

# FOR IMMEDIATE RELEASE

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## ArcBest Corporation<sup>™</sup> Announces First Quarter 2014 Results

- First quarter 2014 net loss of \$5.2 million (\$0.20 per share), or \$2.9 million (\$0.11 per share) excluding pension settlement charges
- Excluding pension settlement expense and the estimated impact of severe weather, ABF Freight<sup>SM</sup> would have been profitable in first quarter 2014
- Panther reports strong operating profit compared to a loss in first quarter 2013
- Emerging businesses continue pattern of revenue growth, representing 27% of total revenue
- Corporate name change and logo system strengthens ArcBest's identity in the logistics marketplace

(Fort Smith, Arkansas, May 1, 2014) – ArcBest Corporation (Nasdaq: ARCB), today reported improved first quarter 2014 results reflecting revenue growth and increased business levels at ABF Freight despite a significant impact from severe winter weather. Revenue at ArcBest's emerging businesses, including Panther Premium Logistics<sup>SM</sup>, ABF Logistics<sup>SM</sup> and FleetNet America<sup>®</sup>, rose sharply from year-ago levels. Overall first quarter operating results improved compared to the same period last year, highlighted by significant changes at ABF Freight, Panther and FleetNet.

ArcBest, formerly known as Arkansas Best Corporation and previously trading under Nasdaq stock symbol ABFS, yesterday announced its new corporate name, trading symbol, logo system and advertising campaign to strengthen its identity as a holistic provider of transportation and logistics solutions.

ArcBest's first quarter 2014 revenue was \$577.9 million compared to revenue of \$520.7 million in the first quarter of 2013. The first quarter net loss was \$5.2 million, or \$2.9 million and \$0.11 per share after excluding pension settlement charges, compared to a first quarter 2013 net loss of \$13.4 million, or \$0.52 per share.

The estimated operating income impact of first quarter severe weather at ABF Freight was approximately \$10.5 million. ABF Freight's pre-tax first quarter pension settlement charges equaled \$2.9 million. Thus, ABF Freight's \$12.2 million reported first quarter 2014 operating loss was adversely affected by the \$13.4 million total of these two items. Excluding these items, ABF Freight would have generated an operating profit in this year's first quarter compared to a \$22.5 million operating loss in the first quarter of 2013.

During the first quarter, ArcBest's growing, emerging businesses equaled 27% of total consolidated revenue compared to 23% during the same period last year. On a combined basis, the non-asset-based businesses generated first quarter 2014 earnings before interest, taxes, depreciation and amortization ("EBITDA") of \$7.9 million, an increase of approximately 150% compared to EBITDA in the first quarter of 2013.

"This was a challenging quarter for our industry as severe weather across the nation disrupted operations," said ArcBest President and Chief Executive Officer Judy R. McReynolds. "Excluding that impact, our companies performed well, with ABF Freight overcoming the previous year's loss, Panther posting strong operating profit and FleetNet experiencing record business levels on many days. Our improved success in offering customers holistic solutions and one-stop shopping for a variety of logistics challenges is helping distinguish us in the marketplace. This provides additional opportunities to enhance the relationships we have with existing customers."

# ABF Freight

During this year's first quarter, business level trends at ABF Freight were positive versus last year and progressively increased in each month of the quarter. As a result, capacity utilization improved and the lower cost structure resulting from ABF Freight's recent labor contract contributed to more positive first quarter financial results.

Total first quarter revenue per hundredweight improved by 0.7% over last year. Year-over-year changes in freight profile and account mix continue to impact comparisons of this pricing metric. The improving economy and tightened industry capacity have contributed to a positive pricing environment. As previously announced, ABF Freight implemented a general rate increase during the last full week of March.

The previously announced consolidation of smaller ABF Freight facilities began in the second half of 2013 with the initial closing of 8 terminals. During the first quarter of this year, 22 additional ABF Freight facilities were consolidated by mid-March. Based on statistics and data available in the first several weeks following implementation, the operational efficiencies and

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increased freight density expected to result from these network modifications have been exceeded. Annual savings associated with these ABF Freight network changes, which will fluctuate based on business levels, are currently estimated to be in a range of \$10 million to \$12 million. Additionally, the resulting improvements of advertised transit times in many of these lanes are contributing to increased business from active ABF customers.

## Emerging, Non-Asset-Based Businesses

At Panther Premium Logistics, strength across the customer markets we serve resulted in strong demand for Panther's services and profitable shipment pricing. During the first quarter, Panther's revenue increased by 36% and it generated operating income that reflects a significant improvement compared to Panther's operating loss during the first three months of last year.

Revenue growth at the remainder of ArcBest's emerging non-asset-based businesses continued in the first quarter. FleetNet America increased quarterly revenue by 28% and nearly doubled first quarter profitability versus last year. ABF Logistics' revenue improved by 37% and ABF Moving<sup>™</sup> experienced a 9% revenue increase. Continued investments for the future in personnel, information technology and other resources impacted the operating results at both ABF Logistics and ABF Moving.

