

OMB APPROVAL	
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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

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

1. Name and Address of Reporting Person* <u>ELLIOTT INTERNATIONAL, L.P.</u> (Last) (First) (Middle) C/O MAPLES & CALDER, P.O. BOX 309 UGLAND HOUSE, SOUTH CHURCH STREET (Street) GEORGE TOWN E9 00000 (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) 11/14/2018	3. Issuer Name and Ticker or Trading Symbol <u>Roadrunner Transportation Systems, Inc. [RRTS]</u>	
		4. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below)	5. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock, par value \$0.01 per share ("Common Stock")	2,975,217	D ⁽¹⁾	
Series B Cumulative Redeemable Preferred Stock	105,400	I	See footnotes ⁽¹⁾⁽²⁾
Series C Cumulative Redeemable Preferred Stock	37,400	I	See footnotes ⁽¹⁾⁽²⁾
Series D Cumulative Redeemable Preferred Stock	68	I	See footnotes ⁽¹⁾⁽²⁾
Series E Cumulative Redeemable Preferred Stock	25,500	I	See footnotes ⁽¹⁾⁽²⁾
Series E-1 Cumulative Redeemable Preferred Stock	24,295	I	See footnotes ⁽¹⁾⁽²⁾

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date				

Explanation of Responses:

1. This Form 3 is filed jointly by Elliott International, L.P. ("Elliott International") and Elliott International Capital Advisers Inc. ("EICA" and, together with Elliott International, the "Reporting Persons"). EICA, as the investment manager of Elliott International, may be deemed to beneficially own the securities owned directly by Elliott International. The Reporting Person may be deemed to be a member of a Section 13(d) group that collectively beneficially owns more than 10% of the Issuer's outstanding common stock. Each of the Reporting Persons disclaims beneficial ownership of the securities reported herein except to the extent of its pecuniary interest therein

2. Securities owned by Brockdale Investments LP, a Delaware limited partnership ("Brockdale") and a wholly-owned subsidiary of Elliott International. EICA, as the investment manager of Elliott International, may be deemed to beneficially own the securities owned directly by Brockdale.

/s/ Elliot Greenberg, Vice President of Elliott International Capital Advisers, 11/16/2018 Inc., as Attorney-in-Fact, for Elliott International, L.P.
/s/ Elliot Greenberg, Vice President of Elliott International Capital Advisers, 11/16/2018 Inc.

** Signature of Reporting Person Date

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 5 (b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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.