



# RR Donnelley Announces Pricing of \$450 Million Offering of Its 8.250% Notes Due 2019

Feb 28, 2012

CHICAGO, Feb. 29, 2012 (GLOBE NEWSWIRE) -- R.R. Donnelley & Sons Company ("RR Donnelley" or the "Company") (Nasdaq:RRD) announced today that it has priced an offering of \$450 million of its 8.250% Notes due 2019 in an underwritten public offering. The offering is expected to close on March 13, 2012.

RR Donnelley intends to use the net proceeds from the offering (1) to partially fund tender offers for up to \$450 million aggregate principal amount of its debt securities, including up to \$350 million aggregate principal amount of its 4.95% Notes due 2014 and up to \$100 million aggregate principal amount of its 5.50% Notes due 2015 and (2) to pay premiums in connection with those tender offers. The completion of each such tender offer will be subject to customary closing conditions. If there are any remaining proceeds, RR Donnelley intends to use those proceeds to repay borrowings under its revolving credit facility. Amounts repaid under its revolving credit facility may be reborrowed for general corporate purposes, including the repayment or redemption of other indebtedness.

The notes are being offered pursuant to the Company's existing shelf registration statement, which became automatically effective upon filing with the Securities and Exchange Commission. A prospectus supplement and accompanying prospectus describing the terms of the offering will be filed with the Securities and Exchange Commission. BofA Merrill Lynch, J.P. Morgan and Wells Fargo Securities are acting as the joint book-running managers for the offering. When available, copies of the prospectus supplement and the accompanying prospectus for the offering may be obtained from: BofA Merrill Lynch toll-free at 1-800-294-1322, J.P. Morgan at 1-800-245-8812 or Wells Fargo Securities at 1-800-326-5897.

This announcement does not constitute an offer to purchase or a solicitation of an offer to sell securities, nor shall there be any sales of these securities in any jurisdiction in which such offer, solicitation or sale would be unlawful prior to registration or qualification under the securities law of such jurisdiction. The tender offers are being made solely by means of an Offer to Purchase and a related Letter of Transmittal. In any jurisdiction where the laws require a tender offer to be made by a licensed broker or dealer, the tender offers will be deemed to be made on behalf of RR Donnelley by the dealer managers for such tender offers, or one or more registered brokers or dealers under the laws of such jurisdiction.

## About RR Donnelley

RR Donnelley (Nasdaq:RRD) is a global provider of integrated communications. The Company works collaboratively with more than 60,000 customers worldwide to develop custom communications solutions that reduce costs, enhance return on investment and ensure compliance. Drawing on a range of proprietary and commercially available digital and conventional technologies deployed across four continents, the Company employs a suite of leading Internet based capabilities and other resources to provide premedia, printing, logistics and business process outsourcing products and services to leading clients in virtually every private and public sector.

For more information, and for RR Donnelley's Corporate Social Responsibility Report, visit the company's web site at [www.rrdonnelley.com](http://www.rrdonnelley.com).

## Use of Forward-Looking Statements

This news release may contain "forward-looking statements" as defined in the U.S. Private Securities Litigation Reform Act of 1995. Readers are cautioned not to place undue reliance on these forward-looking statements and any such forward-looking statements are qualified in their entirety by reference to the following cautionary statements. All forward-looking statements speak only as of the date of this news release and are based on current expectations and involve a number of assumptions, risks and uncertainties that could cause the actual results to differ materially from such forward-looking statements. Readers are strongly encouraged to read the full cautionary statements contained in RR Donnelley's filings with the SEC. RR Donnelley disclaims any obligation to update or revise any forward-looking statements.

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