## **Closing Comments**

"Today marks an exciting new era for our organization," McReynolds said. "The new name, logo system and advertising campaign we unveiled yesterday allow us to more clearly communicate our total value proposition to our customers, our employees and our shareholders through one unified identity under the ArcBest umbrella."

McReynolds added that many teams throughout the organization are focused on providing customers with more easily accessible solutions through a single point of contact.

"As we look to the future, we are certainly glad to have one of the most severe winters in history behind us. We continue to be well-positioned to better serve our customers with a variety of solutions to their complex problems. Our customers tell us that we are creative problem solvers who go above and beyond to get the job done, as our new ad campaign, The Skill & The Will<sup>SM</sup>, embodies."

## Conference Call

ArcBest Corporation will host a conference call with company executives to discuss the 2014 first quarter results. The call will be today, Thursday, May 1, at 5:00 p.m. ET (4:00 p.m. CT). Interested parties are invited to listen by calling (800) 736-4594. Following the call, a recorded playback will be available through the end of the day on May 31, 2014. To listen to the playback, dial (800) 633-8284 or (402) 977-9140 (for international callers). The conference call ID for the playback is 21713488. The conference call and playback can also be accessed, through May 31, 2014 on ArcBest's website at arcb.com.

## About ArcBest

ArcBest Corporation<sup>™</sup> (Nasdaq: ARCB) solves complex logistics and transportation challenges. Our companies and brands – ABF Freight<sup>™</sup>, ABF Logistics<sup>™</sup>, Panther Premium Logistics<sup>™</sup>, FleetNet America<sup>®</sup>, U-Pack<sup>®</sup> and ArcBest Technologies – apply the skill and the will with every shipment and supply chain solution, household move or vehicle repair. ArcBest finds a way.

For more information, visit <u>arcb.com</u>, <u>abf.com</u>, <u>pantherpremium.com</u>, <u>fleetnetamerica.com</u> and <u>upack.com</u>. ArcBest Corporation<sup>SM</sup>. The Skill & The Will<sup>SM</sup>.

## Forward-Looking Statements

Certain statements and information in this press release concerning results for the three months ended March 31, 2014 may constitute "forward-looking statements" within the meaning of the Private Securities Litigation Reform Act of 1995. Terms such as "anticipate," "believe," "could," "estimate," "expect," "forecast," "foresee," "intend," "may," "plan," "predict," "project," "scheduled," "should," "would" and similar expressions and the negatives of such terms are intended to identify forward-looking statements, which are generally not historical in nature. These forward-looking statements are based on management's current expectations and beliefs concerning future developments and their potential effect on us. Although management believes that these forward-looking statements are reasonable, as and when made, there can be no assurance that future developments affecting us will be those that we anticipate. Our forwardlooking statements involve significant risks and uncertainties (some of which are beyond our control) and assumptions that could cause actual results to differ materially from our historical experience and management's present expectations or projections. Important factors that could cause our actual results to differ materially from those in the forward-looking statements include, but are not limited to: general economic conditions and related shifts in market demand that impact the performance and needs of industries served by ArcBest Corporation's subsidiaries and/or limit our customers' access to adequate financial resources; unfavorable terms of, or the

inability to reach agreement on, future collective bargaining agreements or a workforce stoppage by our employees covered under ABF Freight's collective bargaining agreement; relationships with employees, including unions; union and nonunion employee wages and benefits, including changes in required contributions to multiemployer pension plans; competitive initiatives, pricing pressures, the effect of volatility in fuel prices and the associated changes in fuel surcharges on securing increases in base freight rates and the inability to collect fuel surcharges; availability of fuel; default on covenants of financing arrangements and the availability and terms of future financing arrangements; availability and cost of reliable thirdparty services; disruptions or failures of services essential to the operation of our business or the use of information technology platforms in our business; timing and amount of capital expenditures, increased prices for and decreased availability of new revenue equipment and decreases in value of used revenue equipment; future costs of operating expenses such as maintenance and fuel and related taxes; self-insurance claims and insurance premium costs; governmental regulations and policies, including environmental laws and regulations; potential impairment of goodwill and intangible assets; the impact of our brands and corporate reputation; the cost, timing and performance of growth initiatives; the cost, integration and performance of any future acquisitions; the costs of continuing investments in technology, a failure of our information systems and the impact of cyber incidents; weather conditions; and other financial, operational and legal risks and uncertainties detailed from time to time in ArcBest Corporation's Securities and Exchange Commission public filings.

For additional information regarding known material factors that could cause our actual results to differ from our projected results, please see our filings with SEC, including our Annual Report on Form 10-K, Quarterly Reports on Form 10-Q and Current Reports on Form 8-K.

