way's financial results because they exclude items that may not be indicative or are unrelated to Con-way's core operating results. However, because non-GAAP financial measures are not standardized, it may not be possible to compare these financial measures across companies. Investors are strongly encouraged to review Con-way's financial statements and publicly filed reports in their entirety and not to rely on any single financial measure.