

Form 5500 Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Annual Return/Report of Employee Benefit Plan This form is required to be filed for employee benefit plans under sections 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and sections 6057(b) and 6058(a) of the Internal Revenue Code (the Code). <p style="text-align: center;">▶ Complete all entries in accordance with the instructions to the Form 5500.</p>	OMB Nos. 1210-0110 1210-0089 <div style="text-align: center; font-size: 24pt; font-weight: bold;">2018</div> This Form is Open to Public Inspection
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Part I	Annual Report Identification Information For calendar plan year 2018 or fiscal plan year beginning <u>01/01/2018</u> and ending <u>12/31/2018</u>
A This return/report is for:	☐ a multiemployer plan ☐ a multiple-employer plan (Filers checking this box must attach a list of participating employer information in accordance with the form instructions.) ☒ a single-employer plan ☐ a DFE (specify) ____
B This return/report is:	☐ the first return/report ☐ the final return/report ☐ an amended return/report ☐ a short plan year return/report (less than 12 months)
C If the plan is a collectively-bargained plan, check here.	☐
D Check box if filing under:	☒ Form 5558 ☐ automatic extension ☐ the DFVC program ☐ special extension (enter description)

Part II	Basic Plan Information—enter all requested information		
1a Name of plan <u>RR DONNELLEY SAVINGS PLAN</u>	1b Three-digit plan number (PN) ▶	<u>003</u>	
2a Plan sponsor's name (employer, if for a single-employer plan) Mailing address (include room, apt., suite no. and street, or P.O. Box) City or town, state or province, country, and ZIP or foreign postal code (if foreign, see instructions) <u>R.R. DONNELLEY & SONS COMPANY</u> <u>35 W. WACKER DR</u> <u>CHICAGO, IL 60601</u>	1c Effective date of plan <u>01/01/1978</u>	2b Employer Identification Number (EIN) <u>36-1004130</u>	2c Plan Sponsor's telephone number <u>312-326-8000</u>
		2d Business code (see instructions) <u>323100</u>	

Caution: A penalty for the late or incomplete filing of this return/report will be assessed unless reasonable cause is established.

Under penalties of perjury and other penalties set forth in the instructions, I declare that I have examined this return/report, including accompanying schedules, statements and attachments, as well as the electronic version of this return/report, and to the best of my knowledge and belief, it is true, correct, and complete.

SIGN HERE	Filed with authorized/valid electronic signature.	10/16/2019	CHRISTY L. GOLDBERG-HIRSCH
	Signature of plan administrator	Date	Enter name of individual signing as plan administrator
SIGN HERE			
	Signature of employer/plan sponsor	Date	Enter name of individual signing as employer or plan sponsor
SIGN HERE			
	Signature of DFE	Date	Enter name of individual signing as DFE

For Paperwork Reduction Act Notice, see the Instructions for Form 5500.

Form 5500 (2018)
v. 171027

3a Plan administrator's name and address ☐ Same as Plan Sponsor BENEFITS COMMITTEE R.R. DONNELLEY & SONS COMPANY 35 W. WACKER DRIVE CHICAGO, IL 60601	3b Administrator's EIN 20-1730106 3c Administrator's telephone number 312-326-8000
4 If the name and/or EIN of the plan sponsor or the plan name has changed since the last return/report filed for this plan, enter the plan sponsor's name, EIN, the plan name and the plan number from the last return/report: a Sponsor's name c Plan Name	4b EIN 4d PN
5 Total number of participants at the beginning of the plan year	5 20090
6 Number of participants as of the end of the plan year unless otherwise stated (welfare plans complete only lines 6a(1) , 6a(2) , 6b , 6c , and 6d).	
a(1) Total number of active participants at the beginning of the plan year	6a(1) 17581
a(2) Total number of active participants at the end of the plan year	6a(2) 16179
b Retired or separated participants receiving benefits.....	6b 320
c Other retired or separated participants entitled to future benefits	6c 3012
d Subtotal. Add lines 6a(2) , 6b , and 6c	6d 19511
e Deceased participants whose beneficiaries are receiving or are entitled to receive benefits.	6e 45
f Total. Add lines 6d and 6e	6f 19556
g Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item)	6g 17271
h Number of participants who terminated employment during the plan year with accrued benefits that were less than 100% vested	6h
7 Enter the total number of employers obligated to contribute to the plan (only multiemployer plans complete this item)	7
8a If the plan provides pension benefits, enter the applicable pension feature codes from the List of Plan Characteristics Codes in the instructions: 2E 2F 2G 2J 2K 2R 2S 2T 3F 3H	
b If the plan provides welfare benefits, enter the applicable welfare feature codes from the List of Plan Characteristics Codes in the instructions:	

9a Plan funding arrangement (check all that apply) (1) ☐ Insurance (2) ☐ Code section 412(e)(3) insurance contracts (3) ☒ Trust (4) ☐ General assets of the sponsor	9b Plan benefit arrangement (check all that apply) (1) ☐ Insurance (2) ☐ Code section 412(e)(3) insurance contracts (3) ☒ Trust (4) ☐ General assets of the sponsor
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10 Check all applicable boxes in 10a and 10b to indicate which schedules are attached, and, where indicated, enter the number attached. (See instructions)

a Pension Schedules

- (1) ☒ **R** (Retirement Plan Information)
- (2) ☐ **MB** (Multiemployer Defined Benefit Plan and Certain Money Purchase Plan Actuarial Information) - signed by the plan actuary
- (3) ☐ **SB** (Single-Employer Defined Benefit Plan Actuarial Information) - signed by the plan actuary

b General Schedules

- (1) ☒ **H** (Financial Information)
- (2) ☐ **I** (Financial Information – Small Plan)
- (3) ☐ 0 **A** (Insurance Information)
- (4) ☒ **C** (Service Provider Information)
- (5) ☒ **D** (DFE/Participating Plan Information)
- (6) ☐ **G** (Financial Transaction Schedules)

Part III Form M-1 Compliance Information (to be completed by welfare benefit plans)

11a If the plan provides welfare benefits, was the plan subject to the Form M-1 filing requirements during the plan year? (See instructions and 29 CFR 2520.101-2.) ☐ Yes ☐ No

If "Yes" is checked, complete lines 11b and 11c.

11b Is the plan currently in compliance with the Form M-1 filing requirements? (See instructions and 29 CFR 2520.101-2.) ☐ Yes ☐ No

11c Enter the Receipt Confirmation Code for the 2018 Form M-1 annual report. If the plan was not required to file the 2018 Form M-1 annual report, enter the Receipt Confirmation Code for the most recent Form M-1 that was required to be filed under the Form M-1 filing requirements. (Failure to enter a valid Receipt Confirmation Code will subject the Form 5500 filing to rejection as incomplete.)

Receipt Confirmation Code _____

<div>SCHEDULE C</div> <div>(Form 5500)</div> <div>Department of the Treasury Internal Revenue Service</div> <div>Department of Labor Employee Benefits Security Administration</div> <div>Pension Benefit Guaranty Corporation</div>	<div>Service Provider Information</div> <div>This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA).</div> <div>▶ File as an attachment to Form 5500.</div>	OMB No. 1210-0110
		2018
		This Form is Open to Public Inspection.

For calendar plan year 2018 or fiscal plan year beginning 01/01/2018 and ending 12/31/2018		
A Name of plan RR DONNELLEY SAVINGS PLAN	B Three-digit plan number (PN) ▶	003
C Plan sponsor's name as shown on line 2a of Form 5500 R.R. DONNELLEY & SONS COMPANY	D Employer Identification Number (EIN) 36-1004130	

Part I	Service Provider Information (see instructions)
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You must complete this Part, in accordance with the instructions, to report the information required for **each person** who received, directly or indirectly, \$5,000 or more in total compensation (i.e., money or anything else of monetary value) in connection with services rendered to the plan or the person's position with the plan during the plan year. If a person received **only** eligible indirect compensation for which the plan received the required disclosures, you are required to answer line 1 but are not required to include that person when completing the remainder of this Part.

1 Information on Persons Receiving Only Eligible Indirect Compensation

a Check "Yes" or "No" to indicate whether you are excluding a person from the remainder of this Part because they received only eligible indirect compensation for which the plan received the required disclosures (see instructions for definitions and conditions)..... ☒ Yes ☐ No

b If you answered line 1a "Yes," enter the name and EIN or address of each person providing the required disclosures for the service providers who received only eligible indirect compensation. Complete as many entries as needed (see instructions).

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation
GREAT-WEST LIFE & ANNUITY INSURANCE
84-0467907

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation
NORTHERN TRUST CORPORATION
36-2723087

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation
NORTHERN TRUST INVESTMENTS, INC
36-3608252

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation
GALLIARD CAPITAL MANAGEMENT, INC
41-1813702

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation

GWFS EQUITIES, INC.

84-0965407

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation

ALLIANCEBERNSTEIN, L.P.

13-4064930

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation

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(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation

2. Information on Other Service Providers Receiving Direct or Indirect Compensation. Except for those persons for whom you answered "Yes" to line 1a above, complete as many entries as needed to list each person receiving, directly or indirectly, \$5,000 or more in total compensation (i.e., money or anything else of value) in connection with services rendered to the plan or their position with the plan during the plan year. (See instructions).

(a) Enter name and EIN or address (see instructions)

GREAT-WEST LIFE & ANNUITY INSURANCE

84-0467907

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
15 37 50 64	NONE	1778252	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

(a) Enter name and EIN or address (see instructions)

FRONTIER CAPITAL MANAGEMENT COMPANY

04-3492668

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
27 28	NONE	590488	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

(a) Enter name and EIN or address (see instructions)

ADVISED ASSETS GROUP, LLC

84-1532243

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
26 50	NONE	488258	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

2. Information on Other Service Providers Receiving Direct or Indirect Compensation. Except for those persons for whom you answered "Yes" to line 1a above, complete as many entries as needed to list each person receiving, directly or indirectly, \$5,000 or more in total compensation (i.e., money or anything else of value) in connection with services rendered to the plan or their position with the plan during the plan year. (See instructions).