Readers are cautioned not to place undue reliance on forward-looking statements, which speak only as of the date hereof. We undertake no obligation to publicly update or revise any forwardlooking statements after the date they are made, whether as a result of new information, future events or otherwise.

The following tables show financial data and operating statistics on ArcBest Corporation<sup>™</sup> and its subsidiary companies.

### ARCBEST CORPORATION CONSOLIDATED STATEMENTS OF OPERATIONS

		Three Months Ended March 31						
		2013						
	(\$ the	2014 2013 (Unaudited) (\$ thousands, except share and per share date						
OPERATING REVENUES	\$	577,904	\$	520,687				
OPERATING EXPENSES		586,606		544,037				
OPERATING LOSS		(8,702)		(23,350				
OTHER INCOME (EXPENSE)								
Interest and dividend income		190		171				
Interest expense and other related financing costs		(808)		(1,207				
Other, net		365		1,083				
		(253)		47				
LOSS BEFORE INCOME TAXES		(8,955)		(23,303				
INCOME TAX BENEFIT		(3,762)		(9,908				
NET LOSS	\$	(5,193)	\$	(13,395				
LOSS PER COMMON SHARE <sup>(1)</sup>								
Basic	\$	(0.20)	\$	(0.52				
Diluted	\$	(0.20)	\$	(0.52				
AVERAGE COMMON SHARES OUTSTANDING								
Basic		25,876,928		25,638,333				
Diluted		25,876,928		25,638,333				
CASH DIVIDENDS DECLARED PER COMMON SHARE	\$	0.03	\$	0.03				

dividends paid and a portion of undistributed net income (but not losses) to unvested restricted stock for calculating per share amounts.

NET LOSS	\$ (5,193)	\$ (13,395)
EFFECT OF UNVESTED RESTRICTED STOCK AWARDS <sup>(1)</sup>	 (39)	 (38)
ADJUSTED NET LOSS FOR CALCULATING LOSS PER COMMON SHARE	\$ (5,232)	\$ (13,433)

