

RR Donnelley & Sons Co
Form 8-K
June 08, 2009

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): June 8, 2009

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)

36-1004130
(IRS Employer
Identification No.)

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111 South Wacker Drive

Chicago, Illinois
(Address of principal executive offices)

60606
(Zip Code)

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 7.01 Regulation FD Disclosure.

On June 8, 2009, R.R. Donnelley & Sons Company, a Delaware corporation (R.R. Donnelley), made a revised non-binding proposal to Quebecor World Inc., a Canadian corporation (Quebecor) with respect to the acquisition of all or substantially all of the assets and properties of Quebecor and certain debtor affiliates of Quebecor. The revised non-binding proposal was communicated on June 8, 2009 in a letter from Thomas J. Quinlan III, R.R. Donnelley s President and Chief Executive Officer, to Alain Rhéaume, Lead Director of Quebecor, and Jacques Mallette, President and Chief Executive Officer of Quebecor.

The letter delivered to Messrs. Rhéaume and Mallette is furnished herewith as Exhibit 99.1 to this Current Report.

Item 9.01 Financial Statements and Exhibits.

(d) *Exhibits.*

Exhibit 99.1 R.R. Donnelley letter, dated June 8, 2009.

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: June 8, 2009

By: /s/ SUZANNE S. BETTMAN
Suzanne S. Bettman

*Executive Vice President, General Counsel, Corporate
Secretary and Chief Compliance Officer*

EXHIBIT INDEX

| Exhibit Number | Description |
|---------------------------|--|
| 99.1 | R.R. Donnelley letter, dated June 8, 2009. |