

# SWIFT



## Swift Transportation November 2013

Swift Confidential & Proprietary

# Forward Looking Statements Disclaimer



This presentation, including documents which are incorporated by reference and accompanying comments, may contain forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995.

Such forward-looking statements include, but are not limited to: “anticipates,” “believes,” “estimates,” “plans,” “projects,” “expects,” “intends,” “will,” “could,” “may”, “optimism for strengthening demand,” or similar expressions which speak only as of the date the statement was made.

Such forward-looking statements are inherently uncertain, are based upon the current beliefs, assumptions and expectations of Company management and current market conditions, which are subject to significant risks and uncertainties as set forth in the Risk Factor Section of our 10K.

You should understand that many important factors, in addition to those listed above and in our filings with the SEC, could impact us financially. As a result of these and other factors, actual results may differ from those set forth in the forward-looking statements and the prices of the Company's securities may fluctuate dramatically. The Company makes no commitment, and disclaims any duty, to update or revise any forward-looking statements to reflect future events, new information or changes in these expectations.



# Transportation Industry & Swift





# Swift Transportation at a glance



- Multi-faceted \$4 billion transportation solution provider
- Largest fleet of truckload equipment in North America
  - 17,000+ tractors, 57,000+ trailers, 8,700+ intermodal containers
- 35+ major terminals spanning the continent; allows us to be close to our customers and our drivers homes
- Broad suite of service and equipment offerings simplifying our customers complex logistics needs
- Founded in 1966 and a long history of profitable growth
- Seasoned leadership throughout the organization
- Recent expansion in temperature controlled market with purchase of Central Refrigerated in August 2013
- Focus on profitable revenue growth, asset utilization, and continuous improvement/discipline to drive shareholder value through growth in EPS, increased returns on net assets (RONA), and reduced leverage ratio



# Swift Transportation at a glance



**17,000+  
Tractors**



**57,000+  
Trailers**



**8,700+  
Intermodal  
containers**



**35 Major  
Terminals**

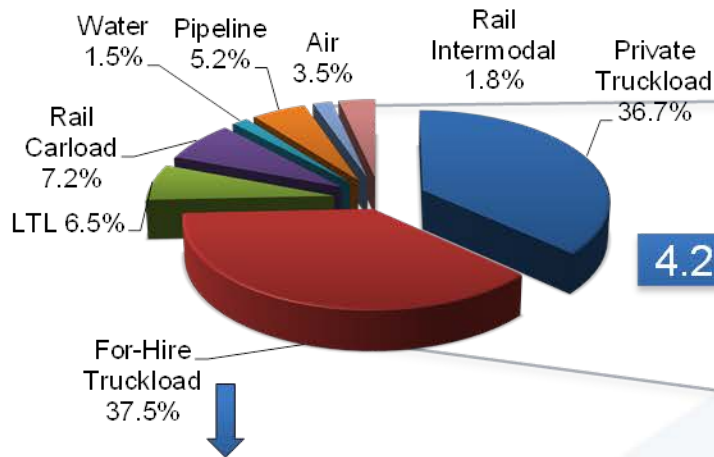
***Leading Market Position***

***Swift has the largest fleet of truckload equipment in North America***

# U.S. Freight Transportation Market <sup>1</sup>

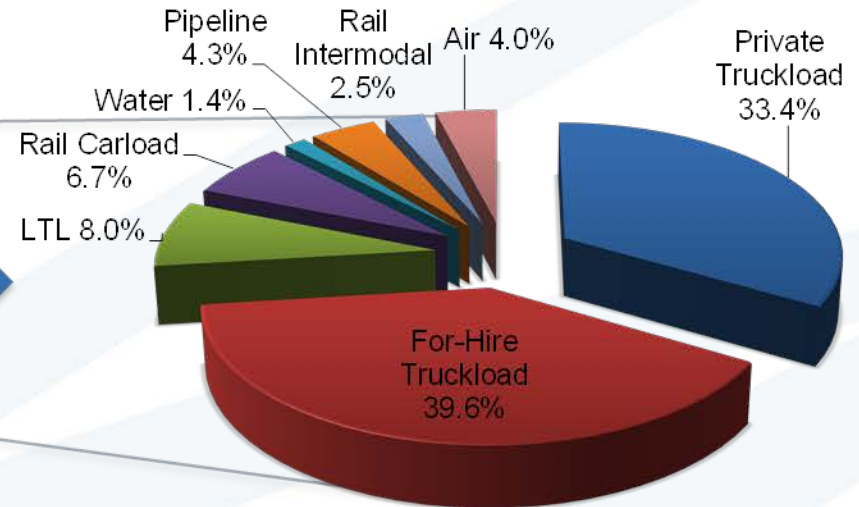


**2012 - \$795B**

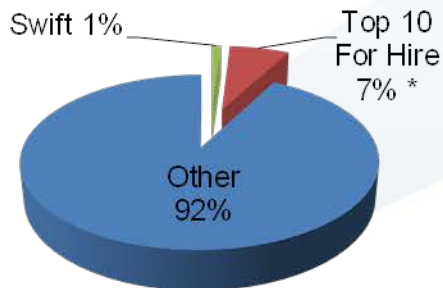


**4.2% CAGR**

**2024 - \$1,301B**



**For-Hire Truckload - \$298B**



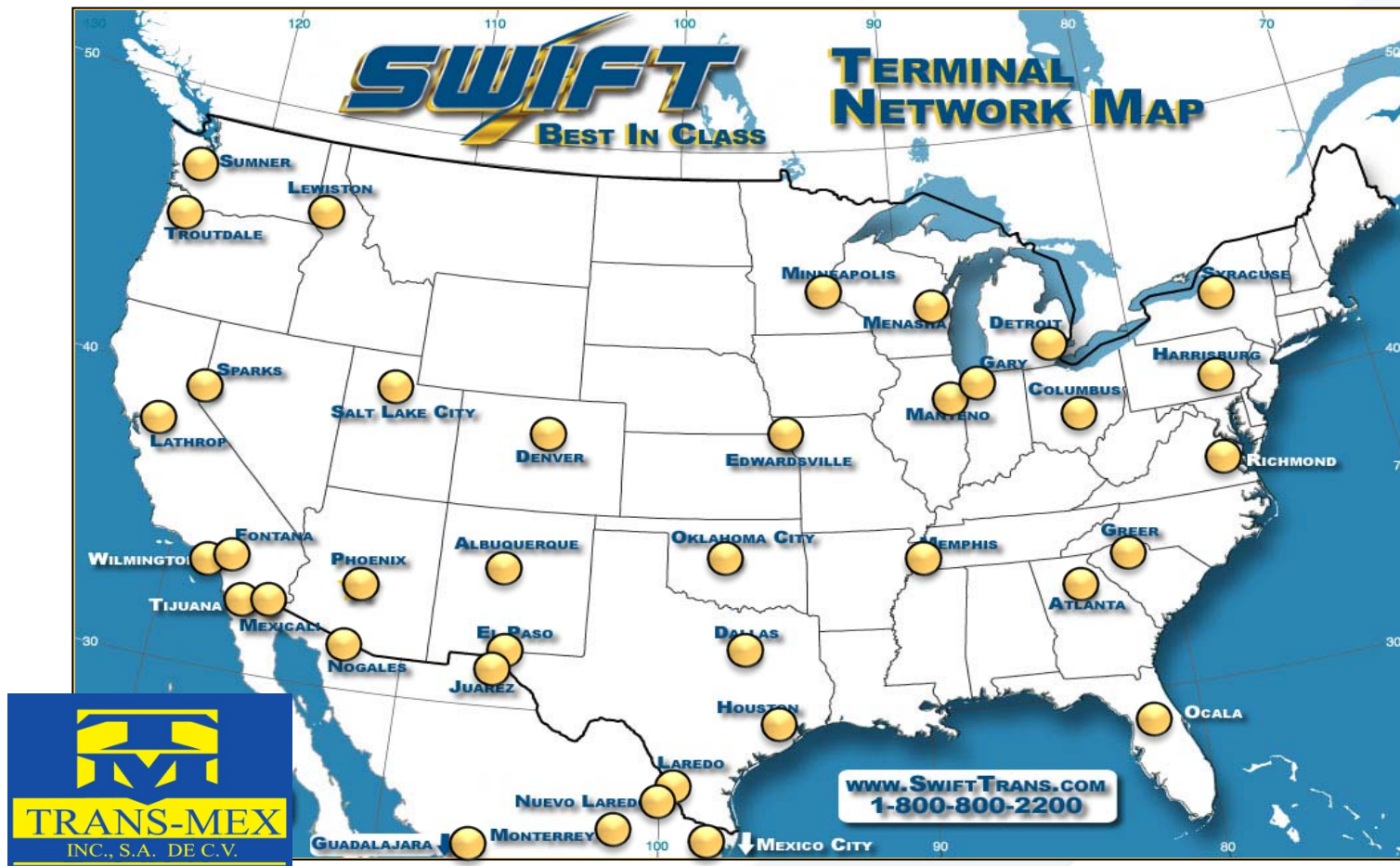
**“Truckload will remain the most efficient mode of transportation”**