(a) Enter name and EIN or address (see instructions)

AJO, LP

23-2312104

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
28	NONE	257756	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

(a) Enter name and EIN or address (see instructions)

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
			Yes ☐ No ☐	Yes ☐ No ☐		Yes ☐ No ☐

(a) Enter name and EIN or address (see instructions)

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
			Yes ☐ No ☐	Yes ☐ No ☐		Yes ☐ No ☐

Part I Service Provider Information (continued)

3. If you reported on line 2 receipt of indirect compensation, other than eligible indirect compensation, by a service provider, and the service provider is a fiduciary or provides contract administrator, consulting, custodial, investment advisory, investment management, broker, or recordkeeping services, answer the following questions for (a) each source from whom the service provider received \$1,000 or more in indirect compensation and (b) each source for whom the service provider gave you a formula used to determine the indirect compensation instead of an amount or estimated amount of the indirect compensation. Complete as many entries as needed to report the required information for each source.

(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	

Part II Service Providers Who Fail or Refuse to Provide Information

4 Provide, to the extent possible, the following information for each service provider who failed or refused to provide the information necessary to complete this Schedule.

(a) Enter name and EIN or address of service provider (see instructions)	(b) Nature of Service Code(s)	(c) Describe the information that the service provider failed or refused to provide
(a) Enter name and EIN or address of service provider (see instructions)	(b) Nature of Service Code(s)	(c) Describe the information that the service provider failed or refused to provide
(a) Enter name and EIN or address of service provider (see instructions)	(b) Nature of Service Code(s)	(c) Describe the information that the service provider failed or refused to provide
(a) Enter name and EIN or address of service provider (see instructions)	(b) Nature of Service Code(s)	(c) Describe the information that the service provider failed or refused to provide
(a) Enter name and EIN or address of service provider (see instructions)	(b) Nature of Service Code(s)	(c) Describe the information that the service provider failed or refused to provide
(a) Enter name and EIN or address of service provider (see instructions)	(b) Nature of Service Code(s)	(c) Describe the information that the service provider failed or refused to provide

Part III Termination Information on Accountants and Enrolled Actuaries (see instructions)
(complete as many entries as needed)

a Name:	b EIN:
c Position:	
d Address:	e Telephone:

Explanation:

a Name:	b EIN:
c Position:	
d Address:	e Telephone:

Explanation:

a Name:	b EIN:
c Position:	
d Address:	e Telephone:

Explanation:

a Name:	b EIN:
c Position:	
d Address:	e Telephone:

Explanation:

a Name:	b EIN:
c Position:	
d Address:	e Telephone:

Explanation:

SCHEDULE D (Form 5500) <small>Department of the Treasury Internal Revenue Service</small> <small>Department of Labor Employee Benefits Security Administration</small>	DFE/Participating Plan Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA). ► File as an attachment to Form 5500.	OMB No. 1210-0110 2018 This Form is Open to Public Inspection.
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For calendar plan year 2018 or fiscal plan year beginning 01/01/2018 and ending 12/31/2018

A Name of plan <u>RR DONNELLEY SAVINGS PLAN</u>	B Three-digit plan number (PN) ►	<u>003</u>
C Plan or DFE sponsor's name as shown on line 2a of Form 5500 <u>R.R. DONNELLEY & SONS COMPANY</u>	D Employer Identification Number (EIN) <u>36-1004130</u>	

Part I	Information on interests in MTIAs, CCTs, PSAs, and 103-12 IEs (to be completed by plans and DFEs) (Complete as many entries as needed to report all interests in DFEs)
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a Name of MTIA, CCT, PSA, or 103-12 IE: <u>NT COLLECTIVE AGGREGATE BOND INDEX</u>				
b Name of sponsor of entity listed in (a): <u>NORTHERN TRUST INVESTMENTS, INC</u>				
c EIN-PN <u>45-6138589-088</u>	d Entity code <u>C</u>	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) <u>56631680</u>		
a Name of MTIA, CCT, PSA, or 103-12 IE: <u>NT COLLECTIVE EXTENDED EQ MKT INDEX</u>				
b Name of sponsor of entity listed in (a): <u>NORTHERN TRUST INVESTMENTS, INC</u>				
c EIN-PN <u>45-6138589-110</u>	d Entity code <u>C</u>	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) <u>41451194</u>		
a Name of MTIA, CCT, PSA, or 103-12 IE: <u>NT COLLECTIVE S&P 500 INDEX FD</u>				
b Name of sponsor of entity listed in (a): <u>NORTHERN TRUST INVESTMENTS, INC</u>				
c EIN-PN <u>45-6138589-002</u>	d Entity code <u>C</u>	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) <u>164229254</u>		
a Name of MTIA, CCT, PSA, or 103-12 IE: <u>NT COLLECTIVE TIPS INDEX FUND</u>				
b Name of sponsor of entity listed in (a): <u>NORTHERN TRUST INVESTMENTS, INC</u>				
c EIN-PN <u>45-6138589-091</u>	d Entity code <u>C</u>	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) <u>16886983</u>		
a Name of MTIA, CCT, PSA, or 103-12 IE: <u>NT COLLECTIVE SHORT TERM INV</u>				
b Name of sponsor of entity listed in (a): <u>NORTHERN TRUST INVESTMENTS, INC</u>				
c EIN-PN <u>45-6138589-084</u>	d Entity code <u>C</u>	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) <u>3553075</u>		
a Name of MTIA, CCT, PSA, or 103-12 IE: <u>NT COLLECTIVE ACWI EX-US MARKET FD</u>				
b Name of sponsor of entity listed in (a): <u>NORTHERN TRUST INVESTMENTS, INC</u>				
c EIN-PN <u>45-6138589-223</u>	d Entity code <u>C</u>	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) <u>69688657</u>		
a Name of MTIA, CCT, PSA, or 103-12 IE: <u>LOOMIS SAYLES CORE PLUS FIX INCOME</u>				
b Name of sponsor of entity listed in (a): <u>LOOMIS SAYLES TRUST COMPANY</u>				
c EIN-PN <u>84-6391546-010</u>	d Entity code <u>C</u>	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) <u>69493932</u>		

a Name of MTIA, CCT, PSA, or 103-12 IE: **WELLS FARGO FIXED INCOME FUND A**

b Name of sponsor of entity listed in (a): **WELLS FARGO TRUST COMPANY**

c EIN-PN 52-2250963-001	d Entity code C	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 28100625
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a Name of MTIA, CCT, PSA, or 103-12 IE: **WELLS FARGO FIXED INCOME FUND F**

b Name of sponsor of entity listed in (a): **WELLS FARGO TRUST COMPANY**

c EIN-PN 52-2252204-001	d Entity code C	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 51654718
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a Name of MTIA, CCT, PSA, or 103-12 IE: **WELLS FARGO FIXED INCOME FUND L**

b Name of sponsor of entity listed in (a): **WELLS FARGO TRUST COMPANY**

c EIN-PN 27-6635237-276	d Entity code C	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 26915349
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a Name of MTIA, CCT, PSA, or 103-12 IE: **WELLS FARGO SHORT TERM INV - S**

b Name of sponsor of entity listed in (a): **WELLS FARGO TRUST COMPANY**

c EIN-PN 41-6292499-001	d Entity code C	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 44319047
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a Name of MTIA, CCT, PSA, or 103-12 IE: **ALLIANCE BERNSTEIN EMERGING MARKETS**

b Name of sponsor of entity listed in (a): **ALLIANCE BERNSTEIN LP**

c EIN-PN 04-6948485-038	d Entity code C	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 47852577
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a Name of MTIA, CCT, PSA, or 103-12 IE: **ARROWSTREET INTERNATIONAL EQ EAFE C**

b Name of sponsor of entity listed in (a): **GLOBAL TRUST COMPANY**

c EIN-PN 30-6507806-003	d Entity code C	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 50042841
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a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	d Entity code	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)
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a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	d Entity code	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)
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a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	d Entity code	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)
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a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	d Entity code	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)
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Part II Information on Participating Plans (to be completed by DFEs)

(Complete as many entries as needed to report all participating plans)

a Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN

SCHEDULE H (Form 5500) <small>Department of the Treasury Internal Revenue Service</small> <small>Department of Labor Employee Benefits Security Administration</small> <small>Pension Benefit Guaranty Corporation</small>	Financial Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA), and section 6058(a) of the Internal Revenue Code (the Code). ► File as an attachment to Form 5500.	OMB No. 1210-0110 2018 This Form is Open to Public Inspection
For calendar plan year 2018 or fiscal plan year beginning 01/01/2018 and ending 12/31/2018		
A Name of plan RR DONNELLEY SAVINGS PLAN	B Three-digit plan number (PN) ►	003
C Plan sponsor's name as shown on line 2a of Form 5500 R.R. DONNELLEY & SONS COMPANY	D Employer Identification Number (EIN) 36-1004130	

