Edgar Filing: RR Donnelley & Sons Co - Form 4

RR Donnelley & Sons Co Form 4 September 28, 2011

September	28, 2011										
FOR	ЛД								OMB APF	ROVAL	
	UNITED	STATES			AND EX n, D.C. 20		NGE CO	OMMISSION	OMB Number:	3235-0287	
	this box								Expires:	January 31,	
if no longer subject to Section 16. Form 4 or			F CHANGES IN BENEFICIAL OWNE SECURITIES					ERSHIP OF	Estimated ave burden hours response		
Form 5 obligati may co <i>See</i> Ins 1(b).	ions Section 17	(a) of the l	Public	Utility Ho		npany	y Act of 1	Act of 1934, 935 or Section			
Print or Type	e Responses)										
1. Name and Address of Reporting Person <u>*</u> JOHNSON THOMAS S			Symbol					5. Relationship of Reporting Person(s) to ssuer			
			RR Donnelley & Sons Co [RRD]					(Check all applicable)			
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year)				X Director	10% C	wner		
	ONNELLEY, CC SOUTH WACKI		09/26/	-			- b	Officer (give ti elow)		specify	
		4. If Amendment, Date Original 6.				. Individual or Joint/Group Filing(Check					
			•					Applicable Line) .X_ Form filed by One Reporting Person Form filed by More than One Reporting			
CHICAG	D, IL 60606						Ē	Person	ne unan one nepe		
(City)	(State)	(Zip)	Та	ble I - Non	-Derivative	Secur	ities Acqui	red, Disposed of,	or Beneficially	Owned	
1.Title of 2. Transaction Dat Security (Month/Day/Year) (Instr. 3)		2A. Deemed Execution Date, if any (Month/Day/Year)		Code (Instr. 3, 4 and 5)				Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
G				Code V	Amount	(D)	Price \$	(Instr. 3 and 4)			
Common Stock	09/26/2011			Р	57,200	А	13.9851 (1)	132,824.927	3 D		
Common Stock	09/27/2011			Р	149,000	А	\$ 14.6802	281,824.9273 (3)	³ D		

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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number.

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transactic Code (Instr. 8)	5. ofNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		Date	Amou Under Secur	rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Other				
JOHNSON THOMAS S C/O RR DONNELLEY, CORP SEC. 111 SOUTH WACKER DRIVE CHICAGO, IL 60606	Х							
Signatures								
Jennifer Reiners, pursuant to power of attorney	09/28/2011							
**Signature of Reporting Person		Date						
Explanation of Responses:								

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 4(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).
- The reported price represents a weighted average purchase price. The range of prices at which common stock was purchased was \$13.86(1) to \$14.13 per share. The Reporting Person undertakes to provide to the staff, the issuer or a security holder full information regarding the number of shares purchased at each separate price.

The reported price represents a weighted average purchase price. The range of prices at which common stock was purchased was \$14.435(2) to \$14.8397 per share. The Reporting Person undertakes to provide to the staff, the issuer or a security holder full information regarding the number of shares purchased at each separate price.

(3) Includes 255,349 shares owned directly and 26,475.9273 restricted stock units.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.