### ARCBEST CORPORATION CONSOLIDATED BALANCE SHEETS

ASSETS CURRENT ASSETS CURRENT ASSETS CURRENT ASSETS CURRENT ASSETS Cash and cash equivalents Source and the equivalents and short-term investments COURCENT receivable, less allowances (2014 – 54,516; 2013 – 54,533) Counts receivable, less allowances (2014 – 54,516; 2013 – 51,422) Prepaid expenses Counts receivable, less allowances (2014 – 54,516; 2013 – 51,422) Prepaid expenses Counts receivable, less allowances (2014 – 54,516; 2013 – 51,422) Counts receivable, less allowances (2014 – 51,441; 2013 – 51,422) Counts receivable, less allowances (2014 – 51,441; 2013 – 51,422) Prepaid expenses Counts receivable, less allowances (2014 – 51,441; 2013 – 51,422) Prepaid expenses Counts receivable less allowances (2014 – 51,441; 2013 – 51,422) Counts receivable less allowances (2014 – 51,441; 2013 – 51,422) Prepaid expenses Counts receivable less allowances (2014 – 51,441; 2013 – 51,422) Prepaid expenses Counts receivable less allowances (2014 – 51,441; 2013 – 51,422) Prepaid expenses Counts receivable less allowances (2014 – 51,441; 2013 – 51,422) Prepaid expenses Counts receivable less allowances (2014 – 51,441; 2013 – 51,423) ProPERTY, PLANT AND EQUIPMENT Land and structures Counts receivable Counts receiv	De	December 31 2013 Note		
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Cash and cash equivalents         \$ 95,728           Short-term investments         35,960           Restricted cash, cash equivalents, and short-term investments         1,903           Accounts receivable, less allowances (2014 – \$1,441; 2013 – \$1,422)         6,940           Prepaid expenses         22,178           Deferred income taxes         36,018           Prepaid and refundable income taxes         4,205           Other         8,144           TOTAL CURRENT ASSETS         432,946           PROPERTY, PLANT AND EQUIPMENT         248,310           Land and structures         248,310           Revenue equipment         588,935           Software         112,896           Leasehold improvements         23,637           Leasehold improvements         24,743				
Short-term investments         35,960           Restricted cash, cash equivalents, and short-term investments         1,903           Accounts receivable, less allowances (2014 – \$4,516; 2013 – \$4,533)         221,870           Other accounts receivable, less allowances (2014 – \$1,441; 2013 – \$1,422)         6,940           Prepaid expenses         22,178           Deferred income taxes         36,016           Prepaid and refundable income taxes         4,205           Other         8,144           TOTAL CURRENT ASSETS         432,946           PROPERTY, PLANT AND EQUIPMENT         248,310           Lead and structures         248,310           Revenue equipment         588,935           Service, office, and other equipment         122,973           Software         112,896           Leasehold improvements         23,637           Leasehold improvements         23,845           GOODWILL         76,448           INTANGIBLE ASSETS, NET         74,344           OTHER ASSETS         53,349           CURENT LIABILITIES         324,658           Bank overdraft and drafts payable         \$15,009           Accourd expenses         171,433           Current portion of long-term debt         30,725 <td< td=""><td></td><td></td></td<>				
Restricted cash, cash equivalents, and short-term investments         1,903           Accounts receivable, less allowances (2014 – \$4,516; 2013 – \$4,533)         221,870           Other accounts receivable, less allowances (2014 – \$1,441; 2013 – \$1,422)         6,940           Prepaid expenses         22,178           Deferred income taxes         36,018           Prepaid and refundable income taxes         4,205           Other         8,144           TOTAL CURRENT ASSETS         432,946           PROPERTY, PLANT AND EQUIPMENT         248,310           Land and structures         248,310           Revenue equipment         588,935           Service, office, and other equipment         124,273           Software         112,896           Leasehold improvements         23,637           GOODWILL         76,448           INTANGIBLE ASSETS, NET         74,344           OTHER ASSETS         53,349           S         1,021,645           LIABILITIES         53,349           Bank overdraft and drafts payable         162           Accrued expenses         171,433           CUrrent portion of long-term debt         30,725           TOTAL CURRENT LIABILITIES         327,693           LONG-TERM DEBT, less curr	\$	105,354		
Accounts receivable, less allowances (2014 – \$4,516; 2013 – \$4,533)         221,870           Other accounts receivable, less allowances (2014 – \$1,441; 2013 – \$1,422)         6,940           Prepaid expenses         22,178           Deferred income taxes         36,018           Prepaid and refundable income taxes         4,205           Other         8,144           TOTAL CURRENT ASSETS         432,946           PROPERTY, PLANT AND EQUIPMENT         248,310           Revenue equipment         588,935           Service, office, and other equipment         124,273           Software         112,896           Leasehold improvements         23,637           Less allowances for depreciation and amortization         713,493           Software         1,098,051           Less allowances for depreciation and amortization         713,493           UHER ASSETS         53,349           CURRENT LIABILITIES         53,349           LIABILITIES AND STOCKHOLDERS' EQUITY         110,364           Current portion of long-term debt         30,725           TOTAL CURRENT LIABILITIES         327,693           LONG-TERM DEBT, less current portion         74,355           PENSION AND POSTRETIREMENT LIABILITIES         32,757           Stockunts payable<		35,906		
Other accounts receivable, less allowances (2014 – \$1,441; 2013 – \$1,422)         6,940           Prepaid expenses         22,178           Deferred income taxes         36,018           Prepaid and refundable income taxes         4,205           Other         8,144           TOTAL CURRENT ASSETS         432,946           PROPERTY, PLANT AND EQUIPMENT         248,310           Land and structures         248,310           Revenue equipment         588,935           Service, office, and other equipment         124,273           Software         110,896,051           Less allowances for depreciation and amortization         713,493           INTANGIBLE ASSETS, NET         74,3344           OTHER ASSETS         53,349           Seak overdraft and drafts payable         \$           Income taxes payable         162           Accrued expenses         171,433           CURRENT LIABILITIES         327,693           Bank overdraft and drafts payable         162           Accrued expenses         171,433           Current portion of long-term debt         30,725           TOTAL CURRENT LIABILITIES         327,693           LONG-TERM DEBT, less current portion         74,355           PENSION AND POSTRETIREMEN		1,902		
