

Quad/Graphics, Inc.  
Form 3  
May 29, 2014

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

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**INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,  
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section  
30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *		2. Date of Event Requiring Statement	3. Issuer Name and Ticker or Trading Symbol	
Â Ott Nancy		(Month/Day/Year)	Quad/Graphics, Inc. [QUAD]	
(Last)	(First)	(Middle)	05/19/2014	
C/O QUAD/GRAPHICS, INC., N61 W23044 HARRY'S WAY			4. Relationship of Reporting Person(s) to Issuer	5. If Amendment, Date Original Filed(Month/Day/Year)
(Street)			(Check all applicable)	
SUSSEX, WI 53089			<input type="checkbox"/> Director <input type="checkbox"/> 10% Owner	6. Individual or Joint/Group Filing(Check Applicable Line)
(City)	(State)	(Zip)	<input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other	<input checked="" type="checkbox"/> Form filed by One Reporting Person
			(give title below) (specify below)	<input type="checkbox"/> Form filed by More than One Reporting Person
			Vice President-Human Resources	

**Table I - Non-Derivative Securities Beneficially Owned**

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Class A Common Stock	20,508	D	Â
Class A Common Stock	2,768	I	By 401(a) Plan

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. SEC 1473 (7-02)

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security	4. Conversion or Exercise	5. Ownership Form of	6. Nature of Indirect Beneficial Ownership (Instr. 5)
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	Date Exercisable	Expiration Date	(Instr. 4) Title	Amount or Number of Shares	Price of Derivative Security	Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	
Stock Options (Right to Buy)	Â <u>(1)</u>	11/18/2021	Class A Common Stock	1,750	\$ 13.4708	D	Â
Stock Options (Right to Buy)	Â <u>(1)</u>	11/18/2021	Class A Common Stock	613	\$ 13.4708	D	Â
Stock Options (Right to Buy)	Â <u>(1)</u>	11/18/2021	Class A Common Stock	1,576	\$ 13.4708	D	Â
Stock Options (Right to Buy)	Â <u>(1)</u>	11/18/2021	Class A Common Stock	2,500	\$ 13.4708	D	Â
Stock Options (Right to Buy)	Â <u>(1)</u>	11/18/2021	Class A Common Stock	1,405	\$ 13.4708	D	Â
Stock Options (Right to Buy)	Â <u>(1)</u>	01/31/2017	Class A Common Stock	5,000	\$ 23.37	D	Â
Stock Options (Right to Buy)	Â <u>(1)</u>	01/31/2018	Class A Common Stock	2,500	\$ 29.37	D	Â
Stock Options (Right to Buy)	Â <u>(1)</u>	01/31/2019	Class A Common Stock	2,500	\$ 15.37	D	Â
Stock Options (Right to Buy)	Â <u>(1)</u>	01/31/2020	Class A Common Stock	5,000	\$ 16.62	D	Â
Stock Options (Right to Buy)	Â <u>(2)</u>	01/01/2021	Class A Common Stock	2,392	\$ 41.26	D	Â
Stock Options (Right to Buy)	Â <u>(3)</u>	01/01/2022	Class A Common Stock	2,392	\$ 14.14	D	Â

## Reporting Owners

Reporting Owner Name / Address

Relationships

Director	10% Owner	Officer	Other
Â	Â		Â

Ott Nancy  
C/O QUAD/GRAPHICS, INC.  
N61 W23044 HARRY'S WAY  
SUSSEX, WI 53089

^ Vice  
President-Human  
Resources

## Signatures

/s/ Jennifer Kent, Attorney-In-Fact for  
Nancy Ott

05/29/2014

\_\_Signature of Reporting Person

Date

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, *see* Instruction 5(b)(v).
  - \*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) Portions of these stock options have already vested and become exercisable and the remainder vest and become exercisable on November 18, 2014.
  - (2) Vests and becomes exercisable in three equal annual installments beginning on January 1, 2013.
  - (3) Vests and becomes exercisable in three equal annual installments beginning on January 1, 2014.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure.

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