
**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, DC 20549**

FORM 8-K

**CURRENT REPORT
PURSUANT TO SECTION 13 OR 15(D) OF THE
SECURITIES EXCHANGE ACT OF 1934
Date of report (Date of earliest event reported): April 5, 2018**

SCHNEIDER NATIONAL, INC.
(Exact Name of Registrant as Specified in Charter)

Wisconsin
(State or other jurisdiction
of incorporation)

001-38054
(Commission
File Number)

39-1258315
(I.R.S. Employer
Identification No.)

**3101 South Packerland Drive
Green Bay, WI 54313**
(Address of Principal Executive Offices)

Registrant's telephone number, including area code: (920) 592-2000

(Former Name or Former Address, if Changed Since Last Report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- Written communication pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communication pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communication pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (17 CFR §230.405) or Rule 12b-2 of the Securities Exchange Act of 1934 (17 CFR §240.12b-2).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

ITEM 5.02. Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

On April 5, 2018, Schneider National, Inc. (the "Company") announced that Stephen L. Bruffett accepted an offer to become the Company's Executive Vice President and Chief Financial Officer. Mr. Bruffett is expected to begin serving as the Company's Chief Financial Officer on April 29, 2018.

Prior to joining the Company, Mr. Bruffett, age 54, served as Executive Vice President and Chief Financial Officer of Con-way Inc., a multinational freight transportation and logistics company with annual revenues of approximately \$5.5 billion, from 2008 until 2015, when Con-way Inc. was acquired by XPO Logistics, Inc. Before becoming Executive Vice President and Chief Financial Officer of Con-way Inc., Mr. Bruffett was employed in several senior financial leadership positions by YRC Worldwide Inc., a publicly-traded transportation services company, from 1998-2008, including Executive Vice President and Chief Financial Officer from 2007-2008. Prior to his time at YRC Worldwide Inc., Mr. Bruffett served as Director of Finance at American Freightways from 1992-1998. Mr. Bruffett holds a bachelor's degree in business administration from the University of Arkansas and a master's degree in business administration from the University of Texas.

As Executive Vice President and Chief Financial Officer, Mr. Bruffett's annual base salary will be \$475,000, and he will be eligible for an annual cash incentive opportunity with a target of 89% of base salary. He will also receive long-term equity incentive compensation in the form of a grant of restricted stock with a grant date value of \$250,000, performance shares with a target grant date value of \$500,000 and stock options with a grant date value of \$250,000, and he will receive one-time relocation benefits. Mr. Bruffett's future compensation will be determined by the Compensation Committee of the Company's Board of Directors in a manner consistent with its determination of compensation for the rest of the Company's senior management, and he will generally be eligible for participation in the benefit programs offered to the Company's other senior management, which are described in the Company's Definitive Proxy Statement on Schedule 14A filed with the Securities and Exchange Commission on March 8, 2018.

The Company's press release issued on April 5, 2018 announcing Mr. Bruffett's appointment is filed herewith as Exhibit 99.1 and incorporated herein by reference.

The Company previously announced on January 5, 2018 that Lori A. Lutey, the Company's current Executive Vice President and Chief Financial Officer, would be retiring after a transition period. Ms. Lutey's retirement is expected to become effective on April 27, 2018 in connection with Mr. Bruffett's commencement of his role as the Company's new Executive Vice President and Chief Financial Officer.

ITEM 9.01. Financial Statements and Exhibits.

(d) Exhibits. The following exhibit is being filed herewith:

<u>Exhibit No.</u>	<u>Description of Exhibit</u>
99.1	Press release dated April 5, 2018

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

SCHNEIDER NATIONAL, INC.

Date: April 5, 2018

By: /s/ Paul J. Kardish

Name: Paul J. Kardish

Title: Executive Vice President, General Counsel and
Corporate Secretary



FOR IMMEDIATE RELEASE

Media Contacts:

Schneider National, Inc.

Pat Costello, CPA

(920) 592-SNDR

investor@schneider.com

Hiebing

Erin Elliott

(920) 592-3555

eelliott@hiebing.com

Schneider National, Inc. Names Stephen L. Bruffett Executive Vice President-CFO

GREEN BAY, Wis. (April 5, 2018) – Schneider National, Inc. (NYSE: SNDR), a premier provider of trucking, intermodal and logistics services, announced Stephen L. Bruffett will join the company as Executive Vice President and Chief Financial Officer on April 29, 2018. Bruffett replaces Lori A. Lutey, who announced her retirement earlier in the year.

Prior to joining Schneider, Bruffett served as Executive Vice President and Chief Financial Officer of Con-way Inc. Before joining Con-way in 2008, Bruffett held senior leadership positions at YRC Worldwide Inc., rising to the role of Executive Vice President and CFO, and American Freightways.

Bruffett holds a bachelor's degree in business administration from the University of Arkansas and a master's degree in business administration from the University of Texas.

“Stephen has nearly a decade of public company CFO experience in the transportation industry – his proven track record, along with his strong operational approach to finance and leadership skills will complement our management team,” said Schneider President and Chief Executive Officer Chris Lofgren. “Among the many other great qualities that Stephen brings to the team, his public company experience will augment our newly created connectivity with the analyst and investor community.”

Schneider previously announced on January 5, 2018 that Lutey would be retiring after a transition period. Lutey's retirement is expected to become effective on April 27, 2018 in connection with Bruffett's commencement of his role.

About Schneider



Schneider is a premier provider of transportation and logistics services. Offering one of the broadest portfolios in the industry, Schneider's solutions include Regional and Long-Haul Truckload, Expedited, Dedicated, Bulk, Intermodal, Final Mile, LTL, Brokerage, Warehousing, Supply Chain Management and Port Logistics.

A \$4.4 billion company (2017 revenue), Schneider has been delivering superior customer experiences and safely getting it done for over 80 years.

Source: Schneider SNDR

###