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Leasehold improvements23,637Less allowances for depreciation and amortization1,098,0511,098,051384,558GOODWILL76,448INTANGIBLE ASSETS, NET74,344OTHER ASSETS53,349		124,303		
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CURRENT LIABILITIESBank overdraft and drafts payable\$ 15,009Accounts payable110,364Income taxes payable162Accrued expenses171,433Current portion of long-term debt30,725TOTAL CURRENT LIABILITIES327,693LONG-TERM DEBT, less current portion74,355PENSION AND POSTRETIREMENT LIABILITIES34,587OTHER LIABILITIES34,587OTHER LIABILITIES34,587OTHER LIABILITIES57,596STOCKHOLDERS' EQUITY57,596Common stock, \$0.01 par value, authorized 70,000,000 shares; issued 2014: 27,547,487 shares; 2013: 27,507,241 shares275Additional paid-in-capital298,635Retained earnings290,723Treasury stock, at cost, 1,677,932 shares(57,770)Accumulated other comprehensive loss(17,666)TOTAL STOCKHOLDERS' EQUITY514,197	\$	1,017,326		
Bank overdraft and drafts payable\$ 15,009Accounts payable110,364Income taxes payable162Accrued expenses171,433Current portion of long-term debt30,725TOTAL CURRENT LIABILITIES327,693LONG-TERM DEBT, less current portion74,355PENSION AND POSTRETIREMENT LIABILITIES34,587OTHER LIABILITIES13,217DEFERRED INCOME TAXES57,596STOCKHOLDERS' EQUITY57,596Common stock, \$0.01 par value, authorized 70,000,000 shares; issued 2014: 27,547,487 shares; 2013: 27,507,241 shares275Additional paid-in-capital298,635Retained earnings290,723Treasury stock, at cost, 1,677,932 shares(17,666)TOTAL STOCKHOLDERS' EQUITY514,197				
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Income taxes payable162Accrued expenses171,433Current portion of long-term debt30,725TOTAL CURRENT LIABILITIES327,693LONG-TERM DEBT, less current portion74,355PENSION AND POSTRETIREMENT LIABILITIES34,587OTHER LIABILITIES34,587OTHER LIABILITIES13,217DEFERRED INCOME TAXES57,596STOCKHOLDERS' EQUITY57,596Common stock, \$0.01 par value, authorized 70,000,000 shares; issued 2014: 27,547,487 shares; 2013: 27,507,241 shares275Additional paid-in-capital298,635Retained earnings290,723Treasury stock, at cost, 1,677,932 shares(57,770)Accumulated other comprehensive loss(17,666)TOTAL STOCKHOLDERS' EQUITY514,197		89,091		
Current portion of long-term debt30,725TOTAL CURRENT LIABILITIES327,693LONG-TERM DEBT, less current portion74,355PENSION AND POSTRETIREMENT LIABILITIES34,587OTHER LIABILITIES13,217DEFERRED INCOME TAXES57,596STOCKHOLDERS' EQUITY57,596Common stock, \$0.01 par value, authorized 70,000,000 shares; issued 2014: 27,547,487 shares; 2013: 27,507,241 shares275Additional paid-in-capital298,635Retained earnings290,723Treasury stock, at cost, 1,677,932 shares(57,770)Accumulated other comprehensive loss(17,666)TOTAL STOCKHOLDERS' EQUITY514,197		1,782		
Current portion of long-term debt30,725TOTAL CURRENT LIABILITIES327,693LONG-TERM DEBT, less current portion74,355PENSION AND POSTRETIREMENT LIABILITIES34,587OTHER LIABILITIES13,217DEFERRED INCOME TAXES57,596STOCKHOLDERS' EQUITY57,596Common stock, \$0.01 par value, authorized 70,000,000 shares; issued 2014: 27,547,487 shares; 2013: 27,507,241 shares275Additional paid-in-capital298,635Retained earnings290,723Treasury stock, at cost, 1,677,932 shares(57,770)Accumulated other comprehensive loss(17,666)TOTAL STOCKHOLDERS' EQUITY514,197		173,622		
TOTAL CURRENT LIABILITIES327,693LONG-TERM DEBT, less current portion74,355PENSION AND POSTRETIREMENT LIABILITIES34,587OTHER LIABILITIES13,217DEFERRED INCOME TAXES57,596STOCKHOLDERS' EQUITY Common stock, \$0.01 par value, authorized 70,000,000 shares; issued 2014: 27,547,487 shares; 2013: 27,507,241 shares275Additional paid-in-capital Retained earnings298,635Retained earnings Treasury stock, at cost, 1,677,932 shares Accumulated other comprehensive loss(17,666)TOTAL STOCKHOLDERS' EQUITY514,197		31,513		
PENSION AND POSTRETIREMENT LIABILITIES34,587OTHER LIABILITIES13,217DEFERRED INCOME TAXES57,596STOCKHOLDERS' EQUITY Common stock, \$0.01 par value, authorized 70,000,000 shares; issued 2014: 27,547,487 shares; 2013: 27,507,241 shares275Additional paid-in-capital Retained earnings298,635Retained earnings Treasury stock, at cost, 1,677,932 shares Accumulated other comprehensive loss(57,770)Accumulated other comprehensive loss(17,666)TOTAL STOCKHOLDERS' EQUITY514,197		309,617		
PENSION AND POSTRETIREMENT LIABILITIES34,587OTHER LIABILITIES13,217DEFERRED INCOME TAXES57,596STOCKHOLDERS' EQUITY Common stock, \$0.01 par value, authorized 70,000,000 shares; issued 2014: 27,547,487 shares; 2013: 27,507,241 shares275Additional paid-in-capital Retained earnings298,635Retained earnings Treasury stock, at cost, 1,677,932 shares Accumulated other comprehensive loss(57,770)Accumulated other comprehensive loss(17,666)TOTAL STOCKHOLDERS' EQUITY514,197		81,332		
OTHER LIABILITIES13,217DEFERRED INCOME TAXES57,596STOCKHOLDERS' EQUITY57,507Common stock, \$0.01 par value, authorized 70,000,000 shares; issued 2014: 27,547,487 shares; 2013: 27,507,241 shares275Additional paid-in-capital298,635Retained earnings290,723Treasury stock, at cost, 1,677,932 shares(57,770)Accumulated other comprehensive loss(17,666)TOTAL STOCKHOLDERS' EQUITY514,197		26,847		
DEFERRED INCOME TAXES57,596STOCKHOLDERS' EQUITY Common stock, \$0.01 par value, authorized 70,000,000 shares; issued 2014: 27,547,487 shares; 2013: 27,507,241 shares275Additional paid-in-capital Retained earnings298,635Retained earnings Treasury stock, at cost, 1,677,932 shares Accumulated other comprehensive loss(57,770)Accumulated other comprehensive loss(17,666)TOTAL STOCKHOLDERS' EQUITY514,197		15,041		
STOCKHOLDERS' EQUITY Common stock, \$0.01 par value, authorized 70,000,000 shares; issued 2014: 27,547,487 shares; 2013: 27,507,241 shares275Additional paid-in-capital298,635Retained earnings290,723Treasury stock, at cost, 1,677,932 shares(57,770)Accumulated other comprehensive loss(17,666)TOTAL STOCKHOLDERS' EQUITY514,197		64,028		
Common stock, \$0.01 par value, authorized 70,000,000 shares; issued 2014: 27,547,487 shares; 2013: 27,507,241 shares         275           Additional paid-in-capital         298,635           Retained earnings         290,723           Treasury stock, at cost, 1,677,932 shares         (57,770)           Accumulated other comprehensive loss         (17,666)           TOTAL STOCKHOLDERS' EQUITY         514,197		01,020		
issued 2014: 27,547,487 shares; 2013: 27,507,241 shares       275         Additional paid-in-capital       298,635         Retained earnings       290,723         Treasury stock, at cost, 1,677,932 shares       (57,770)         Accumulated other comprehensive loss       (17,666)         TOTAL STOCKHOLDERS' EQUITY       514,197				
Retained earnings290,723Treasury stock, at cost, 1,677,932 shares(57,770)Accumulated other comprehensive loss(17,666)TOTAL STOCKHOLDERS' EQUITY514,197		275		
Treasury stock, at cost, 1,677,932 shares(57,770)Accumulated other comprehensive loss(17,666)TOTAL STOCKHOLDERS' EQUITY514,197		296,133		
Treasury stock, at cost, 1,677,932 shares(57,770)Accumulated other comprehensive loss(17,666)TOTAL STOCKHOLDERS' EQUITY514,197		296,735		
Accumulated other comprehensive loss(17,666)TOTAL STOCKHOLDERS' EQUITY514,197		(57,770)		
TOTAL STOCKHOLDERS' EQUITY 514,197		(14,912)		
		520,461		
\$ 1,021,645	\$	1,017,326		

