

# Forward Air Corporation Reports Third Quarter 2014 Results and Announces Quarterly Cash Dividend

GREENEVILLE, Tenn.--(BUSINESS WIRE)-- Forward Air Corporation (NASDAQ:FWRD) today reported operating revenue, income from operations, net income and diluted earnings per share for the three and nine months ended September 30, 2014.

Operating revenue for the quarter ended September 30, 2014 increased 18.5% to \$201.5 million from \$170.0 million for the same quarter in 2013. Income from operations was \$26.9 million, compared with \$22.9 million in the prior-year quarter. As a percent of operating revenue, income from operations was 13.3%, compared with 13.5% in the same quarter last year. Net income during the period was \$16.7 million compared to \$14.2 million in the prior-year quarter. Net income per diluted share for the third quarter of 2014 was \$0.54 compared with \$0.46 in the prior-year quarter.

Operating revenue for the nine months ended September 30, 2014 increased 20.3% to \$566.9 million from \$471.4 million for the same period in 2013. Income from operations was \$70.8 million, compared with \$61.1 million in the prior-year period. As a percent of operating revenue, income from operations was 12.5%, compared with 13.0% in the same period last year. Net income during the period was \$44.1 million compared to \$38.9 million in the prior-year period. Net income per diluted share for the nine months ended September 30, 2014 was \$1.41 compared with \$1.27 in the prior-year period.

Bruce A. Campbell, Chairman, President, and CEO, commenting on the third quarter said, "We were pleased with our revenue and operating income performance across all of our business segments especially in light of the challenging capacity environment and its impact on our cost structure."

Commenting on the Forward Air, Inc. ("FAI") business segment, Mr. Campbell said, "FAI revenue continues to benefit from the acquisition of Central States Trucking Company ('CST') along with strong year-over-year growth in our tonnage volumes and improving airport-to-airport pricing. These positive trends were partially offset by higher purchased transportation and recruiting costs resulting from our efforts to grow our fleet to keep pace with our increased shipping activity. CST contributed approximately \$21.1 million of revenue and \$2.5 million of operating income during the third guarter of 2014."

Commenting on the Forward Air Solutions ("Solutions") segment, Mr. Campbell said, "Solutions continues to show significant improvement in operating income driven primarily by the general rate increases initiated in the first quarter and excellent operating discipline. Compared to the prior-year quarter results, Solutions operating results improved over \$0.4 million, or 50.0% incremental profitability."

Addressing the Total Quality, Inc. ("TQI") business segment, Mr. Campbell said, "Despite a lack of revenue growth, we continue to experience improvement in operating income as a percentage of revenue as a result of operating efficiencies initiated during 2014."

In closing, Mr. Campbell said, "As always, I would like to thank the Forward Air team of employees and independent contractors for their dedication and hard work."

Commenting on the Company's guidance for the fourth quarter, Rodney L. Bell, Senior Vice President and CFO said, "We anticipate that our fourth quarter 2014 revenues will increase in the range of 18% to 22% over the comparable 2013 period. We expect income per diluted share to be between \$0.60 and \$0.66 per share. This compares to \$0.50 per share in the fourth quarter of 2013."

On October 23, 2014, our Board of Directors declared a quarterly cash dividend of \$0.12 per share of common stock. The dividend is payable to shareholders of record at the close of business on November 21, 2014, and is expected to be paid on December 8, 2014.

This quarterly dividend is pursuant to a cash dividend policy approved by the Board of Directors, which anticipates a total annual dividend of \$0.48 per share of common stock, payable in quarterly increments of \$0.12 per share of common stock. The actual declaration of future cash dividends, and the establishment of record and payment dates, is subject to final determination by the Board of Directors each quarter after its review of the Company's financial performance.

#### **Review of Financial Results**

Forward Air will hold a conference call to discuss third quarter 2014 results on Friday, October 24, 2014 at 9:00 a.m. EDT. The Company's conference call will be available online at <a href="https://www.forwardair.com">www.forwardair.com</a> or by dialing 800-230-1092. A replay of the conference call will be available at <a href="https://www.forwardair.com">www.forwardair.com</a> beginning shortly after the completion of the live call.

#### **About Forward Air Corporation**

Forward Air Corporation operates three business segments, Forward Air, Inc., Forward Air Solutions, Inc. and Total Quality, Inc.

Forward Air, Inc. is a leading provider of time-definite surface transportation and related logistics services to the North American expedited ground freight market. We offer our customers local pick-up and delivery (Forward Air Complete<sup>SM</sup>) and scheduled surface transportation of cargo as a cost-effective, reliable alternative to air transportation. We transport cargo that must be delivered at a specific time but is relatively less time-sensitive than traditional air freight or when air transportation is not economical. We also offer our customers an array of logistics and other services including: expedited full truckload (TLX); intermodal/drayage (Central States Trucking Co.); dedicated fleets; warehousing; customs brokerage; and shipment consolidation, deconsolidation and handling.

Forward Air Solutions, Inc. is a provider of pool distribution services. Pool distribution involves the consolidation and shipment of several smaller less-than-truckload shipments to a common area or region. Once at the regional destination, the loads are deconsolidated, then grouped with other shipments with common delivery points, and delivered in a very

precise, time-sensitive manner. Our pool distribution network consists of 24 terminals within the mid-Atlantic, Southeast, Midwest and Southwestern United States.

Total Quality, Inc. utilizes industry-leading temperature-controlled equipment, 24-hour monitoring and tracking technology and layered security features to provide our customers with the highest level of service. In addition to our core pharmaceutical services, we provide brokerage transportation services. Headquartered in central Michigan, we service the United States, Canada and Mexico.