Part I Asset and Liability Statement			
1 Current value of plan assets and liabilities at the beginning and end of the plan year. Combine the value of plan assets held in more than one trust. Report the value of the plan's interest in a commingled fund containing the assets of more than one plan on a line-by-line basis unless the value is reportable on lines 1c(9) through 1c(14). Do not enter the value of that portion of an insurance contract which guarantees, during this plan year, to pay a specific dollar benefit at a future date. Round off amounts to the nearest dollar. MTIAs, CCTs, PSAs, and 103-12 IEs do not complete lines 1b(1), 1b(2), 1c(8), 1g, 1h, and 1i. CCTs, PSAs, and 103-12 IEs also do not complete lines 1d and 1e. See instructions.			
Assets		(a) Beginning of Year	(b) End of Year
a Total noninterest-bearing cash	1a	0	0
b Receivables (less allowance for doubtful accounts):			
(1) Employer contributions.....	1b(1)	0	0
(2) Participant contributions	1b(2)	0	12
(3) Other.....	1b(3)	0	0
c General investments:			
(1) Interest-bearing cash (include money market accounts & certificates of deposit).....	1c(1)	1697327	1257276
(2) U.S. Government securities	1c(2)	0	30099293
(3) Corporate debt instruments (other than employer securities):			
(A) Preferred	1c(3)(A)	0	0
(B) All other.....	1c(3)(B)	0	0
(4) Corporate stocks (other than employer securities):			
(A) Preferred	1c(4)(A)	0	0
(B) Common.....	1c(4)(B)	255960985	212512856
(5) Partnership/joint venture interests	1c(5)	0	0
(6) Real estate (other than employer real property).....	1c(6)	0	0
(7) Loans (other than to participants)	1c(7)	0	0
(8) Participant loans.....	1c(8)	17558221	16564648
(9) Value of interest in common/collective trusts	1c(9)	759690977	670819932
(10) Value of interest in pooled separate accounts	1c(10)		
(11) Value of interest in master trust investment accounts	1c(11)	0	0
(12) Value of interest in 103-12 investment entities.....	1c(12)	0	0
(13) Value of interest in registered investment companies (e.g., mutual funds).....	1c(13)	148698942	131573961
(14) Value of funds held in insurance company general account (unallocated contracts).....	1c(14)		
(15) Other.....	1c(15)	42307653	39118250

1d Employer-related investments:

		(a) Beginning of Year	(b) End of Year
(1) Employer securities	1d(1)	0	0
(2) Employer real property	1d(2)	0	0
e Buildings and other property used in plan operation	1e	0	0
f Total assets (add all amounts in lines 1a through 1e)	1f	1225914105	1101946228

Liabilities

g Benefit claims payable	1g	0	0
h Operating payables	1h	444593	0
i Acquisition indebtedness	1i	0	0
j Other liabilities	1j	417978	1033317
k Total liabilities (add all amounts in lines 1g through 1j)	1k	862571	1033317

Net Assets

l Net assets (subtract line 1k from line 1f)	1l	1225051534	1100912911
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Part II Income and Expense Statement

2 Plan income, expenses, and changes in net assets for the year. Include all income and expenses of the plan, including any trust(s) or separately maintained fund(s) and any payments/receipts to/from insurance carriers. Round off amounts to the nearest dollar. MTIAs, CCTs, PSAs, and 103-12 IEs do not complete lines 2a, 2b(1)(E), 2e, 2f, and 2g.

Income

		(a) Amount	(b) Total
a Contributions:			
(1) Received or receivable in cash from: (A) Employers	2a(1)(A)	119	
(B) Participants	2a(1)(B)	54354057	
(C) Others (including rollovers)	2a(1)(C)	6963924	
(2) Noncash contributions	2a(2)	0	61318100
(3) Total contributions. Add lines 2a(1)(A) , (B) , (C) , and line 2a(2)	2a(3)		
b Earnings on investments:			
(1) Interest:			
(A) Interest-bearing cash (including money market accounts and certificates of deposit)	2b(1)(A)	59	
(B) U.S. Government securities	2b(1)(B)	0	
(C) Corporate debt instruments	2b(1)(C)	0	
(D) Loans (other than to participants)	2b(1)(D)	0	
(E) Participant loans	2b(1)(E)	668349	
(F) Other	2b(1)(F)	0	
(G) Total interest. Add lines 2b(1)(A) through (F)	2b(1)(G)		668408
(2) Dividends: (A) Preferred stock	2b(2)(A)	-3180	
(B) Common stock	2b(2)(B)	-132186	
(C) Registered investment company shares (e.g. mutual funds)	2b(2)(C)	689099	
(D) Total dividends. Add lines 2b(2)(A) , (B) , and (C)	2b(2)(D)		553733
(3) Rents	2b(3)		0
(4) Net gain (loss) on sale of assets: (A) Aggregate proceeds	2b(4)(A)	80281130	
(B) Aggregate carrying amount (see instructions)	2b(4)(B)	84321675	
(C) Subtract line 2b(4)(B) from line 2b(4)(A) and enter result	2b(4)(C)		-4040545
(5) Unrealized appreciation (depreciation) of assets: (A) Real estate	2b(5)(A)	0	
(B) Other	2b(5)(B)	-64309315	
(C) Total unrealized appreciation of assets. Add lines 2b(5)(A) and (B)	2b(5)(C)		-64309315

		(a) Amount	(b) Total
(6) Net investment gain (loss) from common/collective trusts	2b(6)		-129315442
(7) Net investment gain (loss) from pooled separate accounts	2b(7)		0
(8) Net investment gain (loss) from master trust investment accounts	2b(8)		0
(9) Net investment gain (loss) from 103-12 investment entities	2b(9)		0
(10) Net investment gain (loss) from registered investment companies (e.g., mutual funds).....	2b(10)		-19898141
c Other income.....	2c		155601296
d Total income. Add all income amounts in column (b) and enter total.....	2d		578094

Expenses

e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	122159311	
(2) To insurance carriers for the provision of benefits	2e(2)	0	
(3) Other	2e(3)	0	
(4) Total benefit payments. Add lines 2e(1) through (3).....	2e(4)		122159311
f Corrective distributions (see instructions)	2f		538532
g Certain deemed distributions of participant loans (see instructions)	2g		574291
h Interest expense.....	2h		0
i Administrative expenses: (1) Professional fees.....	2i(1)	-594971	
(2) Contract administrator fees.....	2i(2)	-656964	
(3) Investment advisory and management fees.....	2i(3)	1311174	
(4) Other	2i(4)	1385344	
(5) Total administrative expenses. Add lines 2i(1) through (4).....	2i(5)		1444583
j Total expenses. Add all expense amounts in column (b) and enter total	2j		124716717

Net Income and Reconciliation

k Net income (loss). Subtract line 2j from line 2d	2k		-124138623
l Transfers of assets:			
(1) To this plan.....	2l(1)		0
(2) From this plan.....	2l(2)		

Part III Accountant's Opinion

3 Complete lines 3a through 3c if the opinion of an independent qualified public accountant is attached to this Form 5500. Complete line 3d if an opinion is not attached.

a The attached opinion of an independent qualified public accountant for this plan is (see instructions):

(1) ☐ Unqualified (2) ☐ Qualified (3) ☒ Disclaimer (4) ☐ Adverse

b Did the accountant perform a limited scope audit pursuant to 29 CFR 2520.103-8 and/or 103-12(d)?

☒ Yes ☐ No

c Enter the name and EIN of the accountant (or accounting firm) below:

(1) Name: **BAKER TILLY VIRCHOW KRAUSE, LLP**

(2) EIN: **39-0859910**

d The opinion of an independent qualified public accountant is **not attached** because:

(1) ☐ This form is filed for a CCT, PSA, or MTIA. (2) ☐ It will be attached to the next Form 5500 pursuant to 29 CFR 2520.104-50.

Part IV Compliance Questions

4 CCTs and PSAs do not complete Part IV. MTIAs, 103-12 IEs, and GIAs do not complete lines 4a, 4e, 4f, 4g, 4h, 4k, 4m, 4n, or 5. 103-12 IEs also do not complete lines 4j and 4l. MTIAs also do not complete line 4l.

During the plan year:

a Was there a failure to transmit to the plan any participant contributions within the time period described in 29 CFR 2510.3-102? Continue to answer "Yes" for any prior year failures until fully corrected. (See instructions and DOL's Voluntary Fiduciary Correction Program.).....

b Were any loans by the plan or fixed income obligations due the plan in default as of the close of the plan year or classified during the year as uncollectible? Disregard participant loans secured by participant's account balance. (Attach Schedule G (Form 5500) Part I if "Yes" is checked.)

	Yes	No	Amount
4a		X	
4b		X	

		Yes	No	Amount
c Were any leases to which the plan was a party in default or classified during the year as uncollectible? (Attach Schedule G (Form 5500) Part II if "Yes" is checked.)	4c		X	
d Were there any nonexempt transactions with any party-in-interest? (Do not include transactions reported on line 4a. Attach Schedule G (Form 5500) Part III if "Yes" is checked.)	4d		X	
e Was this plan covered by a fidelity bond?	4e	X		500000
f Did the plan have a loss, whether or not reimbursed by the plan's fidelity bond, that was caused by fraud or dishonesty?	4f		X	
g Did the plan hold any assets whose current value was neither readily determinable on an established market nor set by an independent third party appraiser?	4g		X	
h Did the plan receive any noncash contributions whose value was neither readily determinable on an established market nor set by an independent third party appraiser?	4h		X	
i Did the plan have assets held for investment? (Attach schedule(s) of assets if "Yes" is checked, and see instructions for format requirements.)	4i	X		
j Were any plan transactions or series of transactions in excess of 5% of the current value of plan assets? (Attach schedule of transactions if "Yes" is checked, and see instructions for format requirements.)	4j		X	
k Were all the plan assets either distributed to participants or beneficiaries, transferred to another plan, or brought under the control of the PBGC?	4k		X	
l Has the plan failed to provide any benefit when due under the plan?	4l		X	
m If this is an individual account plan, was there a blackout period? (See instructions and 29 CFR 2520.101-3.)	4m		X	
n If 4m was answered "Yes," check the "Yes" box if you either provided the required notice or one of the exceptions to providing the notice applied under 29 CFR 2520.101-3.	4n			

5a Has a resolution to terminate the plan been adopted during the plan year or any prior plan year? ☐ Yes ☒ No
 If "Yes," enter the amount of any plan assets that reverted to the employer this year _____.

5b If, during this plan year, any assets or liabilities were transferred from this plan to another plan(s), identify the plan(s) to which assets or liabilities were transferred. (See instructions.)

5b(1) Name of plan(s)	5b(2) EIN(s)	5b(3) PN(s)

5c If the plan is a defined benefit plan, is it covered under the PBGC insurance program (See ERISA section 4021.)? ☐ Yes ☐ No ☐ Not determined
 If "Yes" is checked, enter the My PAA confirmation number from the PBGC premium filing for this plan year _____. (See instructions.)