- American Trucking Association

**U.S. Truckload Market is highly fragmented: Opportunity to gain share**

Notes: 1. Based on 2012 domestic revenue data published by the American Trucking Association  
2. \* Excluding Swift

# Nationwide Terminal Network



*Nationwide terminal network allows us to be close to our customers on a regional basis and our driver's homes*



# Extensive Transportation Service Offerings



- **Demonstrated ability to provide total transportation solutions with a comprehensive suite of services and equipment offerings**

- 100% of Swift's Top 20 customers utilize multiple service offerings

## Transportation Solutions



Line-haul



Dedicated



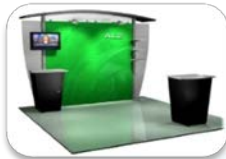
Intermodal



Swift  
Logistics



Expedited  
Team - JIT



Trade Show/  
Convention



Diverse  
Logistics



Transloading



Central



Trans-Mex



Canada

## Equipment Selection



Dry Van



Temp.  
Controlled



Flatbed



Intermodal  
Containers



Heavy  
Haul



Clean  
Fleet



Ultra-Lite

## Additional Value Added Services



Equipment  
Leasing & Sales



Contract  
Maintenance

***Broad service and equipment offerings help customers simplify their logistic needs***



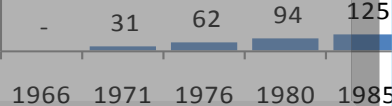
# 2013 and Beyond- The Vision



## The Evolutionary Period

**1966-1990**

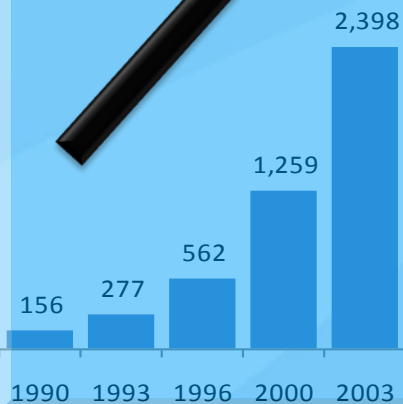
- Founded
- Flatbed
- Refrigerated
- Owner Operators
- Deregulation



## The Growth Period

**1991-2006**

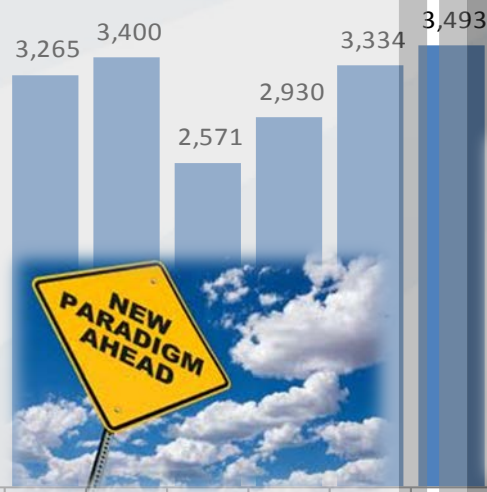
- 1990 IPO
- 20%+ Revenue CAGR
- 20% EBITDA CAGR
- 12 Acquisitions
- Dedicated
- Mexico
- Intermodal



## The Transformation Period

**2007-2011**

- Privatization - Debt
- Recession
- Strategy
- Process Improvement
- Discipline
- 2010 Balance Sheet Restructure & IPO



## The Results Period

**2012-2017**

(and beyond)

- Profitable Revenue Growth
- Improved Asset Utilization
- Continuous Improvement
- EPS Growth
- RONA Improvement
- Continued Debt Reduction



# The Three Pillars of Value Creation



## Profitable Revenue Growth

- Strengthen and grow core customer relationships by cross selling suite of services
- Leverage capabilities in Mexico, Canada and Temperature Controlled
- Grow asset-light services such as Intermodal and Swift Logistics
- Customer care/satisfaction
- Pursue select, accretive acquisition opportunities

## Improved Asset Utilization

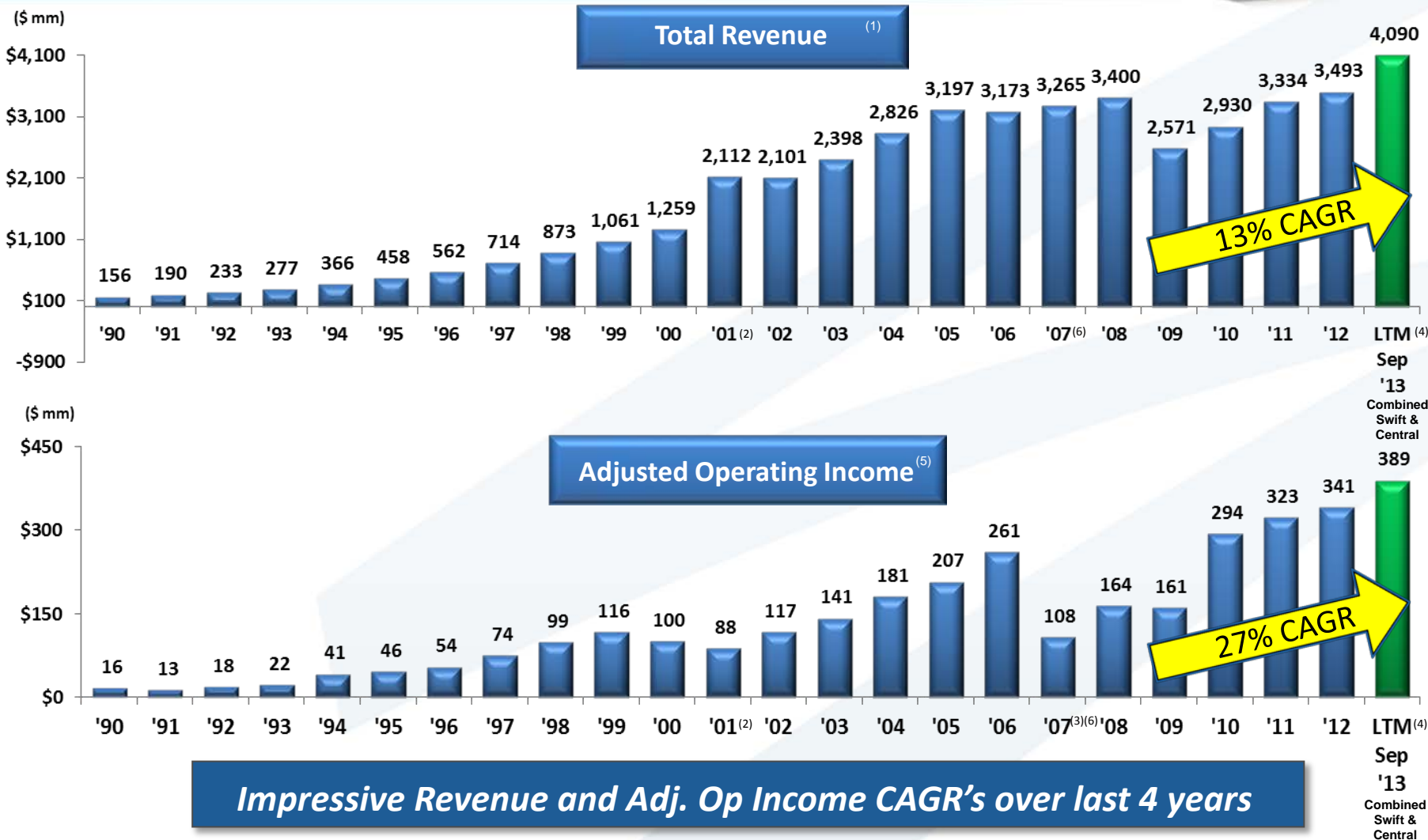
- Maximize use of drivers available hours (Plus 1, HOS)
- Shift one truck / one driver paradigm with teams, shuttles, family plan, etc.
- Continued focus on Owner Operator program
- Improve/streamline trailer management process
- Lease trailers
- Increase container turns
- All other assets – facilities, IT, “stuff”