### Forward Air Corporation Consolidated Statements of Comprehensive Income (In thousands, except per share data) (Unaudited)

	Three months ended				Nine months ended				
	Sep	otember 30, 2014	Sep	otember 30, 2013	Sep	otember 30, 2014	Sep	otember 30, 2013	
Operating revenue	\$	201,477	\$	170,033	\$	566,897	\$	471,396	
Operating expenses:									
Purchased transportation		85,874		75,211		242,259		206,462	
Salaries, wages and employee benefits		45,651		39,165		131,464		109,149	
Operating leases		8,503		6,991		25,019		20,923	
Depreciation and amortization		8,115		6,220		22,879		17,377	
Insurance and claims		3,747		3,290		10,978		9,164	
Fuel expense		5,012		3,871		14,990		10,535	
Other operating expenses		17,669		12,428		48,537		36,634	
Total operating expenses		174,571		147,176		496,126		410,244	
Income from operations		26,906		22,857		70,771		61,152	
Other income (expense):									
Interest expense		(172)		(145)		(355)		(401)	
Other, net		(55)		27		144		72	
Total other income (expense)		(227)		(118)		(211)		(329)	
Income before income taxes		26,679		22,739		70,560		60,823	
Income taxes		9,935		8,542		26,437		21,941	
Net income and comprehensive income	\$	16,744	\$	14,197	\$	44,123	\$	38,882	
Net income per share:									
Basic	\$	0.55	\$	0.47	\$	1.44	\$	1.30	
Diluted	\$	0.54	\$	0.46	\$	1.41	\$	1.27	
Weighted average shares outstanding:					-				
Basic		30,415		30,374		30,710		30,017	
Diluted		30,932		30,986		31,234		30,677	
Dividends per share:	\$	0.12	\$	0.10	\$	0.36	\$	0.30	

## Forward Air Corporation Components of Consolidated Revenue and Purchased Transportation (In thousands) (Unaudited)

	Three months ended							
	Sep	otember 30,	Percent of	Sep	tember 30,	Percent of		Percent
		2014	Revenue		2013	Revenue	Change	Change
Operating Revenue								
Forward Air								
Airport-to-airport	\$	111,429	69.6%	\$	101,238	78.6%	\$10,191	10.1%
Logistics services								
Expedited full truckload - TLX		19,955	12.5		19,138	14.9	817	4.3
Intermodal/drayage		15,799	9.9		1,090	8.0	14,709	1,349.4
Total Logistics services		35,754	22.4		20,228	15.7	15,526	76.8
Other Forward Air services		12,902	8.0		7,325	5.7	5,577	76.1
Forward Air - Total revenue		160,085	79.4		128,791	75.8	31,294	24.3
TQI - Pharmaceutical services		12,029	6.0		12,431	7.3	(402)	(3.2)
Forward Air Solutions - Pool distribution		30,615	15.2		29,827	17.5	788	2.6
Intersegment eliminations		(1,252)	(0.6)		(1,016)	(0.6)	(236)	23.2
Consolidated operating revenue	\$	201,477	100.0%	\$	170,033	100.0%	\$31,444	18.5%

	Three months ended									
	Sep	tember 30,	Percent of	Sep	tember 30,	Percent of		Percent		
		2014	Revenue		2013	Revenue	Change	Change		
Purchased Transportation						_				
Forward Air										
Airport-to-airport	\$	47,720	42.8%	\$	42,542	42.0%	\$ 5,178	12.2%		
Logistics services										
Expedited full truckload - TLX		15,048	75.4		14,545	76.0	503	3.5		
Intermodal/drayage		5,966	37.8		708	65.0	5,258	742.7		
Total Logistics services		21,014	58.8		15,253	75.4	5,761	37.8		
Other Forward Air services		3,191	24.7		2,116	28.9	1,075	50.8		
Forward Air - Total purchased										
transportation		71,925	44.9		59,911	46.5	12,014	20.1		
TQI - Pharmaceutical services		6,018	50.0		6,921	55.7	(903)	(13.0)		
Forward Air Solutions - Pool distribution		8,767	28.6		9,094	30.5	(327)	(3.6)		
Intersegment eliminations		(836)	66.8		(715)	70.4	(121)	16.9		
Consolidated purchased transportation	\$	85,874	42.6%	\$	75,211	44.2%	\$10,663	14.2%		

## Forward Air Corporation Components of Consolidated Revenue and Purchased Transportation (In thousands) (Unaudited)

	Nine months ended								
	Sep	otember 30,	Percent of	September 30,		Percent of		Percent	
		2014	Revenue		2013	Revenue	Change	Change	
Operating Revenue									
Forward Air									
Airport-to-airport	\$	317,147	70.7%	\$	289,163	78.4%	\$27,984	9.7%	
Logistics services									
Expedited full truckload - TLX		56,582	12.6		55,219	15.0	1,363	2.5	
Intermodal/drayage		39,146	8.7		3,801	1.0	35,345	929.9	
Total Logistics services		95,728	21.3		59,020	16.0	36,708	62.2	
Other Forward Air services		35,663	8.0		20,797	5.6	14,866	71.5	
Forward Air - Total revenue		448,538	79.1		368,980	78.3	79,558	21.6	
TQI - Pharmaceutical services		36,771	6.5		28,545	6.1	8,226	28.8	
Forward Air Solutions - Pool distribution		84,872	15.0		76,381	16.1	8,491	11.1	
Intersegment eliminations		(3,284)	(0.6)		(2,510)	(0.5)	(774)	30.8	
Consolidated operating revenue	\$	566,897	100.0%	\$	471,396	100.0%	\$95,501	20.3%	

	Nine months ended								
	Se	otember 30,	Percent of	f September 30,		Percent of		Percent	
		2014	Revenue		2013	Revenue	Change	Change	
Purchased Transportation						_			
Forward Air									
Airport-to-airport	\$	133,245	42.0%	\$	119,007	41.2%	\$14,238	12.0%	
Logistics services									
Expedited full truckload - TLX		43,419	76.7		41,579	75.3	1,840	4.4	
Intermodal/drayage		15,859	40.5		2,328	61.2	13,531	581.2	
Total Logistics services		59,278	61.9		43,907	74.4	15,371	35.0	
Other Forward Air services		8,774	24.6		6,006	28.9	2,768	46.1	
Forward Air - Total purchased									
transportation		201,297	44.9		168,920	45.8	32,377	19.2	
TQI - Pharmaceutical services		18,698	50.8		15,835	55.5	2,863	18.1	
Forward Air Solutions - Pool distribution		24,681	29.1		23,621	30.9	1,060	4.5	
Intersegment eliminations		(2,417)	73.6		(1,914)	76.3	(503)	26.3	
Consolidated purchased transportation	\$	242,259	42.7%	\$	206,462	43.8%	\$35,797	17.3%	