SCHEDULE R (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Retirement Plan Information This schedule is required to be filed under sections 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6058(a) of the Internal Revenue Code (the Code). ▶ File as an attachment to Form 5500.	OMB No. 1210-0110 2018 This Form is Open to Public Inspection.
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For calendar plan year 2018 or fiscal plan year beginning 01/01/2018 and ending 12/31/2018

A Name of plan <u>RR DONNELLEY SAVINGS PLAN</u>	B Three-digit plan number (PN) ▶ <u>003</u>
C Plan sponsor's name as shown on line 2a of Form 5500 <u>R.R. DONNELLEY & SONS COMPANY</u>	D Employer Identification Number (EIN) <u>36-1004130</u>

Part I	Distributions
---------------	----------------------

All references to distributions relate only to payments of benefits during the plan year.

1 Total value of distributions paid in property other than in cash or the forms of property specified in the instructions	1	<u>0</u>
2 Enter the EIN(s) of payor(s) who paid benefits on behalf of the plan to participants or beneficiaries during the year (if more than two, enter EINs of the two payors who paid the greatest dollar amounts of benefits): EIN(s): <u>84-1455663</u>		
Profit-sharing plans, ESOPs, and stock bonus plans, skip line 3.		
3 Number of participants (living or deceased) whose benefits were distributed in a single sum, during the plan year	3	

Part II	Funding Information (If the plan is not subject to the minimum funding requirements of section 412 of the Internal Revenue Code or ERISA section 302, skip this Part.)
----------------	---

4 Is the plan administrator making an election under Code section 412(d)(2) or ERISA section 302(d)(2)?	☐ Yes	☐ No	☐ N/A
If the plan is a defined benefit plan, go to line 8.			
5 If a waiver of the minimum funding standard for a prior year is being amortized in this plan year, see instructions and enter the date of the ruling letter granting the waiver. Date: Month _____ Day _____ Year _____ If you completed line 5, complete lines 3, 9, and 10 of Schedule MB and do not complete the remainder of this schedule.			
6 a Enter the minimum required contribution for this plan year (include any prior year accumulated funding deficiency not waived)	6a		
b Enter the amount contributed by the employer to the plan for this plan year	6b		
c Subtract the amount in line 6b from the amount in line 6a. Enter the result (enter a minus sign to the left of a negative amount)	6c		
If you completed line 6c, skip lines 8 and 9.			
7 Will the minimum funding amount reported on line 6c be met by the funding deadline?	☐ Yes	☐ No	☐ N/A
8 If a change in actuarial cost method was made for this plan year pursuant to a revenue procedure or other authority providing automatic approval for the change or a class ruling letter, does the plan sponsor or plan administrator agree with the change?	☐ Yes	☐ No	☐ N/A

Part III	Amendments
-----------------	-------------------

9 If this is a defined benefit pension plan, were any amendments adopted during this plan year that increased or decreased the value of benefits? If yes, check the appropriate box. If no, check the "No" box.....	☐ Increase	☐ Decrease	☐ Both	☐ No
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Part IV	ESOPs (see instructions). If this is not a plan described under section 409(a) or 4975(e)(7) of the Internal Revenue Code, skip this Part.
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10 Were unallocated employer securities or proceeds from the sale of unallocated securities used to repay any exempt loan?	☐ Yes	☐ No
11 a Does the ESOP hold any preferred stock?	☐ Yes	☐ No
b If the ESOP has an outstanding exempt loan with the employer as lender, is such loan part of a "back-to-back" loan? (See instructions for definition of "back-to-back" loan.)	☐ Yes	☐ No
12 Does the ESOP hold any stock that is not readily tradable on an established securities market?	☐ Yes	☐ No

For Paperwork Reduction Act Notice, see the Instructions for Form 5500.

Schedule R (Form 5500) 2018
v. 171027

Part V Additional Information for Multiemployer Defined Benefit Pension Plans

13 Enter the following information for each employer that contributed more than 5% of total contributions to the plan during the plan year (measured in dollars). See instructions. *Complete as many entries as needed to report all applicable employers.*

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

- 14** Enter the number of participants on whose behalf no contributions were made by an employer as an employer of the participant for:

a The current year

b The plan year immediately preceding the current plan year

c The second preceding plan year

14a**14b****14c**

- 15** Enter the ratio of the number of participants under the plan on whose behalf no employer had an obligation to make an employer contribution during the current plan year to:

a The corresponding number for the plan year immediately preceding the current plan year

b The corresponding number for the second preceding plan year

15a**15b**

- 16** Information with respect to any employers who withdrew from the plan during the preceding plan year:

a Enter the number of employers who withdrew during the preceding plan year

b If line 16a is greater than 0, enter the aggregate amount of withdrawal liability assessed or estimated to be assessed against such withdrawn employers

16a**16b**

- 17** If assets and liabilities from another plan have been transferred to or merged with this plan during the plan year, check box and see instructions regarding supplemental information to be included as an attachment. ☐

Part VI Additional Information for Single-Employer and Multiemployer Defined Benefit Pension Plans

- 18** If any liabilities to participants or their beneficiaries under the plan as of the end of the plan year consist (in whole or in part) of liabilities to such participants and beneficiaries under two or more pension plans as of immediately before such plan year, check box and see instructions regarding supplemental information to be included as an attachment ☐

- 19** If the total number of participants is 1,000 or more, complete lines (a) through (c)

- a** Enter the percentage of plan assets held as:

Stock: _____ % Investment-Grade Debt: _____ % High-Yield Debt: _____ % Real Estate: _____ % Other: _____ %

- b** Provide the average duration of the combined investment-grade and high-yield debt:

☐ 0-3 years ☐ 3-6 years ☐ 6-9 years ☐ 9-12 years ☐ 12-15 years ☐ 15-18 years ☐ 18-21 years ☐ 21 years or more

- c** What duration measure was used to calculate line 19(b)?

☐ Effective duration ☐ Macaulay duration ☐ Modified duration ☐ Other (specify):

RR DONNELLEY SAVINGS PLAN

FINANCIAL STATEMENTS AND SUPPLEMENTARY INFORMATION

Including Independent Auditors' Report

December 31, 2018 and 2017

RR Donnelley Savings Plan

December 31, 2018 and 2017

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Note: All other schedules required by Section 2520.103-10 of the Department Of Labor's rules and regulating and disclosure under the Employee Retirement Income Security Act of 1974 have been omitted because they are not applicable to the RR Donnelley Savings Plan.

INDEPENDENT AUDITORS' REPORT

To The Participants and Plan Administrator
RR Donnelley Savings Plan
Chicago, Illinois

Report on the Financial Statements

We were engaged to audit the accompanying financial statements of RR Donnelley Savings Plan (the "Plan"), which comprise the statement of net assets available for benefits as of December 31, 2018 and 2017, and the related statement of changes in net assets available for benefits for the year ended December 31, 2018, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditors' Responsibility

Our responsibility is to express an opinion on these financial statements based on conducting the audits in accordance with auditing standards generally accepted in the United States of America. Because of the matter described in the Basis for Disclaimer of Opinion paragraph, we were not able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion.

Basis for Disclaimer of Opinion

As permitted by 29 CFR 2520.103-8 of the Department of Labor's ("DOL") Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974 ("ERISA"), the plan administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the information summarized in Note 9, which was certified by The Northern Trust Company, the trustee of the Plan ("Trustee"), except for comparing such information with the related information included in the financial statements. We have been informed by the plan administrator that the Trustee holds the Plan's investment assets and executes investment transactions. The Plan administrator has obtained a certification from the Trustee as of December 31, 2018 and 2017, and for the year ended December 31, 2018, that the information provided to the Plan administrator by the Trustee is complete and accurate.

Disclaimer of Opinion

Because of the significance of the matter described in the Basis for Disclaimer of Opinion paragraph, we have not been able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion on the accompanying financial statements. Accordingly, we do not express an opinion on these financial statements.

Other Matters- Report on the Supplementary Information

The supplemental schedule of Schedule H, Line 4(i) - Schedule of Assets (Held at End of Year) is required by the DOL's Rules and Regulations for Reporting and Disclosure under ERISA and is presented for the purpose of additional analysis and is not a required part of the financial statements. Because of the significance of the matter described in the Basis for Disclaimer of Opinion paragraph, we do not express an opinion on the supplemental schedule.

Report on Form and Content in Compliance with DOL's Rules and Regulations for the 2018 Financial Statements

The form and content of the information included in the financial statements and supplemental schedule, other than that derived from the information certified by the Trustee, have been audited by us in accordance with auditing standards generally accepted in the United States of America and, in our opinion, are presented in compliance with the DOL's Rules and Regulations for Reporting and Disclosure under ERISA.

Baker Tilly Virchow Krause, LLP

Chicago, Illinois
October 15, 2019

RR DONNELLEY SAVINGS PLAN
STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS
AS OF DECEMBER 31, 2018 AND 2017
(EMPLOYER IDENTIFICATION NUMBER 36-1004130, PLAN NUMBER 003)

	<u>2018</u>	<u>2017</u>
ASSETS		
Plan investments, at fair value	\$ 904,242,706	\$ 1,035,136,899
Plan investments, at contract value	183,439,347	172,758,863
Receivables:		
Participant contributions	12	-
Notes receivable from participants	<u>17,876,157</u>	<u>18,628,497</u>
Total receivables	<u>17,876,169</u>	<u>18,628,497</u>
Total assets	1,105,558,222	1,226,524,259
LIABILITIES		
Accrued expenses and other liabilities	557,065	444,593
Excess contributions payable	<u>476,252</u>	<u>417,978</u>
Total liabilities	<u>1,033,317</u>	<u>862,571</u>
NET ASSETS AVAILABLE FOR BENEFITS	<u><u>\$ 1,104,524,905</u></u>	<u><u>\$ 1,225,661,688</u></u>

RR DONNELLEY SAVINGS PLAN
STATEMENT OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS
FOR THE YEAR ENDED DECEMBER 31, 2018
(EMPLOYER IDENTIFICATION NUMBER 36-1004130, PLAN NUMBER 003)

ADDITIONS TO NET ASSETS:

Investment income (loss)	
Dividend and interest income	\$ 7,204,348
Net depreciation in fair value of investments	(66,043,803)
Total investment loss	(58,839,455)
Interest income on notes receivable from participants	863,841
Contributions	
Employer	119
Participants	54,354,057
Rollovers	6,963,924
Total contributions	61,318,100
Total additions	3,342,486

DEDUCTIONS FROM NET ASSETS:

Benefits paid to participants	123,034,686
Administrative expenses	1,444,583
Total deductions	124,479,269
Net decrease	(121,136,783)

NET ASSETS, BEGINNING OF YEAR	1,225,661,688
NET ASSETS, END OF YEAR	<u><u>\$ 1,104,524,905</u></u>

RR DONNELLEY SAVINGS PLAN
NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2018 and 2017

NOTE 1 – PLAN DESCRIPTION

The following description of the RR Donnelley Savings Plan (the “Plan”) is provided for general information purposes only and covers current Plan provisions, except as specifically noted otherwise. For more complete information, refer to the Summary Plan Description and the Plan document, including any modifications and amendments thereto. The Plan is a defined contribution plan sponsored by R. R. Donnelley & Sons Company (the “Company”) designed to allow eligible employees to save for retirement on a tax-advantaged basis. The Plan is intended to qualify as a cash or deferred arrangement under Section 401(k) of the Internal Revenue Code of 1986, as amended (the “Code”), and is subject to the Employee Retirement Income Security Act of 1974, as amended (“ERISA”).