## Continuous Improvement (Cost Control & Profitability)

- Four Disciplines of Execution (4DX)
- WMS/Lean Six-Sigma
- Safety culture
- Driver retention
- Network management
- Deadhead improvement
- More with less
- Fanatical discipline

***Creating Shareholder Value through EPS Growth, RONA Expansion, and Debt Reduction***

# Total Revenue and Earnings 1990-2013



<sup>(1)</sup> Includes fuel surcharge  
<sup>(2)</sup> Reflects full year impact of M.S. Carriers acquired in June 2001  
<sup>(3)</sup> 2007 Operating Income adjusted for non-recurring expenses related to the going private transactions; Goodwill impairment of \$238.0MM pre-tax, Trailer impairment of \$18.3MM pre-tax, and going private transaction costs of \$39.9MM added back to reported Operating Income  
<sup>(4)</sup> The Acquisition of Central Refrigerated Transportation is accounted for as a combination of entities under common control which is similar to the pooling of interest method. Under common control accounting the LTM Sep '13 results of Central have been combined with Swift's.  
<sup>(5)</sup> Operating Income from 2005 – 2013 presented in "Adjusted" format, per SEC filings, 2004 and prior periods presented in traditional Operating Income format.  
<sup>(6)</sup> Represents full year impact of contribution of IEL





# Central Refrigerated Acquisition



# Central Refrigerated “At a Glance”

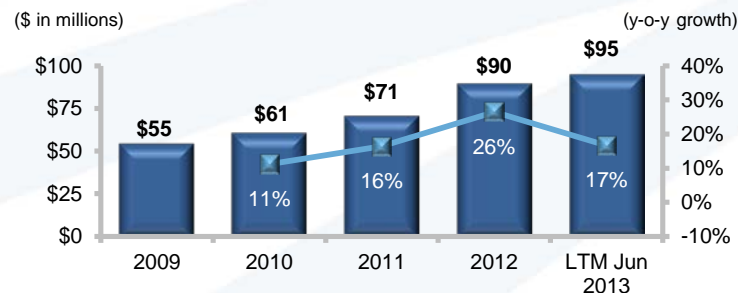


- Swift acquired 100% of Central Refrigerated on August 6, 2013 for total implied enterprise value of \$225 million
  - \$189 million in cash and assumption of \$36 million in capital lease obligations
- Implied transaction multiples on LTM June basis: 4.9x EBITDAR; 4.5x EBITDA, 10.2x P/E
- 5th largest refrigerated carrier in the US with 2,065 tractors (including 1,000+ owner-operators ) and 3,394 trailers as of June 2013; propelling Swift to 2<sup>nd</sup> largest refrigerated carrier
- Provides Swift with immediate scale in ~\$7-8 billion refrigerated market, where growth is expected to continue to outpace other trucking segments
- Customer-driven acquisition
- Comprehensive range of services, including linehaul, dedicated, brokerage and intermodal
- Deep, long-standing industry relationships
- Revenue and cost synergy opportunities, leveraging Swift’s existing network, customer relationships and infrastructure
- Transaction expected to be immediately accretive to earnings

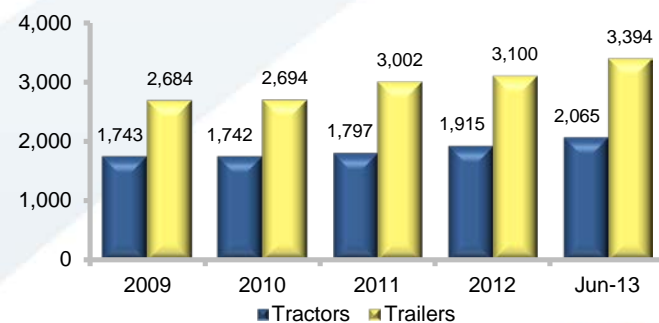
## REVENUE



## EBITDAR



## TRACTORS & TRAILERS

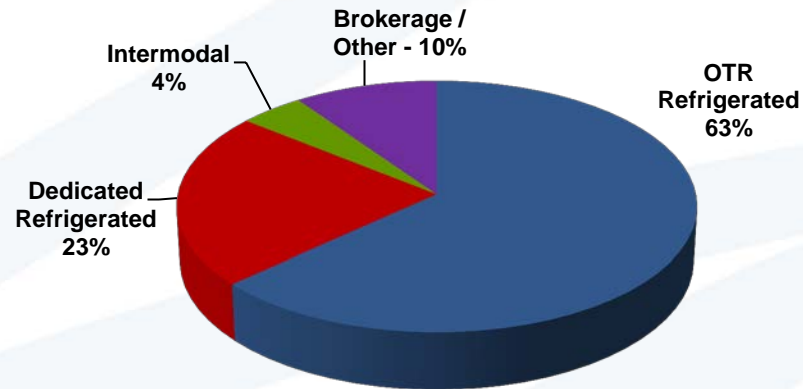




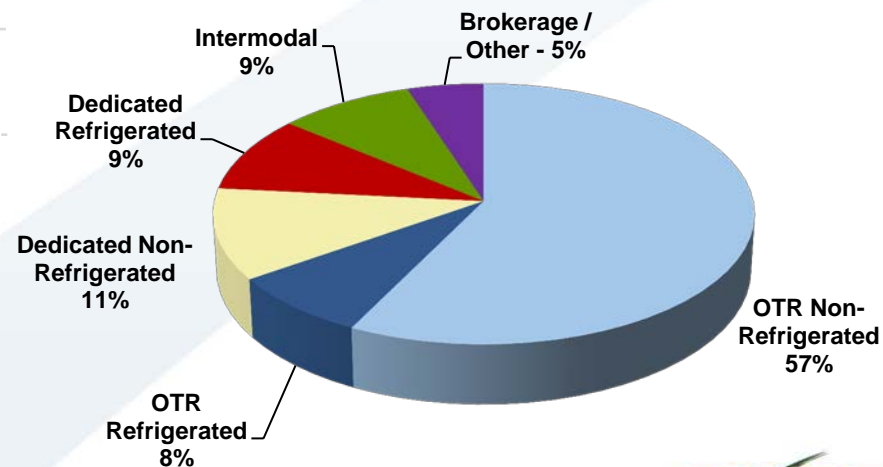
## REFRIGERATED SERVICE OVERLAP

	SWIFT	CENTRAL REF
Over the Road (OTR) / Irregular Route	✓	✓
Dedicated Fleet	✓	✓
Intermodal		✓
Brokerage	✓	✓
Transportation Management	✓	
Owner Operator Services	✓	✓
Annual Revenue		
✓ > \$150 million	✓ \$25 – \$150 million	✓ < \$25 million