#### Forward Air Corporation Consolidated Balance Sheets (In thousands) (Unaudited)

	Sept	tember 30, 2014	30, December 3 2013(a)		
Assets					
Current assets:					
Cash and cash equivalents	\$	24,573	\$	127,367	
Accounts receivable, net		100,016		76,500	
Other current assets		14,057		16,493	
Total current assets		138,646		220,360	
Property and equipment		303,755		271,050	
Less accumulated depreciation and amortization		127,259		116,287	
Net property and equipment Goodwill and other acquired intangibles:		176,496		154,763	
Goodwill		140,678		88,496	
Other acquired intangibles, net of accumulated amortization		71,778		40,110	
Total net goodwill and other acquired intangibles		212,456		128,606	
Other assets		2,347		2,540	
Total assets	\$	529,945	\$	506,269	
Liabilities and Shareholders' Equity					
Current liabilities:					
Accounts payable	\$	21,395	\$	16,267	
Accrued expenses		23,356		18,275	
Current portion of debt and capital lease obligations		280		69	
Total current liabilities		45,031		34,611	
Debt and capital lease obligations, less current portion		1,346		3	
Other long-term liabilities		8,148		8,940	
Deferred income taxes		28,838		26,850	
Shareholders' equity:					
Common stock		302		305	
Additional paid-in capital		126,516		107,726	
Retained earnings		319,764		327,834	
Total shareholders' equity		446,582		435,865	
Total liabilities and shareholders' equity	\$	529,945	\$	506,269	

<sup>(</sup>a) Taken from audited financial statements, which are not presented in their entirety.

# Forward Air Corporation Condensed Consolidated Statements of Cash Flows (In thousands) (Unaudited)

	Three months ended				
	Sep	tember 30, 2014	Sept	tember 30, 2013	
Operating activities:					
Net income	\$	16,744	\$	14,197	
Adjustments to reconcile net income to net cash provided by operating activities					
Depreciation and amortization		8,115		6,220	
Share-based compensation		1,676		1,525	
Gain on disposal of property and equipment		(329)		(185)	
Provision for loss (recovery) on receivables		46		(56)	
Provision for revenue adjustments		646		579	
Deferred income tax		156		1,722	
Excess tax benefit for stock options exercised		353		(337)	
Changes in operating assets and liabilities					
Accounts receivable		(3,148)		(7,458)	
Prepaid expenses and other current assets		1,032		515	
Accounts payable and accrued expenses		587		6,515	
Net cash provided by operating activities		25,878		23,237	
Investing activities:					
Proceeds from disposal of property and equipment		1,120		617	
Purchases of property and equipment		(3,681)		(5,272)	
Acquisition of business, net of cash acquired		(1,350)		_	
Other		246		(51)	
Net cash used in investing activities	-	(3,665)		(4,706)	
Financing activities:					
Payments of debt and capital lease obligations		(84)		(48)	
Proceeds from exercise of stock options		1,503		1,687	
Payments of cash dividends		(3,662)		(3,057)	
Repurchase of common stock (repurchase program)		(19,987)		_	
Excess tax benefit for stock options exercised		(353)		337	
Net cash used in financing activities		(22,583)	-	(1,081)	
Net (decrease) increase in cash		(370)	-	17,450	
Cash at beginning of period		24,943		81,101	
Cash at end of period	\$	24,573	\$	98,551	
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### Forward Air Corporation Condensed Consolidated Statements of Cash Flows (In thousands) (Unaudited)

	Nine months ended				
	Sep	otember 30, 2014	Sep	tember 30, 2013	
Operating activities:					
Net income	\$	44,123	\$	38,882	
Adjustments to reconcile net income to net cash provided by operating activities					
Depreciation and amortization		22,879		17,377	
Share-based compensation		5,005		4,619	
Gain on disposal of property and equipment		(441)		(468)	
Provision for (recovery) loss on receivables		(39)		234	
Provision for revenue adjustments		1,896		1,705	
Deferred income tax		1,729		4,658	
Excess tax benefit for stock options exercised		(554)		(3,207)	
Changes in operating assets and liabilities					
Accounts receivable		(15,875)		(4,262)	
Prepaid expenses and other current assets		(1,397)		(1,575)	
Accounts payable and accrued expenses		7,767		2,524	
Net cash provided by operating activities		65,093		60,487	
Investing activities:					
Proceeds from disposal of property and equipment		1,582		1,665	
Purchases of property and equipment		(37,101)		(33,266)	
Acquisition of business, net of cash acquired		(84,348)		(45,328)	
Other		53		(111)	
Net cash used in investing activities		(119,814)		(77,040)	
Financing activities:					
Payments of debt and capital lease obligations		(9,662)		(20,351)	
Proceeds from exercise of stock options		13,083		29,866	
Payments of cash dividends		(11,141)		(9,071)	
Repurchase of common stock (repurchase program)		(39,972)			
Common stock issued under employee stock purchase plan		148		137	
Cash settlement of share-based awards for minimum tax withholdings		(1,083)		(866)	
Excess tax benefit for stock options exercised		554		3,207	
Net cash (used in) provided by financing activities		(48,073)		2,922	
Net decrease in cash		(102,794)		(13,631)	
Cash at beginning of period		127,367		112,182	
Cash at end of period	\$	24,573	\$	98,551	
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Forward Air Corporation Segment Information (In millions) (Unaudited)