Administration

The Plan is administered by the Plan’s Benefits Committee and its delegates. The Plan’s assets are held in the RR Donnelley Savings Plan Trust (the “Trust”). The Northern Trust Company (“Trustee”) serves as the trustee of the Trust and custodian of the Plan’s assets. Great West Financial, operating under the brand name Empower Retirement, is the Plan’s recordkeeper.

Eligibility

With certain limited exceptions, all employees of the Company and its U.S. subsidiaries are eligible to become Plan members (“participants”). Elections to participate in the Plan are effective as soon as administratively practicable. The Plan has automatic enrollment provisions pursuant to which eligible employees are automatically enrolled 30 days after being hired, in each case unless the employee opts out of automatic enrollment or elects to be enrolled earlier. Individuals who are automatically enrolled make contributions on a before-tax basis equal to 3% of eligible compensation.

Contributions

Eligible employees may elect to make before-tax, after-tax and Roth 401(k) contributions under the Plan. Subject to certain limitations, the contribution election percentages allowed are from 1%-85% of eligible compensation for before-tax, after-tax and Roth 401(k) contributions, and the total of all elections cannot exceed 85% of eligible compensation. Before-tax and Roth 401(k) contributions are also limited by governmental regulations. Participants who have attained age 50 by the end of the Plan year are eligible to make catch-up contributions and thereby exceed certain governmental limits that would otherwise apply. Participants can change contribution elections at any time.

The Plan permits the Company to provide discretionary matching contributions. The Company did not make any discretionary matching contributions for the 2018 Plan year. Furthermore, from time to time, the Company makes matching contributions in connection with a corporate transaction, such as an acquisition. These matching contributions are generally made for only a limited time period.

Employees may also roll over amounts to the Plan that were distributed from certain types of retirement plans and accounts.

Participant Accounts

Each participant’s account is credited with the participant’s contributions and the Company’s contributions, if any, and allocations of Plan earnings. Participant accounts are charged with an allocation of general administrative expenses and with participant specific transaction charges. The benefit to which a participant is entitled is the benefit that can be provided from the participant’s vested account.

Vesting and Forfeited Accounts

Generally, participants are 100% vested in their accounts, except that employer contributions, such as matching contributions, (and earnings thereon) were generally subject to a three-year cliff vesting schedule, although the vesting schedule may have varied with respect to matching contributions made in connection with a corporate transaction. Effective January 1, 2018, eligible participants became 100% vested in their matching contributions.

At December 31, 2018 and 2017, forfeited non-vested accounts totaled \$18 and \$106, respectively. These accounts will be used to reduce future employer contributions or administrative expenses. During 2018, no forfeitures were used to reduce employer contributions or administrative expenses.

RR DONNELLEY SAVINGS PLAN

NOTES TO FINANCIAL STATEMENTS DECEMBER 31, 2018 and 2017

Notes Receivable from Participants

Subject to statutory and regulatory requirements and Plan rules, participants are generally permitted to borrow up to 50% of certain portions of their vested account balance. The minimum loan amount is \$1,000. The loans bear interest at a rate equal to 1% over the prime rate on the first business day of the month in which the loan is initiated, as published in the Wall Street Journal. Principal and interest is paid ratably through payroll deductions.

Benefit Payments and Withdrawals

A participant's account balance may be distributed in various forms and at various times depending on multiple factors, including the participant's employment status, the participant's age, the participant's financial need, the participant's uniformed services status, the classification of the contributions to the participant's account and the type of investments held in the participant's account.

Distributions can be taken as one or more lump sums or as periodic installments. Additionally, in certain situations, brokerage account assets may be distributed in-kind.

Investment Options

Participants are permitted to direct how their account balance under the Plan is invested. Subject to certain restrictions, participants can change investment elections on a daily basis. As of December 31, 2018 and 2017, the following investment options were offered under the Plan:

Core Investment Funds— investment funds that invest in different asset classes, such as fixed income, bonds, stocks, and alternative investments.

Target Date Funds— mix of investments in core investment funds that automatically reduce their level of equity risk over time and target retirement at age 65.

Conservative Income Fund— a conservative portfolio comprised of a mix of investments in core investment funds with equity risk maintained lower than any Target Date Fund.

Self-Directed Brokerage Accounts— participants may invest a portion of their account balance under the Plan in investment options not otherwise offered under the Plan, such as certain mutual funds, stocks, or bonds, by directing such portion of their account balance to be invested through a self-directed brokerage account under the Plan.

NOTE 2 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of Accounting

The accompanying financial statements have been prepared in accordance with accounting principles generally accepted in the United States of America ("US GAAP"). The accounts of the Plan are maintained on the accrual basis of accounting. Investments held by a defined contribution plan are required to be reported at fair value, except for fully benefit-responsive investment contracts. Contract value is the relevant measure for the portion of the net assets available for benefits of a defined contribution plan attributable to fully benefit-responsive investment contracts because contract value is the amount participants normally would receive if they were to initiate permitted transactions under the terms of the Plan.

Use of Estimates

The preparation of financial statements in conformity with US GAAP requires the Plan Administrator to make estimates and assumptions that affect (i) the reported amounts of assets, liabilities and changes therein, and (ii) disclosure of contingent assets and liabilities. Actual results could differ from those estimates.

Investment Valuation and Income Recognition

The Plan's investments are stated at fair value (except for fully benefit-responsive investment contracts, which are reported at contract value). Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. See Note 5 for discussion of fair value measurements, including details on inputs, valuation techniques and the fair value levels within the fair value hierarchy.

Purchases and sales of securities are recorded on a trade-date basis. Interest income is recorded on the accrual basis. Dividends are recorded on the ex-dividend date. Net appreciation or depreciation of investments included in the accompanying Statement of Changes in Net Assets available for Benefits includes realized gains or losses from the sale of investments during the year, the change in

RR DONNELLEY SAVINGS PLAN

NOTES TO FINANCIAL STATEMENTS DECEMBER 31, 2018 and 2017

Investment Valuation and Income Recognition (cont.)

unrealized appreciation or depreciation in the fair value of investments held during the year and any investment related expenses, such as investment manager fees.

Notes Receivable from Participants

Notes receivable from participants are measured at their unpaid principal balance plus any accrued but unpaid interest. Interest income is recorded on the accrual basis. No allowance for credit losses has been recorded as of December 31, 2018 and 2017. Fees related to the administration of notes receivable from participants are included in the principal amount borrowed and are charged directly to a participant by reducing the amount of principal disbursed to the participant at loan origination.

Plan Distributions

Benefit payments to participants are recorded upon distribution. The Trustee uses a distribution account to make all benefit payments. Amounts are transferred from the participant's investment fund(s) to this account as directed by the Plan administrator.

Administrative Expenses

Certain expenses of maintaining the Plan are paid by the Plan, unless otherwise paid by the Company. Expenses paid by the Company include audit fees, legal fees, and some other administrative fees and are excluded from these financial statements. Administrative expenses paid by the Plan include recordkeeping fees, investment consulting fees, custody fees, and most other administrative fees. Investment related expenses paid by the Plan, such as investment management fees are included in net appreciation/(depreciation) in fair value of investments.

Risks and Uncertainties

The Plan provides various options for investing in securities. Investment securities are exposed to various risks, such as interest rate, market and credit risk. Due to the level of risk associated with certain investment securities and the level of uncertainty related to changes in the value of investment securities, it is at least reasonably possible that changes in risks in the near term could materially affect participants' account balances and the amounts reported in the Statements of Net Assets Available for Benefits and the Statement of Changes in Net Assets Available for Benefits.

Recent Accounting Standards

In July 2018, the Financial Accounting Standards Board ("FASB") issued Accounting Standards Update ("ASU") No. 2018-09, *Codification Improvements*. ASU No. 2018-09 amended subtopic 962-325 and removes the stable value common collective fund ("CCT") from the illustration example in paragraph 962-325-55-17 to avoid the interpretation that such an investment would never have a readily determinable fair value and, therefore, would always use the net asset value per share as practical expedient. Rather, a plan should evaluate whether a readily determinable fair value exists to determine whether those investments may qualify for the practical expedient to measure net asset value in accordance with Topic 820. ASU No. 2018-09 is effective for fiscal years beginning after December 15, 2019. An entity shall apply the amendments prospectively. Early adoption is permitted. Management has determined that no changes are required to the fair value hierarchy for 2018.