## 2012 CENTRAL REFRIGERATED REVENUE MIX (\$485 MILLION)



## PF 2012 SWIFT REVENUE MIX (\$4.0 BILLION)



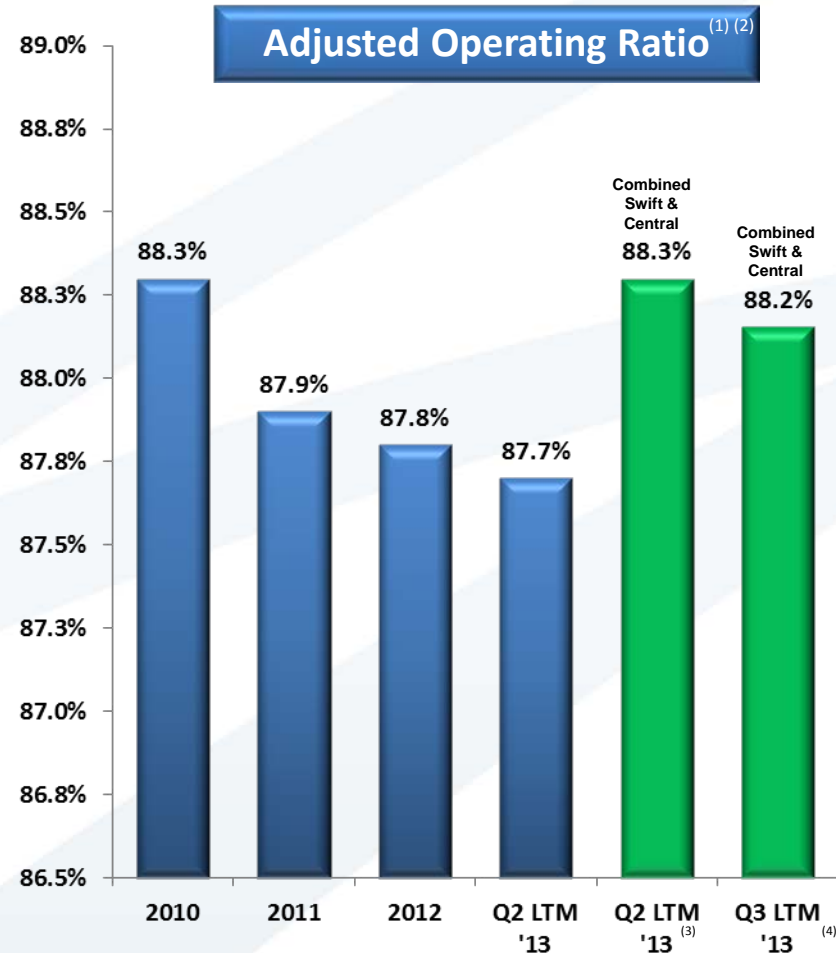
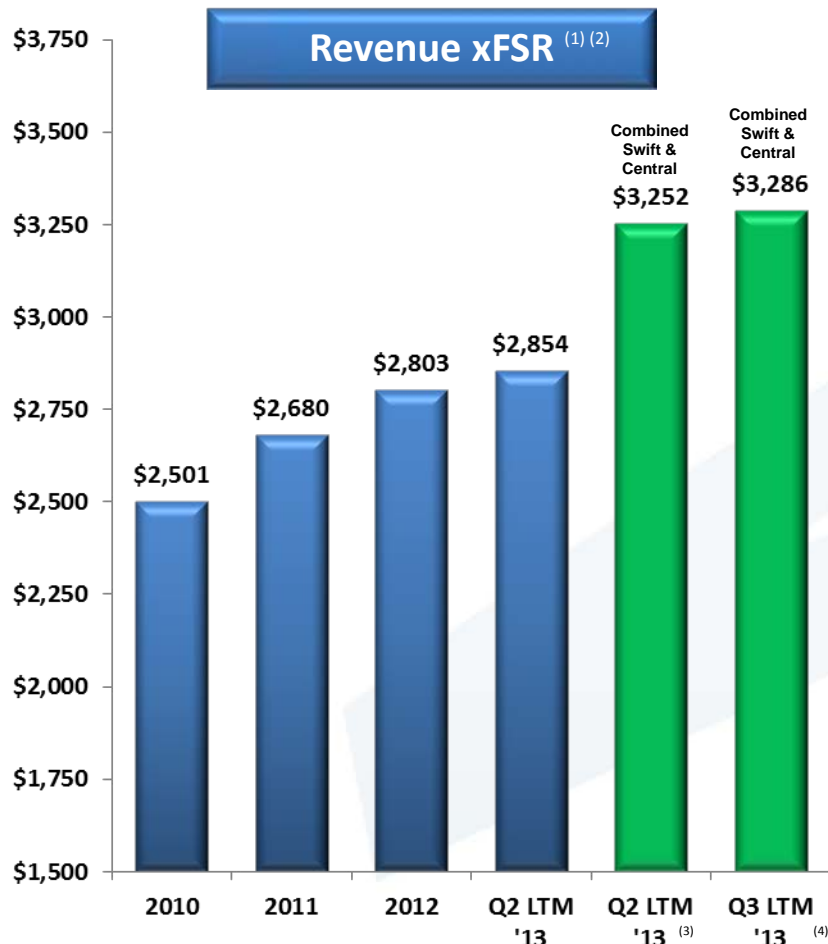




# Financial Summary



# Consolidated Results



***Growth accelerating; Operating ratio improvements masked by mix changes***

(1) See GAAP to Non-GAAP reconciliation in the Annual Report on form 10-K for the year ended December 31, 2012 for the full years value 2010-2012.

(2) See GAAP to Non-GAAP reconciliation in the exhibit that follows the presentations for LTM June 30, 2013.