#### Three months ended

Poperating revenue		September 30,	Percent of	September 30,	Percent of		Percent
Property						Change	
Property	Operating revenue	-					
TOI		\$ 160.1	79.4%	\$ 128.8	75.8%	\$ 31.3	24.3%
Intercompany eliminations   12   0.6   0.10   0.6   0.2   20.0   10.1   10.0   10.0   31.5   18.5   10.0   10.0   10.0   31.5   18.5   10.0   10.0   10.0   31.5   18.5   10.0   10.0   10.0   31.5   18.5   10.0   10.0   10.0   31.5   18.5   10.0   10.0   10.0   31.5   18.5   10.0   10.0   10.0   10.0   31.5   18.5   10.0	FASI	30.6	15.2	29.8	17.5	8.0	2.7
Purchased transportation	TQI	12.0	6.0	12.4	7.3	(0.4)	(3.2)
Purchased transportation   Forward Air   F	Intercompany eliminations	(1.2)	(0.6)	(1.0)	(0.6)	(0.2)	20.0
Forward Air	Total		100.0		100.0	31.5	18.5
Forward Air		'					
FASI   8.8   28.8   9.1   30.5   (0.3)   (3.3)   TQI   6.0   50.0   6.9   55.6   (0.9)   (1.3)   TQI   (0.8)   66.7   (0.7)   70.0   (0.1)   14.3   (0.8)   66.7   (0.7)   70.0   (0.1)   14.3   (0.8)   66.7   (0.7)   70.0   (0.1)   14.3   (0.8)   66.7   (0.7)   70.0   (0.1)   14.3   (0.8)   66.7   (0.7)   70.0   (0.1)   14.3   (0.8)   (0.8)   42.6   75.2   44.2   10.7   14.2   (0.7)   14.2							
TQI 6.0 50.0 6.9 55.6 (0.9) (13.0)   Intercompany eliminations (0.8) 66.7 (0.7) 70.0 (0.1) 14.3   Total 85.9 42.6 75.2 44.2 10.7 14.2    Salaries, wages and employee benefits  Forward Air 33.1 20.7 27.3 21.2 5.8 21.2   FASI 10.4 34.0 10.0 33.6 0.4 4.0   TOI 2.2 18.3 1.8 14.5 0.4 22.2   Total 45.7 22.7 39.1 23.0 6.6 16.0 16.9    Operating leases   Forward Air 6.5 4.1 4.9 3.8 16 32.7   FASI 2.0 6.5 2.1 7.0 (0.1) (4.8)   TOI ————————————————————————————————————	Forward Air	71.9		59.9			
Intercompany eliminations   10.8   66.7   (0.7)   70.0   (0.1)   14.3   Total   85.9   42.6   75.2   44.2   10.7   14.2   10.7   14.2   10.7   14.2   10.5   14.2   10.7   14.2   10.5	FASI		28.8		30.5	(0.3)	(3.3)
Total   S5.9   42.6   75.2   44.2   10.7   14.2		6.0	50.0	6.9		(0.9)	
Salaries, wages and employee benefits  Forward Air 33.1 20.7 27.3 21.2 5.8 21.2 FASI 10.4 34.0 10.0 33.6 0.4 4.0 TQI 2.2 18.3 1.8 14.5 0.4 22.2 Total 45.7 22.7 39.1 23.0 6.6 16.9  Operating leases  Forward Air 6.5 4.1 4.9 3.8 1.6 32.7 FASI 2.0 6.5 4.1 7.0 (0.1) 4.8 TQI 2.1 Total 8.5 4.2 7.0 4.1 1.5 21.4 TQI 2.1 TOTAL 8.5 4.2 7.0 4.1 1.5 21.4 TQI 2.1 TOTAL 8.5 4.2 TQI 3.3 1.5 35.7 FASI 1.5 4.9 1.3 4.4 0.2 15.4 TQI 2.9 T	Intercompany eliminations	(0.8)	66.7	(0.7)	70.0	(0.1)	14.3
Deperciation	Total	85.9	42.6	75.2	44.2	10.7	14.2
Deperciation							
FASI TOIL         10.4         34.0         10.0         33.6         0.4         4.0           TOIL         45.7         22.7         39.1         23.0         6.6         16.9           Operating leases           Forward Air         6.5         4.1         4.9         3.8         1.6         32.7           FASI         2.0         6.5         2.1         7.0         (0.1)         (4.8)           TOI         —							
FASI TOIL         10.4         34.0         10.0         33.6         0.4         4.0           TOIL         45.7         22.7         39.1         23.0         6.6         16.9           Operating leases           Forward Air         6.5         4.1         4.9         3.8         1.6         32.7           FASI         2.0         6.5         2.1         7.0         (0.1)         (4.8)           TOI         —	Forward Air	33.1	20.7	27.3	21.2	5.8	21.2
TQI         2.2         18.3         1.8         14.5         0.4         22.2           Total         45.7         22.7         39.1         23.0         6.6         16.9           Operating leases           Forward Air         6.5         4.1         4.9         3.8         1.6         32.7           FASI         2.0         6.5         2.1         7.0         (0.1)         (4.8)           TQI         —	FASI	10.4	34.0	10.0		0.4	4.0
Total   45.7   22.7   39.1   23.0   6.6   16.9							
Forward Air   6.5							
Forward Air   6.5							
FASI TQI         2.0         6.5         2.1         7.0         (0.1)         (4.8)           TQI         — </td <td>. •</td> <td></td> <td></td> <td></td> <td></td> <td></td> <td></td>	. •						
TQI							
Total   8.5		2.0	6.5	2.1	7.0	(0.1)	(4.8)
Depreciation and amortization   Forward Air   5.7   3.6   4.2   3.3   1.5   35.7   FAS    1.5   4.9   1.3   4.4   0.2   15.4   TQI   0.9   7.5   0.7   5.7   0.2   28.6   Total   8.1   4.0   6.2   3.7   1.9   30.6							
Forward Air   5.7   3.6   4.2   3.3   1.5   35.7     FASI   1.5   4.9   1.3   4.4   0.2   15.4     TOI   0.9   7.5   0.7   5.7   0.2   28.6     Total   8.1   4.0   6.2   3.7   1.9   30.6     Insurance and claims     Forward Air   3.1   1.9   2.3   1.8   0.8   34.8     FASI   0.4   1.3   0.8   2.7   (0.4)   (50.0)     TOI   0.2   1.7   0.2   1.6   -	lotai	8.5	4.2	7.0	4.1	1.5	21.4
Forward Air   5.7   3.6   4.2   3.3   1.5   35.7     FASI   1.5   4.9   1.3   4.4   0.2   15.4     TOI   0.9   7.5   0.7   5.7   0.2   28.6     Total   8.1   4.0   6.2   3.7   1.9   30.6     Insurance and claims     Forward Air   3.1   1.9   2.3   1.8   0.8   34.8     FASI   0.4   1.3   0.8   2.7   (0.4)   (50.0)     TOI   0.2   1.7   0.2   1.6   -	Depreciation and amortization						
FASI TQI         1.5         4.9         1.3         4.4         0.2         15.4           TOtal         0.9         7.5         0.7         5.7         0.2         28.6           Total         8.1         4.0         6.2         3.7         1.9         30.6           Insurance and claims         Forward Air         3.1         1.9         2.3         1.8         0.8         34.8           FASI         0.4         1.3         0.8         2.7         (0.4)         (50.0)           TQI         0.2         1.7         0.2         1.6         —         —           Total         3.7         1.9         3.3         1.9         0.4         12.1           Forward Air         2.1         1.3         0.9         0.7         1.2         133.3           FASI         1.8         5.9         1.7         5.7         0.1         5.9           TQI         1.1         9.2         1.3         10.5         (0.2)         (15.4)           Total         5.0         2.5         3.9         2.3         1.1         28.2           Other operating expenses           Forward Air <th< td=""><td></td><td>5.7</td><td>3.6</td><td>4.2</td><td>3.3</td><td>1.5</td><td>35.7</td></th<>		5.7	3.6	4.2	3.3	1.5	35.7
TQI         0.9         7.5         0.7         5.7         0.2         28.6           Total         8.1         4.0         6.2         3.7         1.9         30.6           Insurance and claims         Forward Air         3.1         1.9         2.3         1.8         0.8         34.8           FASI         0.4         1.3         0.8         2.7         (0.4)         (50.0)           TQI         0.2         1.7         0.2         1.6         —         —           Total         3.7         1.9         3.3         1.9         0.4         12.1           Fuel expense         Forward Air         2.1         1.3         0.9         0.7         1.2         133.3           FASI         1.8         5.9         1.7         5.7         0.1         5.9           TQI         1.1         9.2         1.3         10.5         (0.2)         (15.4)           Total         5.0         2.5         3.9         2.3         1.1         28.2           Other operating expenses           Forward Air         13.5         8.4         8.7         6.7         4.8         55.2							
