

RR Donnelley & Sons Co
Form 8-K
October 04, 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 4, 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.)

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35 West Wacker Drive,

Chicago, Illinois
(Address of Principal Executive Offices)
(312) 326-8000

60601
(Zip Code)

(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

R.R. Donnelley & Sons Company (the Company) today announced that it has further increased the aggregate maximum principal amount (the Aggregate Maximum Tender Amount) of the securities that can be purchased under its previously announced cash tender offers (the Offers) from \$400 million to \$430 million. The Company also announced that it has extended the expiration date of the Offers to 11:59 p.m., New York City time, at the end of October 18, 2018, unless further extended or earlier terminated, solely to comply with applicable law. A copy of the press release announcing the further increase of the Aggregate Maximum Tender Amount and the extension of the expiration date of the Offers is attached hereto as Exhibit 99.1 and is incorporated herein by reference.

Item 9.01. Financial Statements and Exhibits

(d) Exhibits

| Exhibit No. | Description of Exhibit |
|--------------------|--|
| 99.1 | <u>Press Release issued by R.R. Donnelley & Sons Company on October 4, 2018.</u> |

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 4, 2018