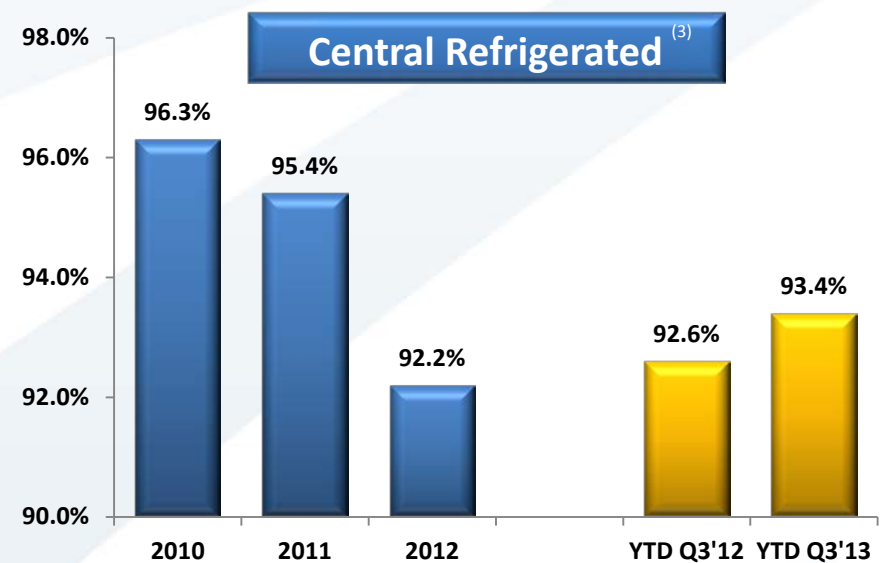
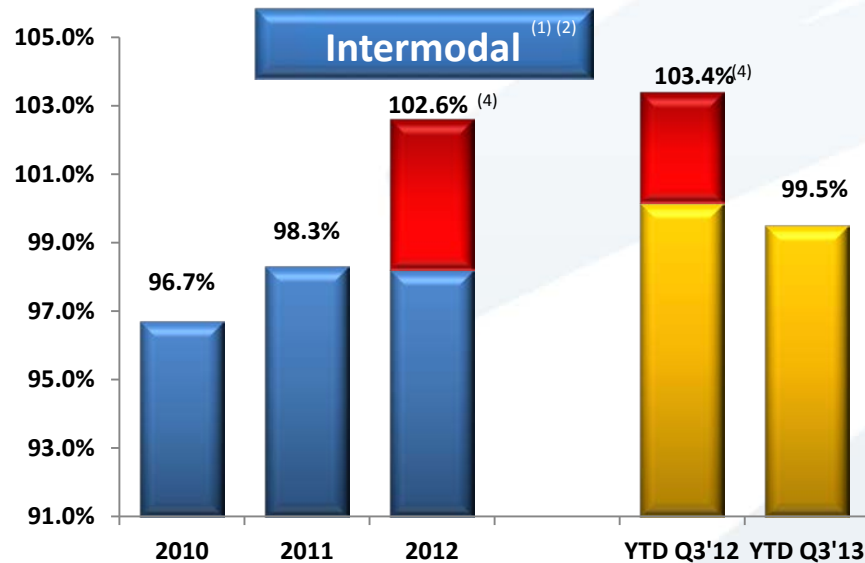
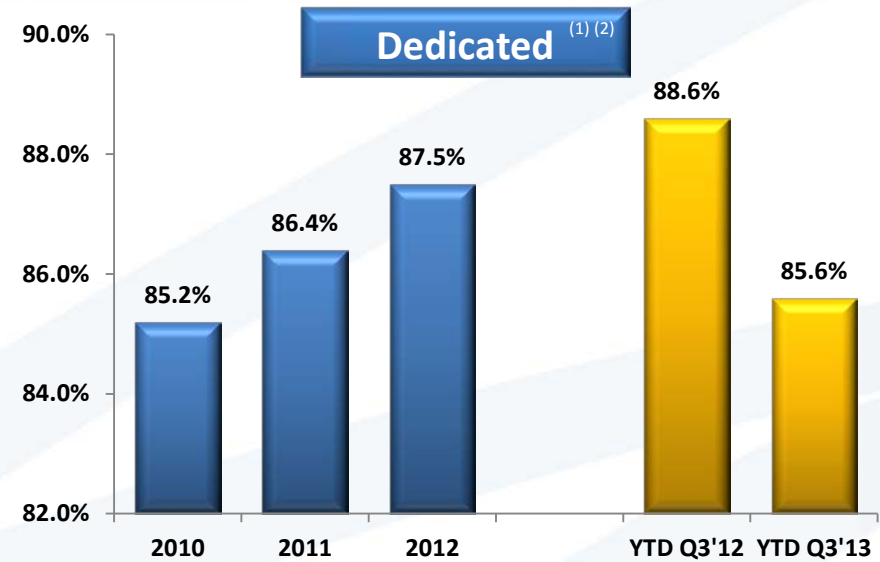
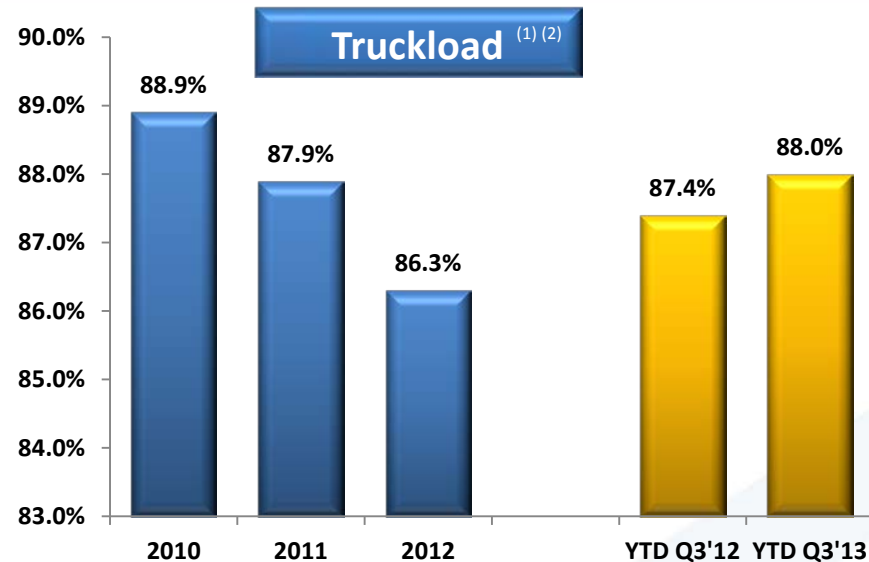
(3) Q2 LTM '13 shown proforma for acquisition of Central Refrigerated Transportation on Aug 6, 2013 as if the acquisition occurred on July 1, 2012. See proforma in exhibit following this presentation

(4) Q3 LTM '13 shown proforma for acquisition of Central Refrigerated Transportation on Aug 6, 2013 as if the acquisition occurred on October 1, 2012. See proforma in exhibit following this presentation

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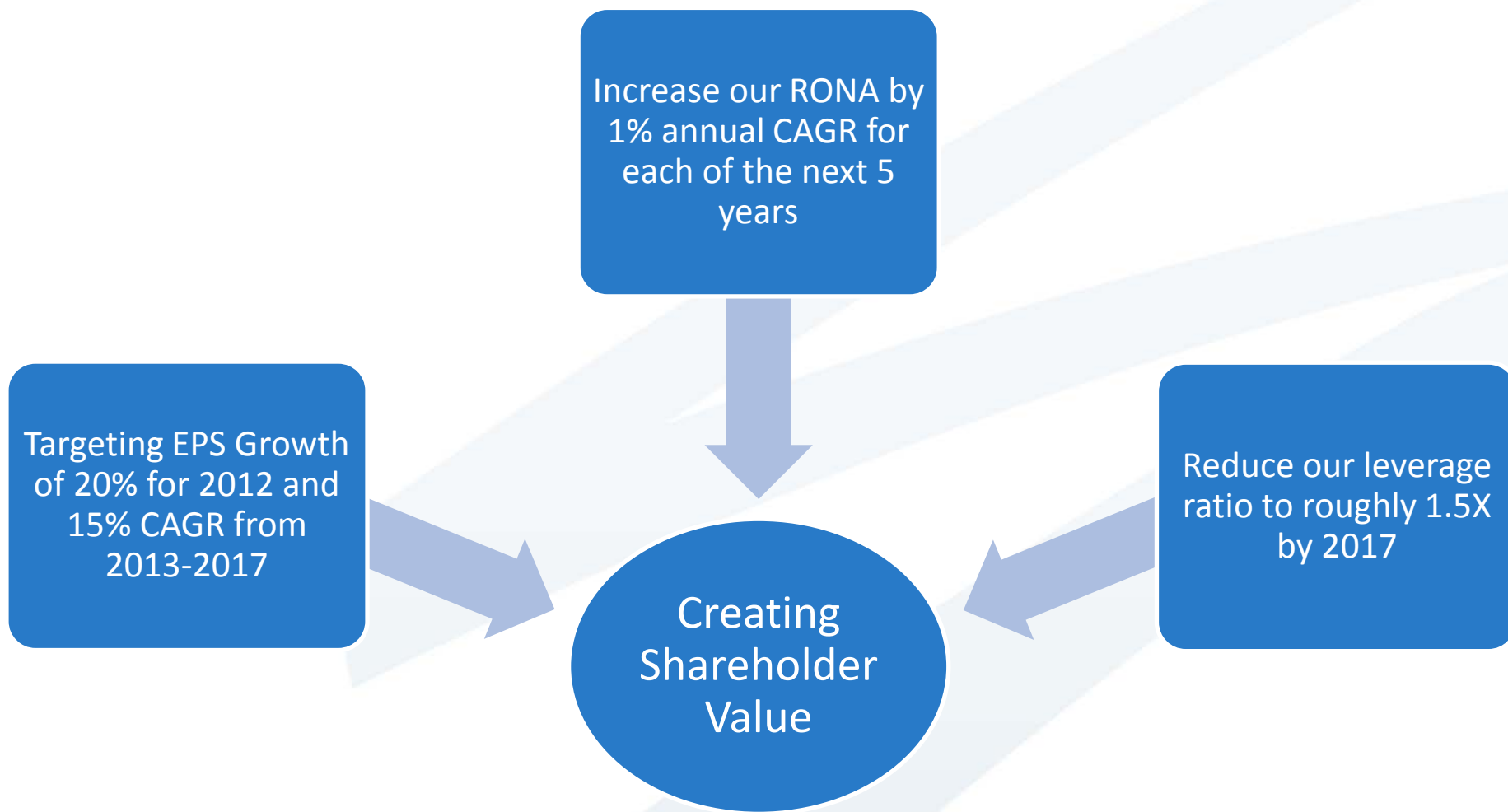
# Adjusted Operating Ratio Trends by Segment