Total   8.1   4.0   6.2   3.7   1.9   30.6							
Insurance and claims							
Forward Air         3.1         1.9         2.3         1.8         0.8         34.8           FASI         0.4         1.3         0.8         2.7         (0.4)         (50.0)           TQI         0.2         1.7         0.2         1.6         —         —           Total         3.7         1.9         3.3         1.9         0.4         12.1           Forward Air         2.1         1.3         0.9         0.7         1.2         133.3           FASI         1.8         5.9         1.7         5.7         0.1         5.9           TQI         1.1         9.2         1.3         10.5         (0.2)         (15.4)           Total         5.0         2.5         3.9         2.3         1.1         28.2           Other operating expenses           Forward Air         13.5         8.4         8.7         6.7         4.8         55.2           FASI         3.9         12.7         3.4         11.4         0.5         14.7           TQI         0.7         5.8         0.6         4.8         0.1         16.7           Intercompany eliminations         (0.4)         <		-					
FASI TQI Total         0.4 0.2 3.7         1.3 1.9         0.8 0.2 1.6 0.4         2.7 1.6 12.1         (0.4) 0.4         (50.0) 1.6 12.1           Fuel expense           Forward Air         2.1 1.8 2.1 2.1 2.1 3.9 2.1 3.9 3.0 3.0 3.0 3.0 3.0 3.0 3.0 3.0 3.0 3.0	Insurance and claims						
TQI         0.2         1.7         0.2         1.6         —         —           Total         3.7         1.9         3.3         1.9         0.4         12.1           Fuel expense           Forward Air         2.1         1.3         0.9         0.7         1.2         133.3           FASI         1.8         5.9         1.7         5.7         0.1         5.9           TQI         1.1         9.2         1.3         10.5         (0.2)         (15.4)           Total         5.0         2.5         3.9         2.3         1.1         28.2           Other operating expenses           Forward Air         13.5         8.4         8.7         6.7         4.8         55.2           FASI         3.9         12.7         3.4         11.4         0.5         14.7           TQI         0.7         5.8         0.6         4.8         0.1         16.7           Intercompany eliminations         (0.4)         33.3         (0.3)         30.0         (0.1)         33.3           Total         17.7         8.8         12.4         7.3         5.3         42.7	Forward Air	3.1	1.9	2.3	1.8	8.0	34.8
Total         3.7         1.9         3.3         1.9         0.4         12.1           Fuel expense         Forward Air         2.1         1.3         0.9         0.7         1.2         133.3           FASI         1.8         5.9         1.7         5.7         0.1         5.9           TQI         1.1         9.2         1.3         10.5         (0.2)         (15.4)           Total         5.0         2.5         3.9         2.3         1.1         28.2           Other operating expenses           Forward Air         13.5         8.4         8.7         6.7         4.8         55.2           FASI         3.9         12.7         3.4         11.4         0.5         14.7           TQI         0.7         5.8         0.6         4.8         0.1         16.7           Intercompany eliminations         (0.4)         33.3         (0.3)         30.0         (0.1)         33.3           Total         17.7         8.8         12.4         7.3         5.3         42.7           Income from operations         Forward Air         24.2         15.1         20.6         16.0         3.6	FASI	0.4	1.3	0.8	2.7	(0.4)	(50.0)
Fuel expense Forward Air FASI TQI Total  Cother operating expenses Forward Air TQI TOI TOI TOI TOI TOI TOI TOI TOI TOI TO	TQI		1.7		1.6		
Forward Air         2.1         1.3         0.9         0.7         1.2         133.3           FASI         1.8         5.9         1.7         5.7         0.1         5.9           TQI         1.1         9.2         1.3         10.5         (0.2)         (15.4)           Total         5.0         2.5         3.9         2.3         1.1         28.2           Other operating expenses           Forward Air         13.5         8.4         8.7         6.7         4.8         55.2           FASI         3.9         12.7         3.4         11.4         0.5         14.7           TQI         0.7         5.8         0.6         4.8         0.1         16.7           Intercompany eliminations         (0.4)         33.3         (0.3)         30.0         (0.1)         33.3           Total         17.7         8.8         12.4         7.3         5.3         42.7           Income from operations         Forward Air         24.2         15.1         20.6         16.0         3.6         17.5           FASI         1.8         5.9         1.4         4.7         0.4         28.6 <t< td=""><td>Total</td><td>3.7</td><td>1.9</td><td>3.3</td><td>1.9</td><td>0.4</td><td>12.1</td></t<>	Total	3.7	1.9	3.3	1.9	0.4	12.1
Forward Air         2.1         1.3         0.9         0.7         1.2         133.3           FASI         1.8         5.9         1.7         5.7         0.1         5.9           TQI         1.1         9.2         1.3         10.5         (0.2)         (15.4)           Total         5.0         2.5         3.9         2.3         1.1         28.2           Other operating expenses           Forward Air         13.5         8.4         8.7         6.7         4.8         55.2           FASI         3.9         12.7         3.4         11.4         0.5         14.7           TQI         0.7         5.8         0.6         4.8         0.1         16.7           Intercompany eliminations         (0.4)         33.3         (0.3)         30.0         (0.1)         33.3           Total         17.7         8.8         12.4         7.3         5.3         42.7           Income from operations         Forward Air         24.2         15.1         20.6         16.0         3.6         17.5           FASI         1.8         5.9         1.4         4.7         0.4         28.6 <t< td=""><td>Fuel expense</td><td></td><td></td><td></td><td></td><td></td><td></td></t<>	Fuel expense						
FASI         1.8         5.9         1.7         5.7         0.1         5.9           TQI         1.1         9.2         1.3         10.5         (0.2)         (15.4)           Total         5.0         2.5         3.9         2.3         1.1         28.2           Other operating expenses           Forward Air         13.5         8.4         8.7         6.7         4.8         55.2           FASI         3.9         12.7         3.4         11.4         0.5         14.7           TQI         0.7         5.8         0.6         4.8         0.1         16.7           Intercompany eliminations         (0.4)         33.3         (0.3)         30.0         (0.1)         33.3           Total         17.7         8.8         12.4         7.3         5.3         42.7           Income from operations         24.2         15.1         20.6         16.0         3.6         17.5           FASI         1.8         5.9         1.4         4.7         0.4         28.6           TQI         0.9         7.5         0.9         7.3         -         -         -		2.1	13	0.0	0.7	1 2	133 3
