

RR Donnelley & Sons Co  
Form 8-K  
September 15, 2014

**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): September 9, 2014**

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

**(Exact name of registrant as specified in its charter)**

**Delaware**  
**(State or other jurisdiction**  
**of incorporation)**

**1-4694**  
**(Commission**  
**File Number)**  
**111 South Wacker Drive**  
**Chicago, Illinois 60606**

**36-1004130**  
**(IRS Employer**  
**Identification No.)**

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(Address of principal executive offices)

Registrant's Telephone Number, Including Area Code: (312) 326-8000

Not Applicable

(Former name or former address, if changed since last report)

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

- .. 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)).

**Item 1.01 Entry into a Material Definitive Agreement.**

**Item 2.03 Creation of a Direct Financial Obligation or an Obligation under an Off-Balance Sheet Arrangement of a Registrant.**

R.R. Donnelley & Sons Company (the Company), as borrower, and certain of its subsidiaries (the Guarantors), as guarantors, have entered into an amendment (Amendment No. 2 to the Credit Agreement) to their secured revolving credit agreement (the Credit Agreement), dated as of October 15, 2012, among the Company, the Guarantors, the lenders party thereto (the Lenders), and Bank of America, N.A., as administrative agent (the Administrative Agent). Amendment No. 2 to the Credit Agreement is attached hereto as Exhibit 99.1 and incorporated by reference herein.

Pursuant to Amendment No. 2 to the Credit Agreement, among other things, the aggregate revolving commitments of the Lenders under the Credit Agreement have been increased from \$1.15 billion to \$1.5 billion and the expiration date of the Credit Agreement has been extended from October 15, 2017 to September 9, 2019.

Certain of the lenders, agents and other parties to the Credit Agreement, and their affiliates, have in the past provided, and may in the future provide, investment banking, underwriting, lending, commercial banking and other advisory services to the company and its subsidiaries. Such lenders, agents and other parties have received, and may in the future receive, customary compensation from the Company and its subsidiaries for such services.

**Item 9.01 Financial Statements and Exhibits.**

99.1. Amendment No. 2 to the Credit Agreement

**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.

R. R. DONNELLEY & SONS COMPANY

Date: September 15, 2014

By: /s/ Daniel N. Leib  
Name: Daniel N. Leib  
Title: Chief Financial Officer

**EXHIBIT INDEX**

**Exhibit**

| <b>Number</b> | <b>Description</b>                      |
|---------------|---|
| 99.1          | Amendment No. 2 to the Credit Agreement |