(1) See GAAP to Non-GAAP reconciliations for Operating Ratio to Adjusted Operating Ratio in the Annual Report on Form 10-K for the year ended December 31, 2012 for the full years ended 2010-2012.  
 (2) See GAAP to Non-GAAP reconciliations in the Quarterly Report Form 10-Q for the quarterly period ended June 30, 2013 for the nine months ended September 30, 2013 and 2012.  
 (3) See GAAP to Non-GAAP reconciliations for Central Refrigerated in the exhibit that follows this presentation.  
 (4) Adjusted Operating Ratio increases (highlighted in red) are primarily due to one insurance claim associated with a dray accident which increased the Adj. OR by approximately 400 to 440 basis points for the full year 2012, and by approximately 310 to 340 basis points for YTD 2013, when compared to the respective preceding periods.

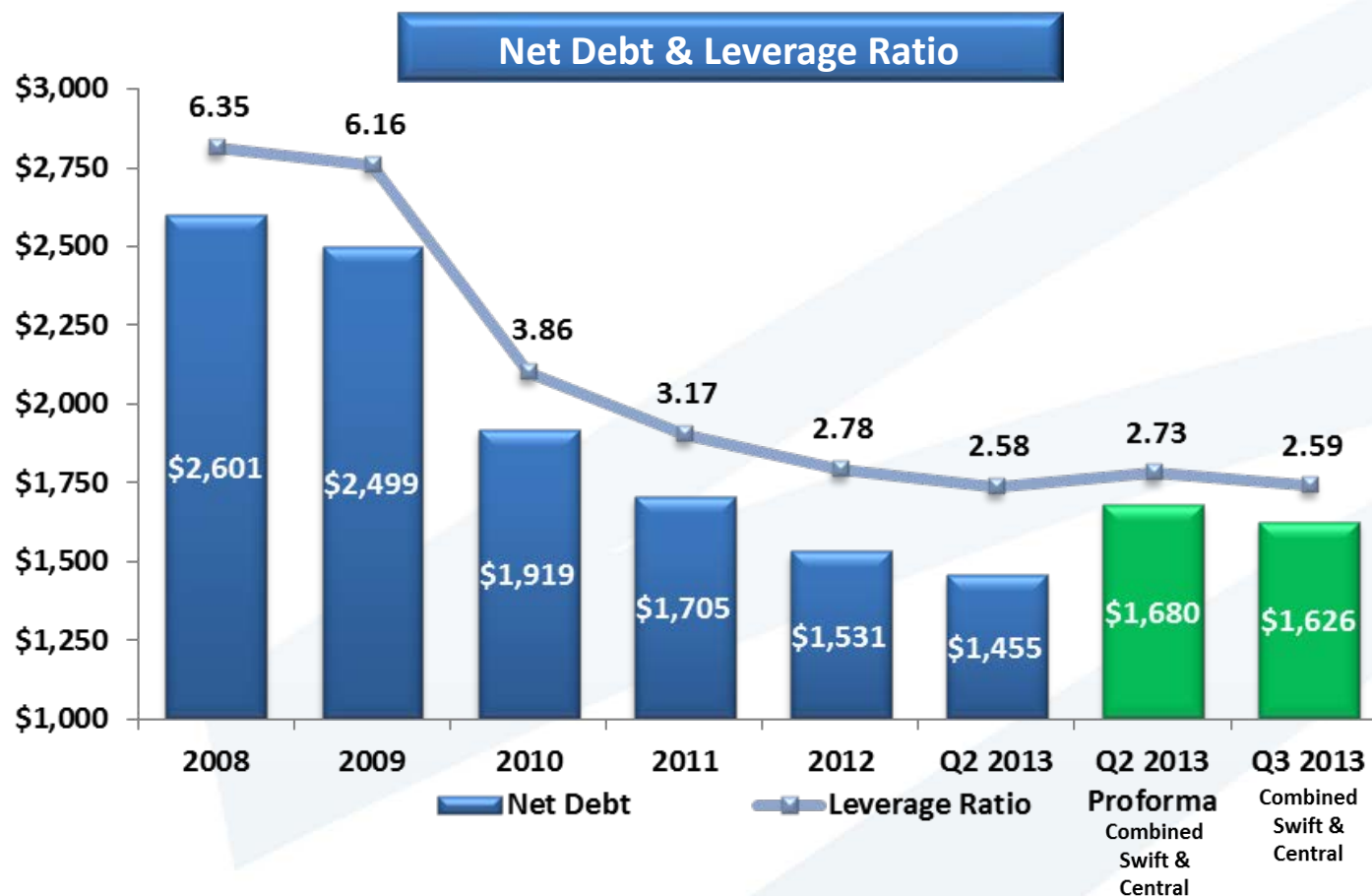


# Creating Value for Swift \*



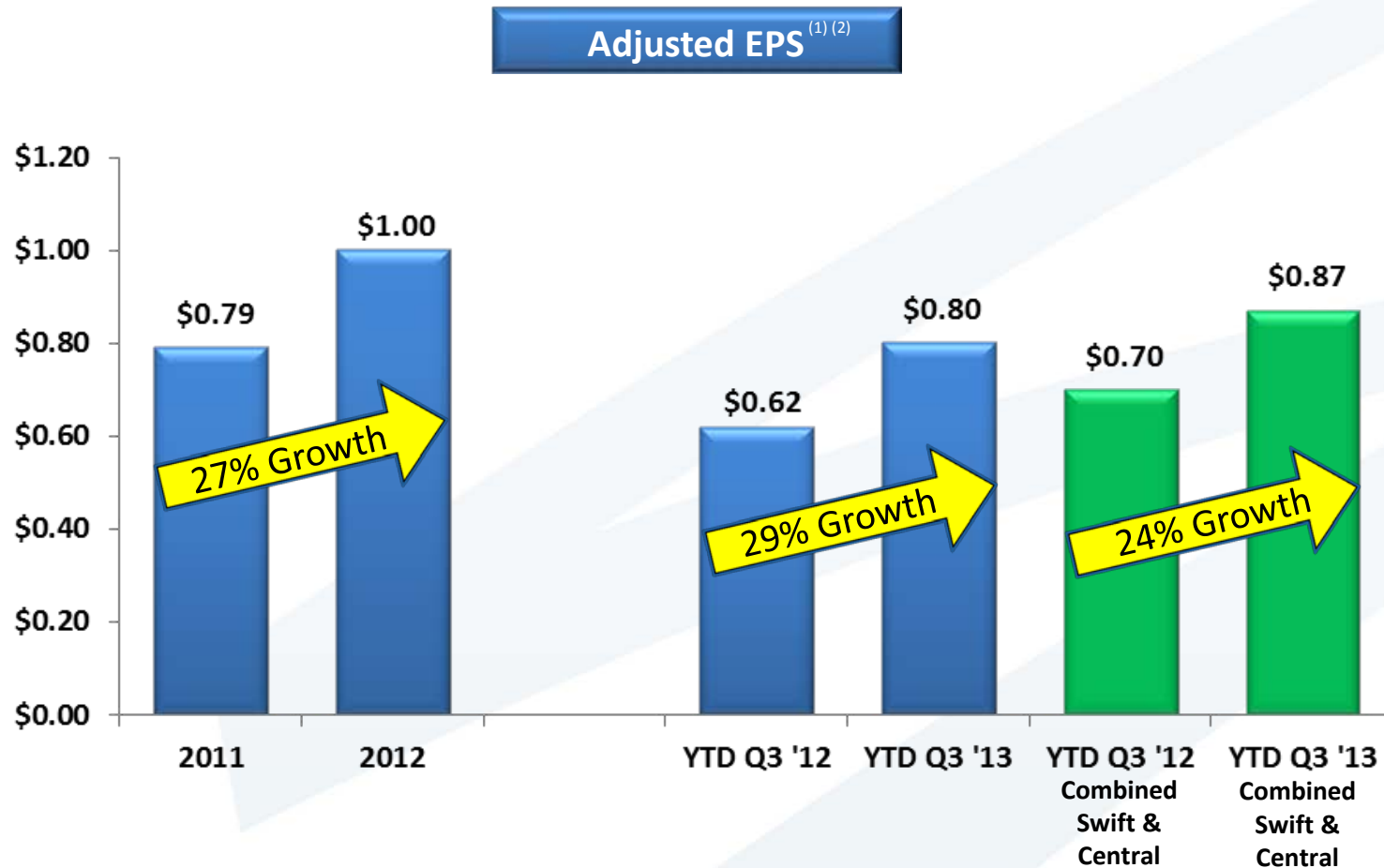
\*Goals shared in our May 2012 Investor/Analyst Day