TQI         1.1         9.2         1.3         10.5         (0.2)         (15.4)           Total         5.0         2.5         3.9         2.3         1.1         28.2           Other operating expenses           Forward Air         13.5         8.4         8.7         6.7         4.8         55.2           FASI         3.9         12.7         3.4         11.4         0.5         14.7           TQI         0.7         5.8         0.6         4.8         0.1         16.7           Intercompany eliminations         (0.4)         33.3         (0.3)         30.0         (0.1)         33.3           Total         17.7         8.8         12.4         7.3         5.3         42.7           Income from operations         5.0         1.8         1.2         1.4         4.7         0.4         28.6           FASI         1.8         5.9         1.4         4.7         0.4         28.6           TQI         0.9         7.5         0.9         7.3         -         -         -							
Total         5.0         2.5         3.9         2.3         1.1         28.2           Other operating expenses           Forward Air         13.5         8.4         8.7         6.7         4.8         55.2           FASI         3.9         12.7         3.4         11.4         0.5         14.7           TQI         0.7         5.8         0.6         4.8         0.1         16.7           Intercompany eliminations         (0.4)         33.3         (0.3)         30.0         (0.1)         33.3           Total         17.7         8.8         12.4         7.3         5.3         42.7           Income from operations         Forward Air         24.2         15.1         20.6         16.0         3.6         17.5           FASI         1.8         5.9         1.4         4.7         0.4         28.6           TQI         0.9         7.5         0.9         7.3         -         -							
Other operating expenses         Forward Air       13.5       8.4       8.7       6.7       4.8       55.2         FASI       3.9       12.7       3.4       11.4       0.5       14.7         TQI       0.7       5.8       0.6       4.8       0.1       16.7         Intercompany eliminations       (0.4)       33.3       (0.3)       30.0       (0.1)       33.3         Total       17.7       8.8       12.4       7.3       5.3       42.7         Income from operations       Forward Air       24.2       15.1       20.6       16.0       3.6       17.5         FASI       1.8       5.9       1.4       4.7       0.4       28.6         TQI       0.9       7.5       0.9       7.3       -       -							
Forward Air         13.5         8.4         8.7         6.7         4.8         55.2           FASI         3.9         12.7         3.4         11.4         0.5         14.7           TQI         0.7         5.8         0.6         4.8         0.1         16.7           Intercompany eliminations         (0.4)         33.3         (0.3)         30.0         (0.1)         33.3           Total         17.7         8.8         12.4         7.3         5.3         42.7           Income from operations         Forward Air         24.2         15.1         20.6         16.0         3.6         17.5           FASI         1.8         5.9         1.4         4.7         0.4         28.6           TQI         0.9         7.5         0.9         7.3         —         —							
FASI         3.9         12.7         3.4         11.4         0.5         14.7           TQI         0.7         5.8         0.6         4.8         0.1         16.7           Intercompany eliminations         (0.4)         33.3         (0.3)         30.0         (0.1)         33.3           Total         17.7         8.8         12.4         7.3         5.3         42.7           Income from operations           Forward Air         24.2         15.1         20.6         16.0         3.6         17.5           FASI         1.8         5.9         1.4         4.7         0.4         28.6           TQI         0.9         7.5         0.9         7.3         —         —	Other operating expenses						
TQI         0.7         5.8         0.6         4.8         0.1         16.7           Intercompany eliminations         (0.4)         33.3         (0.3)         30.0         (0.1)         33.3           Total         17.7         8.8         12.4         7.3         5.3         42.7           Income from operations         Forward Air         24.2         15.1         20.6         16.0         3.6         17.5           FASI         1.8         5.9         1.4         4.7         0.4         28.6           TQI         0.9         7.5         0.9         7.3         —         —	Forward Air	13.5	8.4	8.7	6.7	4.8	55.2
Intercompany eliminations         (0.4)         33.3         (0.3)         30.0         (0.1)         33.3           Total         17.7         8.8         12.4         7.3         5.3         42.7           Income from operations         Forward Air         24.2         15.1         20.6         16.0         3.6         17.5           FASI         1.8         5.9         1.4         4.7         0.4         28.6           TQI         0.9         7.5         0.9         7.3         —         —	FASI	3.9	12.7	3.4	11.4	0.5	14.7
Total         17.7         8.8         12.4         7.3         5.3         42.7           Income from operations           Forward Air         24.2         15.1         20.6         16.0         3.6         17.5           FASI         1.8         5.9         1.4         4.7         0.4         28.6           TQI         0.9         7.5         0.9         7.3         —         —	TQI	0.7	5.8	0.6	4.8	0.1	16.7
Total         17.7         8.8         12.4         7.3         5.3         42.7           Income from operations           Forward Air         24.2         15.1         20.6         16.0         3.6         17.5           FASI         1.8         5.9         1.4         4.7         0.4         28.6           TQI         0.9         7.5         0.9         7.3         —         —	Intercompany eliminations	(0.4)	33.3	(0.3)	30.0	(0.1)	33.3
Forward Air       24.2       15.1       20.6       16.0       3.6       17.5         FASI       1.8       5.9       1.4       4.7       0.4       28.6         TQI       0.9       7.5       0.9       7.3       —       —							
Forward Air       24.2       15.1       20.6       16.0       3.6       17.5         FASI       1.8       5.9       1.4       4.7       0.4       28.6         TQI       0.9       7.5       0.9       7.3       —       —		-					
FASI       1.8       5.9       1.4       4.7       0.4       28.6         TQI       0.9       7.5       0.9       7.3       —       —	Income from operations						
TQI 0.9 7.5 0.9 7.3 — —	Forward Air	24.2	15.1	20.6	16.0	3.6	17.5
	FASI	1.8	5.9	1.4	4.7	0.4	28.6
Total \$ 26.9 13.3% \$ 22.9 13.5% \$ 4.0 17.5%	TQI	0.9	7.5	0.9	7.3	—	—
	Total	\$ 26.9	13.3%	\$ 22.9	13.5%	\$ 4.0	17.5%