Note: The balance sheet at December 31, 2013 has been derived from the audited financial statements at that date but does not include all of the information and footnotes required by generally accepted accounting principles for complete financial statements.

### ARCBEST CORPORATION CONSOLIDATED STATEMENTS OF CASH FLOWS

	Th	Three Months Ende March 31		
	2014			2013
	 -	(Una (\$ tho		
OPERATING ACTIVITIES				
Net loss Adjustments to reconcile net loss to net cash provided by (used in) operating activities:	\$ (5,1	93)	\$	(13,395)
Depreciation and amortization	19,4	10		22,150
Amortization of intangibles	1,0			1,043
Pension settlement expense	3,6			1,040
Share-based compensation expense	1,5			1,303
Provision for losses on accounts receivable	-	84		969
Deferred income tax benefit	(3,4	-		(8,756)
Gain on sale of property and equipment	-	33) 14)		(0,730) (212)
Changes in operating assets and liabilities:	(4	14)		(212)
Receivables	(19,2	69)		(0.996)
Prepaid expenses	(19,2	-		(9,886)
Other assets	-	-		(2,042)
Income taxes	(1,7	-		(964)
	(3,6			(1,548)
Accounts payable, accrued expenses, and other liabilities NET CASH PROVIDED BY (USED IN) OPERATING ACTIVITIES	<u>17,0</u> 6,2			<u>11,124</u> (214)
Purchases of property, plant and equipment, net of financings Proceeds from sales of property and equipment Purchases of short-term investments Proceeds from sales of short-term investments	(8,6 7 (1,8	46 		(3,440) 842 (3,752) 2,940 (2,090)
Capitalization of internally developed software and other NET CASH USED IN INVESTING ACTIVITIES	(1,0) (9,7)			
NET CASH USED IN INVESTING ACTIVITIES	(9,7	01)		(5,500)
FINANCING ACTIVITIES				
Payments on long-term debt	(7,7	65)		(10,955)
Net changes in bank overdraft and other	1,4	-		(1,909)
Net change in restricted cash, cash equivalents, and short-term investments		(1)		3,754
Payment of common stock dividends	(8	19)		(807)
Proceeds from the exercise of stock options	1,1	-		_
NET CASH USED IN FINANCING ACTIVITIES	(6,0			(9,917)
NET DECREASE IN CASH AND CASH EQUIVALENTS	(9,6	-		(15,631)
Cash and cash equivalents at beginning of period	105,3			90,702
CASH AND CASH EQUIVALENTS AT END OF PERIOD	\$ 95,7	28	\$	75,071
NONCASH INVESTING ACTIVITIES				
Accruals for equipment received	\$ 1	02	\$	173