# Net Debt and Leverage Ratio



*Continuing to deliver on our commitment to reduce debt; targeting post-transaction leverage ratio ~2.5x by year-end*

# Consolidated Adjusted EPS

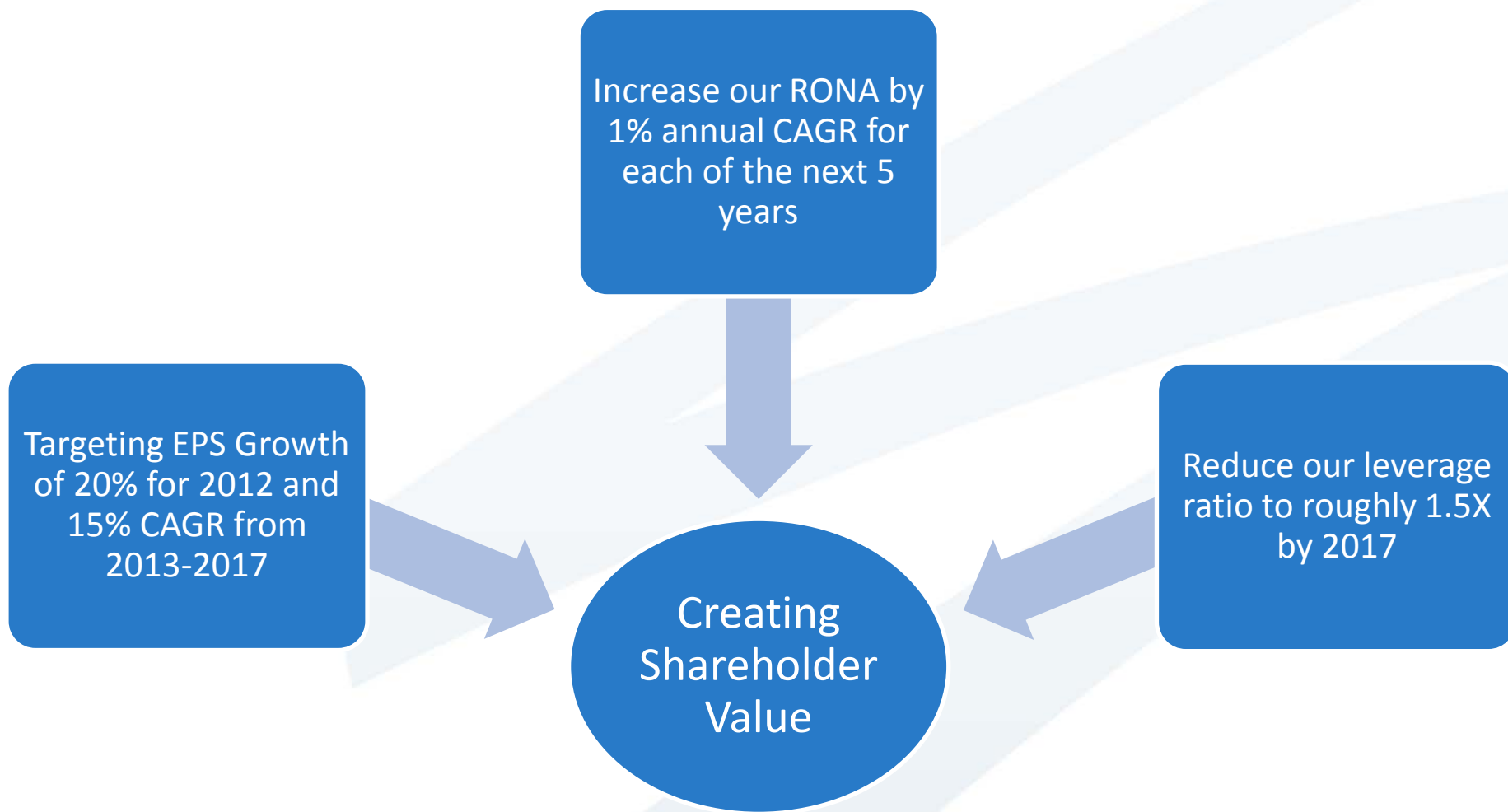


***Strong adjusted EPS growth; exceeding previously outlined targets***

(1) See GAAP to Non-GAAP reconciliation for diluted EPS to Adjusted EPS in the Annual Report on Form 10-K for the year ended December 31, 2012 for the years ended 2011-2012.  
 (2) See GAAP to Non-GAAP reconciliations in the Quarterly Report on Form 10-Q for the quarterly period ended September 30, 2013 for the nine months ended September 30, 2013 and 2012..



# Creating Value for Swift \*



\*Goals shared in our May 2012 Investor/Analyst Day



# Appendix



# Combined Swift and Central Refrigerated reconciliation table



LTM September 30, 2013

	Swift Transportation Company	Central Refrigerated Transportation, Inc.	Intercompany Elimination Entries	Swift & Central Combined
Operating revenue	\$ 3,573,446	\$ 518,538	\$ (1,618)	\$ 4,090,366
Less: Fuel surcharge revenue	698,780	105,196	-	803,976
Revenue xFSR	2,874,666	413,342	(1,618)	3,286,390
Operating expenses	3,231,813	489,763	(1,618)	3,719,958
Adjusted for:				
Fuel surcharge revenue	(698,780)	(105,196)	-	(803,976)
Amortization of certain intangibles (c)	(15,648)	-	-	(15,648)
Non-cash impairments (d)	(2,322)	-	-	(2,322)
Other items	-	-	-	-
Acceleration on non-cash stock options	-	-	-	-
Adjusted operating expense	2,515,063	384,567	(1,618)	2,898,012
Adjusted operating income	\$ 359,603	\$ 28,775	\$ -	\$ 388,378
Adjusted Operating Ratio	87.5%	93.0%		88.2%
Operating Ratio	90.4%	94.5%		90.9%