#### Forward Air Corporation Segment Information (In millions) (Unaudited)

Nine	m	ontr	ıs en	ded

	September 30,	Percent of	September 30,	Percent of		Percent	
	2014	Revenue	2013	Revenue	Change	Change	
Operating revenue							
Forward Air	\$ 448.5	79.1%	\$ 369.0	78.3%	\$ 79.5	21.5%	
FASI	84.9	15.0	76.4	16.2	8.5	11.1	
TQI	36.8	6.5	28.5	6.0	8.3	29.1	
Intercompany eliminations	(3.3)	(0.6)	(2.5)	(0.5)	(8.0)	32.0	
Total	566.9	100.0	471.4	100.0	95.5	20.3	
Purchased transportation							
Forward Air	201.3	44.9	168.9	45.8	32.4	19.2	
FASI	24.6	29.0	23.6	30.9	1.0	4.2	
TQI	18.7	50.8	15.9	55.8	2.8	17.6	
Intercompany eliminations	(2.4)	72.7	(1.9)	76.0	(0.5)	26.3	
Total	242.2	42.7	206.5	43.8	35.7	17.3	
Salaries, wages and employee benefits							
Forward Air	96.1	21.4	78.0	21.1	18.1	23.2	
FASI	29.0	34.2	26.8	35.1	2.2	8.2	
TQI	6.4	17.4	4.4	15.4	2.0	45.5	
Total	131.5	23.2	109.2	23.2	22.3	20.4	
Operating leases							
Forward Air	18.4	4.1	14.9	4.0	3.5	23.5	
FASI	6.5	7.7	5.9	7.7	0.6	10.2	
TQI	0.1	0.3	0.1	0.4	_	_	
Total	25.0	4.4	20.9	4.4	4.1	19.6	
Depreciation and amortization							
Forward Air	16.0	3.6	12.1	3.3	3.9	32.2	
FASI	4.2	4.9	3.6	4.7	0.6	16.7	
TQI	2.7	7.3	1.7	6.0	1.0	58.8	
Total	22.9	4.0	17.4	3.7	5.5	31.6	
Insurance and claims							
Forward Air	8.7	1.9	6.5	1.8	2.2	33.8	
FASI	1.8	2.1	2.3	3.0	(0.5)	(21.7)	
TQI	0.5	1.4	0.4	1.4	0.1	25.0	
Total	11.0	2.0	9.2	1.9	1.8	19.6	
Fuel expense							
Forward Air	6.2	1.4	2.9	8.0	3.3	113.8	
FASI	5.3	6.2	4.8	6.3	0.5	10.4	
TQI	3.5	9.5	2.8	9.8	0.7	25.0	
Total	15.0	2.6	10.5	2.2	4.5	42.9	