#### ARCBEST CORPORATION RECONCILIATIONS OF GAAP TO NON-GAAP FINANCIAL MEASURES

		Three Months Ended March 31			
	2014			2013	
		(Unau (\$ thou		,	
ArcBest Corporation – Consolidated					
Net Loss					
Amounts on a GAAP basis	\$	(5,193)	\$	(13,395)	
Pension settlement expense, after-tax <sup>(1)</sup>		2,255		_	
Non-GAAP amounts	\$	(2,938)	\$	(13,395)	
Diluted Loss Per Share					
Amounts on a GAAP basis	\$	(0.20)	\$	(0.52)	
Pension settlement expense, after-tax <sup>(1)</sup>		0.09		-	
Non-GAAP amounts	\$	(0.11)	\$	(0.52)	
ArcBest Corporation – Consolidated					
Earnings Before Interest, Taxes, Depreciation, and Amortization					
Net loss	\$	(5,193)	\$	(13,395)	
Interest expense		808		1,207	
Income tax benefit		(3,762)		(9,908)	
Depreciation and amortization		20,453		23,193	
Amortization of share-based compensation		1,568		1,303	
Amortization of actuarial losses and pension settlement expense <sup>(1)</sup>		4,268		2,912	
EBITDA	\$	18,142	\$	5,312	

(1) The three months ended March 31, 2014 includes pension settlement expense of \$3.7 million (pre-tax) related to lump-sum distributions from the Company's nonunion defined benefit pension plan and the purchase by the plan of a nonparticipating annuity contract to settle vested benefits of participants and beneficiaries who were receiving monthly benefit payments as of the January 2014 contract purchase date.

	Three Months Ended March 31 2014				Three Months Ended March 31 2013						
	Income and Income			Income and		Operating Deprecial Income and EBITDA (Loss) Amortizat		and	EBITDA		
Non-Asset-Based Segments		2033)				(Unaud (\$ thousa	ited)		Ano		
Premium Logistics (Panther) <sup>(2)</sup> Emergency & Preventative Maintenance (FleetNet)	\$	3,364 1,401	\$	2,737 174	\$	6,101 1,575	\$	(864) 711	)\$	2,550 132	\$    1,686 843
Transportation Management (ABF Logistics) Household Goods Moving Services (ABF Moving)		535 (841)		216 349		751 (492)		518 (231		118 241	636 10
Total non-asset-based segments	\$	4,459	\$	3,476	\$	7,935	\$	134	\$	3,041	<u>\$ 3,175</u>

(2) Depreciation and amortization consists primarily of amortization of intangibles, including customer relationships and software associated with the June 15, 2012 acquisition of Panther.

**Non-GAAP Financial Measures.** The Company reports its financial results in accordance with generally accepted accounting principles ("GAAP"). However, management believes that certain non-GAAP performance measures and ratios utilized for internal analysis provide financial statement users meaningful comparisons between current and prior period results, as well as important information regarding performance trends. Certain information discussed in the scheduled conference call could be considered non-GAAP measures. Non-GAAP financial measures should be viewed in addition to, and not as an alternative for, the Company's reported results. Management believes EBITDA to be relevant and useful information as EBITDA is a standard measure commonly reported and widely used by analysts, investors and others to measure financial performance and ability to service debt obligations. However, these financial measures should not be construed as better measurements than operating income, operating cash flow, net income or earnings per share, as defined by generally accepted accounting principles. Other companies may calculate EBITDA differently, and therefore the Company's EBITDA may not be comparable to similarly titled measures of other companies.