In August 2018, the FASB issued ASU No. 2018-13, *Disclosure Framework – Changes to the Disclosure Requirements for Fair Value Measurement*. ASU 2018-13 modifies the disclosure requirements for fair value measurements in Topic 820, Fair Value Measurement. The amendments are based on the concepts in the FASB Concepts Statement, *Conceptual Framework for Financial Reporting – Chapter 8: Notes to Financial Statements*, which the Board finalized on August 28, 2018. ASU No. 2018-13 is effective for fiscal years beginning after December 15, 2019. Early adoption is permitted. Management is currently assessing the impact that ASU No. 2018-13 will have on the Plan's financial statements.

NOTE 3 – PLAN MERGERS/BATCH ROLLOVERS

The Plan did not merge with any other plan during 2018, but did accept batch rollovers from employees who rolled over their account balances from a plan sponsored by an entity involved in a transaction with the Company.

RR DONNELLEY SAVINGS PLAN

NOTES TO FINANCIAL STATEMENTS DECEMBER 31, 2018 and 2017

NOTE 4 – GALLIARD STABLE VALUE FUND

The Plan assets include benefit-responsive investment contracts via investment in the Galliard Stable Value Fund (“the Fund”), an investment option of the Plan. The Fund is solely owned by the Plan and therefore the Plan owns the Fund’s underlying contracts and investments.

The Fund primarily invests in security-backed contracts issued by insurance companies and other financial institutions. A security-backed contract is an investment contract issued by an insurance company or other financial institution, backed by a portfolio of bonds or units of a collective fund that are owned by the Fund. The portfolio underlying the contract is maintained separately from the contract issue’s general assets, usually by a third party custodian. These contracts typically allow for realized and unrealized gains and losses on the underlying assets to be amortized, usually over the duration of the underlying investments, through adjustment to the future interest crediting rate, rather than reflected immediately in the net assets of the Fund. The security-backed contracts are designed to reset their respective crediting rates on a quarterly basis and cannot credit an interest rate that is less than 0%. The issuer guarantees that all qualified participant withdrawals will be at contract value.

The Fund’s investments are reported at contract value, except for a short-term investment collective trust fund used for liquidity, which is at fair value. Contract value is the relevant measure for fully benefit-responsive investment contracts because this is the amount received by participants if they were to initiate permitted transaction under the terms of the Plan. Contract value represents contributions made under the contract, plus earnings, less participant withdrawals, and administrative expenses. Participants may ordinarily direct the withdrawal or transfer of all or a portion of their investment at contract value.

Risks arise when entering into any investment contract due to the potential inability of the issuer to meet the terms of the contract. In addition, security-backed contracts have the risk of default or the lack of liquidity of the underlying portfolio assets. The credit risk of each issuer is evaluated and monitored through Galliard’s credit analysis, and the underlying portfolio assets are rated investment grade at the time of purchase.

The primary variables impacting the future crediting rates of security-backed contracts include:

- The current yield of the assets underlying the contract;
- The duration of the assets underlying the contract; and
- The existing difference between the fair value and contract value of the assets within the contract.

The crediting rate of security-backed contracts will track current market yields on a trailing basis. The rate reset allows the contract value to converge with the fair value of the underlying portfolio over time, assuming the portfolio continues to earn the current yield for a period of time equal to the current portfolio duration.

Security-backed contracts generally provide for withdrawals associated with certain events which are not in the ordinary course of Fund operations and are paid with a market value adjustment. Events that may trigger a market value adjustment can include the following:

- Material amendments to the Fund’s structure or administration;
- Changes to the participating plans’ competing investment options including the elimination of equity wash provisions;
- Complete or partial termination of the Fund, including merger with another fund;
- The failure of the Fund to qualify for exemption from federal income taxes or any required prohibited transaction exemption under ERISA;
- The redemption of all or a portion of the interests in the Fund held by a participating plan including withdrawals due to the removal of a specifically identifiable group of employees from coverage under the participating plan, the closing or sale of a subsidiary, employing unit, or affiliate, the bankruptcy or insolvency of a plan sponsor, the merger of the plan with another plan, or the plan sponsor’s establishment of another tax qualified defined contribution plan;
- Any change in law, regulation, ruling, administrative or judicial position, or accounting requirement, applicable to the Funds or participating plans; and
- The delivery of any communication to plan participants designed to influence a participant not to invest in the Fund.

RR DONNELLEY SAVINGS PLAN

NOTES TO FINANCIAL STATEMENTS DECEMBER 31, 2018 and 2017

NOTE 4 – GALLIARD STABLE VALUE FUND (CONT.)

At this time, the Fund does not believe that the occurrence of any such market value event, which would limit the Fund's ability to transact at contract value with participants, is probable. Participants may redeem their shares at any time at contract value. However, there is a 90 day equity wash restriction for transfers from the Stable Value Fund to the brokerage option.

NOTE 5 – FAIR VALUE MEASUREMENTS

Various inputs are used in determining the fair value of the Plan's investments. These inputs are categorized in the three tier value hierarchy, which prioritizes valuation methodology based on the reliability of inputs, as listed below:

Level 1 – Valuations based on quoted prices for identical assets and liabilities in active markets.

Level 2 – Valuations based on observable inputs other than quoted prices included in Level 1, such as quoted prices for similar assets and liabilities in active markets, quoted prices for identical or similar assets and liabilities in markets that are not active, or other inputs that are observable or can be corroborated by observable market data.

Level 3 – Valuations based on unobservable inputs reflecting the Plan's own assumptions, consistent with reasonably available assumptions made by other market participants.

The asset or liability's fair value measurement level within the fair value hierarchy is based on the lowest level of the input that is significant to the fair value measurement. Valuation techniques used need to maximize the use of observable inputs and minimize the use of unobservable inputs.

The following is a description by major asset categories of the valuation methodologies and levels used for determining fair value. There have been no changes in the methodology used at December 31, 2018 and 2017.

Cash – Carrying value approximates fair value. Cash is classified as Level 1.

Equity securities – The values of individual equity securities, primarily common stock and exchange traded real estate investment trusts, are based on quoted prices in active markets. As such, these assets are classified as Level 1.

Collective trust funds – The fair values of participation units held in collective trusts are based on the net asset value ("NAV") reported by the fund managers as of the financial statement dates and recent transaction prices, but are not quoted on active markets. The NAV is used as a practical expedient. Each collective trust provides for daily redemptions by the Plan at reported NAVs per share, with no advance notice requirement.

Registered investment companies – Valued at the daily closing price as reported by the fund. Investments held by the Plan are open-end mutual funds that are registered with the Securities and Exchange Commission. These funds are required to publish their daily NAV and to transact at that price. The mutual funds held by the Plan are deemed to be actively traded (Level 1 measurements).

Self-directed brokerage accounts – The individually managed self-directed brokerage accounts are also classified as Level 1 since the underlying investments are actively traded on a market or exchange.

The valuation methodologies described above may generate a fair value calculation that may not be indicative of net realizable value or future fair values. While the Plan believes the valuation methodologies used are appropriate, the use of different methodologies or assumptions in calculating fair value could result in different amounts. The Plan invests in various assets in which valuation is determined by NAV. The Plan believes that the NAV is representative of fair value at the reporting date, as there are no significant restrictions on redemption of these investments or other reasons to indicate that the investment would be redeemed at an amount different than the NAV. The fair values of the Plan's investments within the fair value hierarchy as of December 31, 2018 and 2017 were as follows:

RR DONNELLEY SAVINGS PLAN

NOTES TO FINANCIAL STATEMENTS DECEMBER 31, 2018 and 2017

NOTE 5 – FAIR VALUE MEASUREMENTS (CONT.)

Investment Category	Level 1	Level 2	Level 3	Total as of December 31, 2018
Cash	\$ 1,250,975	\$ -	\$ -	\$ 1,250,975
Equity securities	215,977,551	-	-	215,977,551
Registered investment companies	131,573,961	-	-	131,573,961
Self-directed brokerage accounts	35,653,555	-	-	35,653,555
Subtotal	384,456,042	-	-	384,456,042
<i>Investments measured at NAV*:</i>				
Collective trust funds				519,786,664
Total investments at NAV				519,786,664
Total				\$ 904,242,706

Investment Category	Level 1	Level 2	Level 3	Total as of December 31, 2017
Cash	\$ 1,697,327	\$ -	\$ -	\$ 1,697,327
Equity securities	259,902,963	-	-	259,902,963
Registered investment companies	148,698,942	-	-	148,698,942
Self-directed brokerage accounts	38,365,675	-	-	38,365,675
Subtotal	448,664,907	-	-	448,664,907
<i>Investments measured at NAV*:</i>				
Collective trust funds				586,471,992
Total investments at NAV				586,471,992
Total				\$ 1,035,136,899

* In accordance with U.S. GAAP, certain investments that are measured at NAV per share (or its equivalent) as a practical expedient are not classified in the fair value hierarchy as of December 31, 2018 and 2017. The fair value amounts presented in this table for such investments are intended to permit reconciliation of the fair value hierarchy to the investments at fair value presented in the statements of net assets available for benefits.

NOTE 6 – TAX STATUS OF THE PLAN

The Plan obtained its latest determination letter on September 30, 2016, in which the Internal Revenue Service stated that the Plan, as then designed, was in compliance with the applicable requirements of the Code, including Sections 401(a) and 401(k) of the Code. The Plan has been amended since receiving the determination letter. However, the Plan administrator, having consulted with the Plan's counsel, believes that the Plan remains tax-exempt as of the financial statement date.

RR DONNELLEY SAVINGS PLAN

NOTES TO FINANCIAL STATEMENTS DECEMBER 31, 2018 and 2017

NOTE 6 – TAX STATUS OF THE PLAN (CONT.)

US GAAP requires the Plan Administrator to evaluate tax positions taken by the Plan. The financial statement effects of a tax position are recognized when the position is more likely than not, based on the technical merits, to be sustained upon examination by the IRS. The Plan Administrator has analyzed the tax positions taken by the Plan, and has concluded that as of December 31, 2018 and 2017, there are no uncertain positions taken or expected to be taken. The Plan has not recognized interest or penalties related to uncertain tax positions. As of December 31, 2018 and 2017, the Plan was under audit by the IRS for the 2015 plan year. The audit closed July 29, 2019 and the Plan no longer has any audits in progress.