Other operating expenses

Forward Air	37.0	8.3	26.9	7.3		10.1	37.5
FASI	10.7	12.6	9.0	11.8		1.7	18.9
TQI	1.7	4.6	1.3	4.5		0.4	30.8
Intercompany eliminations	(0.9)	27.3	(0.6)	24.0		(0.3)	50.0
Total	 48.5	8.6	36.6	7.8	_	11.9	32.5
Income from operations							
Forward Air	64.8	14.4	58.8	15.9		6.0	10.2
FASI	2.8	3.3	0.4	0.5		2.4	600.0
TQI	3.2	8.7	1.9	6.7		1.3	68.4
Total	\$ 70.8	12.5%	\$ 61.1	13.0%	\$	9.7	15.9%

### Forward Air Corporation Forward Air Inc. Operating Statistics

Three months ended September 30, September 30, Percent 2014 2013 Change Operating ratio 84.9% 84.0% 1.1% Business days 64.0 64.0 Business weeks 12.8 12.8 Airport-to-airport: Tonnage Total pounds<sup>1</sup> 484,827 462,297 4.9 Average weekly pounds<sup>1</sup> 37,877 36,117 4.9 Linehaul shipments Total linehaul 734,163 688,257 6.7 Average weekly 57,356 53,770 6.7 Forward Air Complete shipments 146,024 124,184 17.6 As a percentage of linehaul shipments 18.0% 19.9% 10.6 Average linehaul shipment size 672 660 (1.8)Revenue per pound<sup>2</sup> Linehaul yield \$ 17.69 \$ 16.97 3.3 Fuel surcharge impact 1.94 1.85 0.4 Forward Air Complete impact 3.35 3.08 1.2 Total airport-to-airport yield \$ 22.98 \$ 21.90 4.9 **Expedited full truckload - TLX:** Miles Owner operator<sup>1</sup> 6,391 8,915 (28.3)Third party<sup>1</sup> 4,895 3,815 28.3 **Total Miles** 11,286 12,730 (11.3)Revenue per mile \$ 1.77 \$ 1.50 18.0 Cost per mile \$ 1.33 \$ 1.14 16.7%

<sup>&</sup>lt;sup>1</sup> - In thousands

 $<sup>^{\</sup>rm 2}$  - In dollars per hundred pound; percentage change is expressed as a percent of total yield.

### Forward Air Corporation Forward Air Inc. Operating Statistics

Nine months ended September 30, September 30, Percent 2014 2013 Change Operating ratio 85.6% 84.1% 1.8% Business days 191.0 191.0 Business weeks 38.2 38.2 Airport-to-airport: Tonnage Total pounds<sup>1</sup> 1,399,687 1,320,382 6.0 Average weekly pounds<sup>1</sup> 36,641 34,565 6.0 Linehaul shipments Total linehaul 2,127,645 2,038,599 4.4 55,698 Average weekly 53,366 4.4 Forward Air Complete shipments 393,170 353,270 11.3 As a percentage of linehaul shipments 18.5% 17.3% 6.9 1.5 Average linehaul shipment size 658 648 Revenue per pound<sup>2</sup> Linehaul yield \$ 17.56 \$ 17.08 2.2 Fuel surcharge impact 2.00 1.92 0.4 Forward Air Complete impact 3.10 2.90 0.9 22.66 \$ 21.90 3.5 Total airport-to-airport yield **Expedited full truckload - TLX:** Miles 20,288 26,399 (23.1)Owner operator<sup>1</sup> Third party<sup>1</sup> 13,547 10,663 27.0 **Total Miles** 33,835 37,062 (8.7)Revenue per mile \$ 1.49 1.67 12.1 \$ \$ 14.3% Cost per mile 1.28 1.12

<sup>&</sup>lt;sup>1</sup> - In thousands

 $<sup>^{\</sup>rm 2}$  - In dollars per hundred pound; percentage change is expressed as a percent of total yield.

This press release contains "forward-looking statements," as defined in Section 27A of the Securities Act of 1933, as amended, and Section 21E of the Securities Exchange Act of 1934, as amended, Forward-looking statements are statements other than historical information or statements of current condition and relate to future events or our future financial performance. Some forward-looking statements may be identified by use of such terms as "believes," "anticipates," "intends," "plans," "estimates," "projects" or "expects." Such forward-looking statements involve known and unknown risks, uncertainties and other factors that may cause our actual results, performance or achievements to be materially different from any future results, performance or achievements expressed or implied by such forward-looking statements. The following is a list of factors, among others, that could cause actual results to differ materially from those contemplated by the forward-looking statements: economic factors such as recessions, inflation, higher interest rates and downturns in customer business cycles, our inability to maintain our historical growth rate because of a decreased volume of freight moving through our network or decreased average revenue per pound of freight moving through our network, increasing competition and pricing pressure, surplus inventories, loss of a major customer, the creditworthiness of our customers and their ability to pay for services rendered, our ability to secure terminal facilities in desirable locations at reasonable rates, the inability of our information systems to handle an increased volume of freight moving through our network, changes in fuel prices, claims for property damage, personal injuries or workers' compensation, employment matters including rising health care costs, enforcement of and changes in governmental regulations, environmental and tax matters, the handling of hazardous materials, the availability and compensation of qualified independent owner-operators and freight handlers needed to serve our transportation needs and our inability to successfully integrate acquisitions. As a result of the foregoing, no assurance can be given as to future financial condition, cash flows or results of operations. We undertake no obligation to update or revise any forward-looking statements, whether as a result of new information, future events or otherwise.

Forward Air Corporation Rodney L. Bell, 423-636-7000 rbell@forwardair.com

Source: Forward Air Corporation