# Central Refrigerated reconciliation table



	YTD December 31,			LTM	YTD	YTD
	2010	2011	2012	September 30, 2013 (Unaudited)	September 30, 2013 (Unaudited)	September 30, 2012 (Unaudited)
Operating revenue	\$ 372,837	\$ 447,204	\$ 484,665	\$ 518,538	\$ 393,094	\$ 359,213
Less: Fuel surcharge revenue	61,104	96,084	104,322	105,196	78,670	77,796
Revenue xFSR	311,733	351,120	380,343	413,342	314,424	281,417
Operating expenses	361,426	430,884	454,851	489,763	373,213	338,337
Adjusted for:						
Fuel surcharge revenue	(61,104)	(96,084)	(104,322)	(105,196)	(78,670)	(77,796)
Amortization of certain intangibles (c)				-	-	-
Non-cash impairments (d)				-	-	-
Other items				-	-	-
Acceleration on non-cash stock options				(887)	(887)	-
Adjusted operating expense	300,322	334,800	350,529	383,680	293,656	260,541
Adjusted operating income	\$ 11,411	\$ 16,320	\$ 29,814	\$ 29,662	\$ 20,768	\$ 20,876
Adjusted Operating Ratio	96.3%	95.4%	92.2%	92.8%	93.4%	92.6%
Operating Ratio	96.9%	96.4%	93.8%	94.5%	94.9%	94.2%



# Central Refrigerated EBITDA(R) reconciliation



	YTD December 31,				LTM September 30,
	2009	2010	2011	2012	2013
					(Unaudited)
Net income	\$ 2,572	\$ 9,024	\$ 12,196	\$ 25,499	\$ 22,743
Adjusted for:					
Depreciation and amortization	7,707	8,860	13,925	19,010	17,678
Interest expense	2,801	2,457	4,008	3,958	3,513
Income tax expense	26	91	210	554	2,005
Earnings before interest, taxes, depreciation and amortization (EBITDA)	13,106	20,432	30,339	49,021	45,939
Rent Expense	41,622	40,421	40,532	40,604	48,076
Earnings before interest, taxes, depreciation, amortization, and rent (EBITDAR)	\$ 54,728	\$ 60,853	\$ 70,871	\$ 89,625	\$ 94,015

# Combined Swift and Central Refrigerated Adj. EPS reconciliation



	YTD September 30,	
	2012	2013
Swift Transportation Company Adjusted EPS, as reported <sup>(a)</sup>	\$ 0.62	\$ 0.80
Adjusted for:		
Impact of Central Refrigerated to Adjusted EPS <sup>(b)</sup>	0.08	0.07
Combined Adjusted EPS	\$ 0.70	\$ 0.87

(a) As reported in the Quarterly Reported on Form 10-Q for the quarterly period ended September 30, 2013.

(b) Calculation of the Impact of Central Refrigerated to Adjusted EPS:

	YTD September 30,	
	2012	2013
Central Refrigerated net income	\$ 17,664	\$ 14,909
Adjusted for:		
Central Refrigerated net tax expense	385	1,836
Central Refrigerated income before income taxes	18,049	16,745
Provision for income tax expense at Swift's effective tax rate <sup>(1)</sup>	7,039	6,447
Central Refrigerated adjusted net income	11,010	10,298
Swift Transportation Company weighted average diluted shares outstanding	139,631	141,942
Impact of Central Refrigerated to Adjusted EPS	\$ 0.08	\$ 0.07

(1) Swift Transportation Company's effective tax rate for September 30, 2012 and 2013 was 39.0% and 38.5%, respectively.

# Combined Swift and Central Refrigerated reconciliation table



	LTM June 30, 2013			
	Swift Transportation Company	Central Refrigerated Transportation, Inc.	Eliminations of Intercompany Transactions	Swift & Central Combined
	(Unaudited)			
Operating revenue	\$ 3,548,611	\$ 504,053	\$ (1,157)	\$ 4,051,507
Less: Fuel surcharge revenue	694,470	105,219		799,689
Revenue excluding fuel surcharge revenue	\$ 2,854,141	\$ 398,834	\$ (1,157)	\$ 3,251,818
Operating expense	\$ 3,216,876	\$ 472,545	\$ (1,157)	\$ 3,688,264
Adjusted for:				
Fuel surcharge revenue	(694,470)	(105,219)		(799,689)
Amortization of certain intangibles	(15,648)	-		(15,648)
Non-cash impairments	(2,322)	-		(2,322)
Adjusted operating expense	2,504,436	367,326	(1,157)	2,870,605
Adjusted operating income	\$ 349,705	\$ 31,508	\$ -	\$ 381,213
Operating income	\$ 331,735	\$ 31,508	\$ -	\$ 363,243
Adjusted Operating Ratio	87.7%	92.1%		88.3%
Operating Ratio	90.7%	93.7%		91.0%

# Central Refrigerated reconciliation table



	YTD December 31,			LTM June 30,	YTD June 30,	YTD June 30,
	2010	2011	2012	2013	2013	2012
				(Unaudited)	(Unaudited)	(Unaudited)
Operating revenue	\$ 372,837	\$ 447,204	\$ 484,665	\$ 504,053	\$ 256,614	\$ 237,226
Less: Fuel surcharge revenue	61,104	96,084	104,322	105,219	52,972	52,075
Revenue excluding fuel surcharge revenue	311,733	351,120	380,343	398,834	203,642	185,151
Operating expense	361,426	430,884	454,851	472,545	240,806	223,112
Adjusted for:						
Fuel surcharge revenue	(61,104)	(96,084)	(104,322)	(105,219)	(52,972)	(52,075)
Adjusted operating expense	300,322	334,800	350,529	367,326	187,834	171,037
Adjusted operating income	\$ 11,411	\$ 16,320	\$ 29,814	\$ 31,508	\$ 15,808	\$ 14,114
Adjusted Operating Ratio	96.3%	95.4%	92.2%	92.1%	92.2%	92.4%
Operating Ratio	96.9%	96.4%	93.8%	93.7%	93.8%	94.1%



# Central Refrigerated EBITDA(R) reconciliation



	YTD December 31,				LTM June 30,
	2009	2010	2011	2012	2013
					(Unaudited)
Net income	\$ 2,572	\$ 9,024	\$ 12,196	\$ 25,499	\$ 27,528
Adjusted for:					
Depreciation and amortization	7,707	8,860	13,925	19,010	18,324
Interest expense	2,801	2,457	4,008	3,958	3,649
Income tax expense	26	91	210	554	444
Earnings before interest, taxes, depreciation and amortization (EBITDA)	13,106	20,432	30,339	49,021	49,945
Rent expense	41,622	40,421	40,532	40,604	44,893
Earnings before interest, taxes, depreciation and amortization, and rent (EBITDAR)	\$ 54,728	\$ 60,853	\$ 70,871	\$ 89,625	\$ 94,838

# Combined Swift and Central Refrigerated Adj. EPS reconciliation



	YTD June 30,	
	2012	2013
	(Unaudited)	
Swift Transportation Company Adjusted EPS, as reported <sup>(a)</sup>	\$ 0.41	\$ 0.52
Adjusted for:		
Impact of Central Refrigerated to Adjusted EPS <sup>(b)</sup>	0.05	0.06
Combined Adjusted EPS	\$ 0.46	\$ 0.58

(a) As reported in the Quarterly Reported on Form 10-Q for the quarterly period ended June 30, 2013.

(b) Calculation of the Impact of Central Refrigerated to Adjusted EPS:

	YTD June 30,	
	2012	2013
	(Unaudited)	
Central Refrigerated net income	\$ 11,860	\$ 13,889
Adjusted for:		
Central Refrigerated income tax expense	259	149
Central Refrigerated income before income taxes	12,119	14,038
Provision for income tax expense at Swift's effective tax rate <sup>(1)</sup>	4,726	5,405
Central Refrigerated adjusted net income	7,393	8,633
Swift Transportation Company weighted average diluted shares outstanding	139,652	141,652
Impact of Central Refrigerated to Adjusted EPS	\$ 0.05	\$ 0.06

(1) Swift Transportation Company's effective tax rate for June 30, 2012 and 2013 was 39.0% and 38.5%, respectively.