NOTE 7 – PLAN TERMINATION

Although it has not expressed any intent to do so, the Company has the right under the Plan to terminate the Plan at any time subject to the provisions of ERISA. In the event of Plan termination, the rights of the participants in their account balances will, to the extent not already vested, become 100% vested.

NOTE 8 – RELATED PARTY AND PARTY-IN-INTEREST TRANSACTIONS

Certain plan investments are managed by the Trustee. Fees paid by the Plan to the Trustee for investment management services are party-in-interest transactions, for which there is an exemption from the prohibited transactions rules of ERISA. The Plan reimburses the Company for certain employees' compensation and related benefit costs related to the administration of the Plan and such reimbursements constitute a party-in-interest transaction for which there is an exemption. In addition, notes receivable from participants constitute a party-in-interest transaction for which there is an exemption.

NOTE 9 – INFORMATION CERTIFIED BY THE TRUSTEE

The Plan administrator has elected the method of annual reporting permitted by 29 CFR 2520.103-8 of the DOL's Rules and Regulations for Reporting and Disclosure under ERISA. Accordingly, the Trustee has certified that the following data included in the accompanying financial statements is complete and accurate:

- Plan investments and notes receivable from participants as shown in the statements of net assets available for plan benefits as of December 31, 2018 and 2017
- Investment loss and interest income on notes receivable from participants as shown in the statement of changes in net assets available for plan benefits for the year ended December 31, 2018
- Supplemental Schedule H, Line 4i – Schedule of Assets (Held at End of Year) as of December 31, 2018

The Plan's independent accountants did not perform auditing procedures with respect to this information, except for comparing such information to the related information included in the financial statements and supplemental schedule.

RR DONNELLEY SAVINGS PLAN

NOTES TO FINANCIAL STATEMENTS DECEMBER 31, 2018 and 2017

NOTE 10 – RECONCILIATION TO FORM 5500

The following table reconciles the financial statements to the Plan Form 5500 as filed for the Plan:

	<u>2018</u>	<u>2017</u>
Net Assets Available for Benefits per the financial statements	\$ 1,104,524,905	\$ 1,225,661,688
Contract value to fair value adjustment for fully benefit-responsive investment contracts reported at fair value on Form 5500	(2,300,485)	460,122
Less: Deemed loans distributions	<u>(1,311,509)</u>	<u>(1,070,276)</u>
Net Assets Available for Benefits per the Form 5500	<u>\$ 1,100,912,911</u>	<u>\$ 1,225,051,534</u>

The following is a reconciliation of the net decrease in net assets per the financial statements to the Plan Form 5500 for the year ended December 31, 2018:

Net decrease in Net Assets Available for Benefits per the financial statements	\$ (121,136,783)
2017 contract value to fair value adjustment	(460,122)
2018 contract value to fair value adjustment	(2,300,485)
Less: change in deemed loans	<u>(241,233)</u>
Net decrease in Net Assets Available for Benefits per the Form 5500	<u>\$ (124,138,623)</u>

NOTE 11 – PLAN AMENDMENTS

The Plan is amended from time to time for various matters, including in connection with acquisitions to provide, among other things, eligibility to participate in the Plan, recognition of prior service, and matching and/or profit-sharing contributions for certain (usually collectively bargained) participants.

NOTE 12 – SUBSEQUENT EVENTS

The Plan has evaluated subsequent events through October 15, 2019, which is the date that the financial statements were approved and available to be issued, for events requiring recording or disclosure in the Plan's financial statements.

SUPPLEMENTARY INFORMATION

RR DONNELLEY SAVINGS PLAN
SCHEDULE H – LINE 4i – SCHEDULE OF ASSETS (HELD AT END OF YEAR)
AS OF DECEMBER 31, 2018
(EMPLOYER IDENTIFICATION NUMBER: 36-1004130, PLAN NUMBER: 003)

(a)	(b) Identity of Issuer, Borrower, Lessor, or Similar Party	(c) Description of Investment Including Maturity Date, Rate of Interest, Collateral, Par or Maturity Value	(d) Cost**	(e) Current Value
	INTEREST BEARING CASH			
	United States dollar			\$ 1,257,276
	U.S. GOVERNMENT SECURITIES			
	United States Treasury Note, 1.75%, 9/30/2019			30,099,293
	COMMON STOCK			
	2U INC			380,060
	AARON'S INC CLASS A			254,318
	ABBOTT LAB			1,308,450
	ABIOMED INC			962,118
	ACACIA COMMUNICATIONS INC			339,796
	ACADIA HEALTHCARE CO INC			386,756
	ADOBE SYS INC			1,952,451
	ADR AZUL S A			676,550
	ADR CONTROLADORA VUELA COMPANIA DE AVIACION			435,538
	ADVANCED MICRO DEVICES INC			136,346
	AES CORP			695,598
	AGILENT TECHNOLOGIES INC			1,085,431
	AGNICO-EAGLE MINES LTD NPV			357,419
	ALBEMARLE CORP			308,049
	ALIGN TECHNOLOGY INC			1,001,075
	ALLEGHENY TECHNOLOGIES INC			1,123,637
	ALLIANCE DATA SYS CORP			377,601
	ALLSTATE CORP			1,087,493
	ALLY FINL INC			957,317
	ALPHABET INC CL A			2,863,190
	ALPHABET INC CL A			876,721
	ALPHABET INC CL C			2,876,925
	ALTRIA GROUP INC			174,149
	AMAZON INC			5,579,819
	AMERICAN AIRLINES INC			824,585
	AMERIPRISE FINL INC			492,835
	AMNEAL PHARMACEUTICALS INC			155,920
	ANADARKO PETRO CORP			479,347
	ANSYS INC			65,752
	AQUA METALS INC			35,756
	ARCHER-DANIELS-MIDLAND CO			66,289
	ARTISAN PARTNERS ASSET MGMT INC CL A			257,316
	ASPEN TECHNOLOGY INC			448,867
	AUTOMATIC DATA PROCESSING INC			1,413,474
	AVNET INC			454,824
	BANK OF AMERICA CORP			2,249,878
	BAXTER INTL INC			695,915
	BEACON ROOFING SUPPLY INC			379,847
	BECTON DICKINSON & CO			1,381,212
	BENEFITFOCUS INC			606,110
	BERKLEY W R CORP			357,429
	BERRY GLOBAL GROUP INC			544,123
	BMC STK HLDGS INC			340,219
	BOEING CO			2,289,750
	BOOKING HLDGS INC			1,317,651
	BOOKING HLDGS INC			740,641
	BOSTON BEER INC CL A			146,672
	BRIGHTCOVE INC			411,439
	BRISTOL MYERS SQUIBB CO			675,948
	BRUKER CORP			376,144
	BRUNSWICK CORP			426,365
	CABOT CORP			374,866
	CADENCE DESIGN SYS INC			178,572
	CAPITAL ONE FINL CORP			802,463
	CARDIOVASCULAR SYS INC			404,928
	CARDLYTICS INC			190,316
	CAREER EDUCATION			418,543
	CARPENTER TECHNOLOGY CORP			99,957
	CARRIZO OIL & GAS INC			105,313
	CASEYS GEN STORES INC			249,873
	CBRE GROUP INC CL A			985,585
	CDW CORP			434,752

RR DONNELLEY SAVINGS PLAN
SCHEDULE H – LINE 4i – SCHEDULE OF ASSETS (HELD AT END OF YEAR)
AS OF DECEMBER 31, 2018
(EMPLOYER IDENTIFICATION NUMBER: 36-1004130, PLAN NUMBER: 003)

(a)	(b) Identity of Issuer, Borrower, Lessor, or Similar Party	(c) Description of Investment Including Maturity Date, Rate of Interest, Collateral, Par or Maturity Value	(d) Cost**	(e) Current Value
	CENTENNIAL RESOURCE DEVELOPMENT INC			374,393
	CENTURY CMNTYS INC			158,602
	CHEVRON CORP			574,629
	CINEMARK HLDGS INC			311,890
	CITIGROUP INC			962,433
	CITIZENS FINL GROUP INC			952,341
	CITRIX SYS INC			837,098
	CLOUDERA INC			138,018
	CNO FINL GROUP INC			367,283
	CNX RESOURCES CORPORATION			113,812
	COEUR MNG INC			78,060
	COGENT COMMUNICATIONS HLDGS INC			804,964
	COMPASS MINERALS INTL INC			88,466
	CONOCOPHILLIPS			1,343,455
	COOPER COS INC			1,082,389
	COSTAR GROUP INC			897,324
	COVANTA HLDG CORP			314,189
	CREE INC			370,474
	CYPRESS SEMICONDUCTOR CORP			230,207
	DANA INC			397,369
	DANA INC			299,519
	DARLING INGREDIENTS INC			248,388
	DECKERS OUTDOOR CORP			466,634
	DELTA AIRLINES INC			982,331
	DEXCOM INC			715,446
	DIPLOMAT PHARMACY INC			313,941
	DOMTAR CORP			371,956
	DRIL-QUIP INC			89,399
	DXP ENTERPRISES INC			227,536
	EAGLE MATLS INC			161,302
	EBAY INC			565,723
	EDWARDS LIFESCIENCES CORP			637,953
	ELECTR ARTS			1,021,885
	ELEMENT			312,648
	ELI LILLY & CO			960,476
	ELI LILLY & CO			705,313
	ELLIE MAE			328,664
	EMCOR GROUP INC			472,745
	ENCORE WIRE CORP			247,990
	ENERSYS			277,223
	ENSCO ROWAN			143,044
	ESTEE LAUDER COMPANIES INC CL A			649,719
	EURONAV EURONAV S A			322,481
	EURONET WORLDWIDE INC			384,130
	EVEREST RE GROUP			464,264
	EXELON CORP			1,209,582
	EXPEDIA GROUP INC			1,008,218
	EXXON MOBIL CORP			301,263
	F5 NETWORKS INC			52,174
	FABRINET			253,523
	FERRARI N V FERRARI N V			1,224,106
	FERROGLOBE PLC NPV			125,200
	FIDELITY NATL INFORMATION SVCS INC			1,188,555
	FIRST BANCORP P R			367,573
	FIRST HORIZON NATL CORP			243,842
	FISERV INC			1,598,408
	FLEX LTD			296,082
	FMC CORP			793,369
	FOOT LOCKER INC			304,410
	FORTERRA INC			198,938
	FORTIVE CORP			1,030,462
	GASLOG LTD			456,419
	GLOBAL EAGLE ENTERTAINMENT INC			251,020
	GLOBAL PMTS INC			383,953
	GODADDY INC CL A			1,080,761
	GOGO INC			148,516
	GOLAR LNG LIMITED			201,563
	GRAND CANYON ED INC			71,047
	GRANITE CONST INC			235,920