### ARCBEST CORPORATION FINANCIAL STATEMENT OPERATING SEGMENT DATA AND OPERATING RATIOS

		ed				
		2014			2013	
			<b>(Unauc</b> (\$ thous			
OPERATING REVENUES Freight Transportation (ABF Freight)	\$	428,871		\$	407,281	
Premium Logistics (Panther)		72,226			53,252	
Emergency & Preventative Maintenance (FleetNet)		41,699			32,522	
Transportation Management (ABF Logistics)		29,717			21,618	
Household Goods Moving Services (ABF Moving)		14,750			13,576	
Total non-asset-based segments		158,392			120,968	
Other revenues and eliminations		(9,359)			(7,562)	
Total consolidated operating revenues	\$	577,904		\$	520,687	
OPERATING EXPENSES Freight Transportation (ABF Freight)						
Salaries, wages, and benefits	\$	261,154	60.9%	\$	267,178	65.6%
Fuel, supplies, and expenses		90,791	21.2	·	83,332	20.5
Operating taxes and licenses		11,493	2.7		10,990	2.7
Insurance		5,395	1.2		4,484	1.1
Communications and utilities		4,242	1.0		3,933	1.0
Depreciation and amortization		16,338	3.8		19,574	4.8
Rents and purchased transportation		47,420	11.0		38,469	9.4
Gain on sale of property and equipment		(203)	-		(212)	(0.1)
Pension settlement expense <sup>(1)</sup>		2,890	0.7		_	-
Other		1,535	0.3		2,082	0.5
		441,055	102.8%		429,830	105.5%
Premium Logistics (Panther)						
Purchased transportation	\$	54,573	75.5%	\$	41,036	77.1%
Depreciation and amortization <sup>(2)</sup>		2,737	3.8		2,550	4.8
Salaries, benefits, insurance, and other		11,552	16.0		10,530	19.7
		68,862	95.3%		54,116	101.6%
Emergency & Preventative Maintenance (FleetNet) <sup>(1)</sup>		40,298			31,811	
Transportation Management (ABF Logistics) <sup>(1)</sup>		29,182			21,100	
Household Goods Moving Services (ABF Moving) <sup>(1)</sup>		15,591			13,807	
Total non-asset-based segments		153,933			120,834	
Other expenses and eliminations <sup>(1)</sup>		(8,382)			(6,627)	
Total consolidated operating expenses	\$	586,606		\$	544,037	

(1) Pension settlement expense for the three months ended March 31, 2014, which totaled \$3.7 million (pre-tax) on a consolidated basis, relates to lump-sum distributions from the Company's nonunion defined benefit pension plan and the purchase by the plan of a nonparticipating annuity contract to settle vested benefits of participants and beneficiaries who were receiving monthly benefit payments as of the January 2014 contract purchase date. Of the total \$3.7 million pension settlement expense in first quarter 2014, \$2.9 million was reported by ABF Freight, \$0.7 million was reported in Other expenses and eliminations, and \$0.1 million was reported by the non-asset-based segments.

(2) Depreciation and amortization consists primarily of amortization of intangibles, including customer relationships and software associated with the June 15, 2012 acquisition of Panther.

### ARCBEST CORPORATION FINANCIAL STATEMENT OPERATING SEGMENT DATA AND OPERATING RATIOS – Continued

	Three Months Ended March 31							
		2014		2013				
	(Unaudited) (\$ thousands)							
OPERATING INCOME (LOSS)								
Freight Transportation (ABF Freight)	\$	(12,184)	\$	(22,549)				
Premium Logistics (Panther)		3,364		(864)				
Emergency & Preventative Maintenance (FleetNet)		1,401		711				
Transportation Management (ABF Logistics)		535		518				
Household Goods Moving Services (ABF Moving)		(841)		(231)				
Total non-asset-based segments		4,459		134				
Other loss and eliminations		(977)		(935)				
Total consolidated operating loss	\$	(8,702)	\$	(23,350)				

As disclosed in the Company's 2013 Annual Report on Form 10-K, certain reclassifications have been made to the prior year's operating segment data to conform to the current year presentation. The operating results of the Company's businesses which provide ocean container transport and warehousing services have been reclassified from the "Other and eliminations" to the Transportation Management segment. There was no impact on consolidated amounts as a result of these reclassifications.

### ARCBEST CORPORATION OPERATING STATISTICS

	Three Months Ended March 31 2014 2013 % Cha						
			(Unau		<u>,, , , , , , , , , , , , , , , , , , ,</u>		
Freight Transportation (ABF Freight)							
Workdays		<b>63.0</b> 62.4			5		
Billed Revenue <sup>(1)</sup> / CWT	\$	27.05	\$	26.85	0.7%		
Billed Revenue <sup>(1)</sup> / Shipment	\$	381.84	\$	371.99	2.6%		
Shipments		1,133,332	1,095,67		3.4%		
Shipments / Day	17,989		17,53		2.6%		
Tonnage (tons)	799,811		758,889		5.4%		
Tons / Day		12,695		12,142	4.6%		

(1) Revenue for undelivered freight is deferred for financial statement purposes in accordance with ABF Freight's revenue recognition policy. Billed revenue used for calculating revenue per hundredweight measurements has not been adjusted for the portion of revenue deferred for financial statement purposes. Billed revenue has been adjusted to exclude intercompany revenue that is not related to freight transportation services.

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