

RR Donnelley & Sons Co  
Form 8-K  
October 19, 2018

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**  
**WASHINGTON, D.C. 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): October 18, 2018**

**R. R. DONNELLEY & SONS COMPANY**

**(Exact name of Registrant as Specified in Its Charter)**

**1-4694**  
**(Commission**

**File Number)**

**Delaware**  
**(State or Other Jurisdiction**

**of Incorporation)**

**36-1004130**  
**(IRS Employer**

**Identification No.)**

**35 West Wacker Drive,**

**Chicago, Illinois**  
**(Address of Principal Executive Offices)**

**60601**  
**(Zip Code)**  
**(312) 326-8000**

**(Registrant's Telephone Number, Including Area Code)**

**Not Applicable**

**(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:

Written communications 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 communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

Pre-commencement communications 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 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

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 8.01 Other Events.**

The previously announced cash tender offers (the **Offers** ) by R. R. Donnelley & Sons Company (the **Company** ) to purchase up to \$430 million in aggregate principal amount (the **Aggregate Maximum Tender Amount** ) of the Company's outstanding 7.625% Senior Notes due 2020 (the **2020 Notes** ), 7.875% Senior Notes due 2021 (the **2021 Notes** ), 8.875% Debentures due 2021 (the **2021 Debentures** ) and 7.000% Senior Notes due 2022 (the **2022 Notes** and, collectively with the 2020 Notes, the 2021 Notes and the 2021 Debentures, the **Securities** ) expired at 11:59 p.m., New York City time, on October 18, 2018. As previously disclosed, the Aggregate Maximum Tender Amount had been reached as of 5:00 p.m., New York City time, on October 2, 2018 (the **Early Tender Date** ). Accordingly, the Company will not purchase any of the Securities that were tendered after the Early Tender Date and such Securities will be returned to the tendering holders.

**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 thereunto duly authorized.

R. R. DONNELLEY & SONS COMPANY

By: /s/ Terry D. Peterson  
**Terry D. Peterson**  
*Executive Vice President and  
Chief Financial Officer*

Date: October 19, 2018