RR DONNELLEY SAVINGS PLAN
SCHEDULE H – LINE 4i – SCHEDULE OF ASSETS (HELD AT END OF YEAR)
AS OF DECEMBER 31, 2018
(EMPLOYER IDENTIFICATION NUMBER: 36-1004130, PLAN NUMBER: 003)

(a)	(b) Identity of Issuer, Borrower, Lessor, or Similar Party	(c) Description of Investment Including Maturity Date, Rate of Interest, Collateral, Par or Maturity Value	(d) Cost**	(e) Current Value
	GRAPHIC PACKAGING HLDG CO			244,497
	GREEN DOT CORP			277,366
	GREENHILL & CO INC			296,289
	HANOVER INS GROUP INC			527,217
	HARTFORD FINL SVCS GROUP INC			811,435
	HAWAIIAN HOLDINGS INC			82,980
	HD SUPPLY HLDGS INC.			786,757
	HERBALIFE NUTRITION LTD			337,135
	HEWLETT PACKARD ENTERPRISE CO			111,638
	HILLENBRAND INC			192,912
	HOLLYFRONTIER CORP			295,320
	HONEYWELL INTL INC			1,041,106
	HP INC			1,091,602
	HUMANA INC			884,077
	IAC / INTERACTIVECORP			108,909
	IBERIABANK CORP			111,526
	IBERIABANK CORP			230,701
	ICON PLC			234,516
	ILLUMINA INC			1,496,651
	INGREDION INC			470,253
	INNOVPHOS HLDGS INC			69,101
	INPHI CORP			281,473
	INSULET CORP			1,207,171
	INTEGRATED DEVICE			587,407
	INTEL CORP			548,283
	INTERCONTINENTAL EXCHANGE INC			1,565,357
	INTERFACE INC			319,799
	INTUIT			1,844,485
	INTUIT			954,919
	INTUITIVE SURGICAL INC			1,360,133
	ITRON INC			414,591
	J2 GLOBAL INC			229,440
	JABIL INC			494,883
	JABIL INC			416,720
	JEFFERIES FINL GROUP INC			277,187
	JETBLUE AWYS CORP			402,078
	JETBLUE AWYS CORP			338,352
	JOHNSON & JOHNSON			1,727,334
	JONES LANG LASALLE INC			661,865
	JPMORGAN CHASE & CO			805,951
	KBR INC			573,591
	KIRBY CORP			288,166
	KNIGHT-SWIFT TRANSN HLDGS INC CL A			269,051
	KORN FERRY			85,090
	KRATON CORPORATION			424,482
	KROGER CO			406,863
	LAMB WESTON HLDGS INC			503,665
	LGI HOMES INC			209,595
	LIGAND PHARMACEUTICALS INCORPORATED CL B			262,851
	LINCOLN NATL CORP			752,051
	LINDE PLC			1,611,893
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	LPL FINL HLDGS INC			192,158
	LULULEMON ATHLETICA INC			373,829
	LYONDELLBASELL IND N V CL A			737,213
	MACOM TECHNOLOGY SOLUTIONS HOLDINGS INC			432,703
	MACQUARIE INFRASTRUCTURE CORP			488,661
	MANHATTAN ASSOCS INC			152,744
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	MARTIN MARIETTA MATLS INC			298,366
	MARVELL TECH GROUP			81,646
	MASCO CORP			349,096
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	MESA AIR GROUP INC			205,402
	METHANEX CORP			169,462
	MGIC INVT CORP WIS			236,197
	MICRON TECH INC			296,422
	MICROSOFT CORP			432,790
	MICROSOFT CORP			6,511,653
	MLP LAZARD LTD CL A			588,825
	MODEL N INC			104,464
	MODINE MFG CO			124,596
	MONOLITHIC PWR SYS INC			872,456
	MOODYS CORP			1,694,484
	MOOG INC CL A			209,196
	MRC GLOBAL INC			159,601
	MYRIAD GENETICS INC			422,620
	NAVIENT CORP			240,319
	NAVIGATOR HOLDINGS LTD			239,888
	NEKTAR THERAPEUTICS			133,091
	NETFLIX INC			1,801,352
	NEURONETICS INC			27,400
	NEWS CORP CL A			148,083
	NIKE INC CL B			2,405,843
	NOBLE CORP PLC			100,749
	NORTHROP GRUMMAN CORP			1,246,541
	NU SKIN ENTERPRISES INC CL A			404,349
	NUANCE COMMUNICATIONS INC			437,490
	NUTANIX INC CL A			131,674
	NVIDIA CORP			837,045
	OCCIDENTAL PETROLEUM CORP			863,617
	PACIFIC BIOSCIENCES OF CALIFORNIA INC			163,214
	PAGSEGURO DIGITAL LTD CLS A			776,733
	PAN AMERICAN			1,058,617
	PAYPAL HLDGS INC			2,753,107
	PBF ENERGY INC CL A			309,712
	PEABODY ENERGY CORP			193,152
	PEPSICO INC			1,060,277
	PERFORMANCE FOOD GROUP CO			306,888
	PFIZER INC			2,453,174
	PHILLIPS 66			1,021,394
	PLANET FITNESS INC CL A			364,026
	POPULAR INC			437,116
	POPULAR INC			668,730
	PORTLAND GENERAL ELECTRIC CO			510,677
	PPDC ENERGY INC			234,390
	PRA GROUP INC			222,888
	PREMIER INC CL A			169,606
	PRUDENTIAL FINL INC			1,094,727
	PUB SERVICE ENTERPRISE GROUP INC			611,640
	QIAGEN NV			373,025
	QORVO INC			851,192
	QUANTA SVCS INC			603,084
	RADIAN GROUP INC			289,327
	RAYMOND JAMES FNCL INC			400,772
	RAYTHEON CO			1,225,266
	REINSURANCE GROUP AMER INC			877,559
	RELIANCE STL & ALUM CO			123,622
	ROBERT HALF INTL INC			529,558
	ROGERS CORP			589,308
	S&P GLOBAL INC			876,211
	SALESFORCE COM INC			3,027,037
	SANGAMO THERAPEUTICS INC			101,597
	SEMTECH CORP			630,069
	SHERWIN-WILLIAMS CO			914,794
	SILICON LABORATORIES INC			199,862
	SKYWORKS SOLUTIONS INC			429,330
	SM ENERGY CO			192,618
	SOUTHWEST GAS HLDGS INC			321,529
	SPIRIT AIRLS INC			212,451
	SPROUTS FMRS MKT INC			231,526

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	SS&C TECHNOLOGIES HLDGS INC			216,889
	STEEL DYNAMICS INC			541,741
	STERIS PLC			301,744
	STRYKER CORP			1,611,390
	TAILORED BRANDS INC			286,795
	TANDEM DIABETES CARE INC			992,422
	TECHNI CN			186,578
	TEGNA INC			181,344
	TELEPHONE & DATA SYS INC			448,922
	TERADATA CORP			216,581
	TESARO			655,702
	THERMO FISHER CORP			1,718,707
	TIVO CORP			624,457
	TRANSOCEAN LTD			346,493
	TREX CO INC			548,724
	TRINSEO S A			299,905
	TRONOX LTD			212,200
	TUTOR PERINI CORP			1,186,938
	TX CAP BANCSHARES INC			183,055
	TYSON FOODS INC CL A			595,090
	U.S. CELLULAR CORP			89,232
	UGI CORP			927,170
	UNION PAC CORP			1,353,272
	UNITED AIRLINES HOLDINGS INC			1,912,561
	UNITED AIRLINES HOLDINGS INC			827,587
	UNITEDHEALTH GROUP INC			3,714,379
	UNVL DISPLAY CORP			502,939
	UNVL ELECTRS INC			281,139
	USANA HEALTH SCIENCES INC			249,470
	VALERO ENERGY CORP			811,850
	VEECO INSTRS INC			161,612
	VEEVA SYS INC CL A			1,029,860
	VERISIGN INC			754,203
	VERIZON COMMUNICATIONS			2,348,253
	VIACOM INC CL B			275,118
	VISA INC CL A			4,434,503
	VISTA OUTDOOR INC			474,044
	WABCO HLDGS INC			163,693
	WATSCO INC			351,607
	WEBSTER FNCL CORP WATERBURY CONN			297,958
	WELLCARE HLTH PLANS INC			331,470
	WESCO INTL INC			58,848
	WILEY JOHN & SONS INC CL A			236,729
	WORKDAY INC CL A			367,264
	XILINX INC			1,616,527
	YUM BRANDS INC			1,024,173
	ZOETIS INC CL A			460,291
	ZOETIS INC CL A			1,511,492
	TOTAL COMMON STOCK			212,512,856
	COMMON/COLLECTIVE TRUSTS			
	ALLIANCE BERNSTEIN EMERGING MARKETS MULTI-ASSET COLLECTIVE TR R FD			47,852,577
	ARROWSTREET INTERNATIONAL EQUITY EAFE			50,042,841
*	COLTV SHORT TERM INVT FD			3,553,075
	LOOMIS SAYLES CORE PLUS FIXED INCOME TRUST FUND CL D			69,493,932
*	NORTHERN TRUST COLLECTIVE EXTENDED EQTY MKT IDX FD - DC - NON LENDING			41,451,194
*	NORTHERN TRUST COLLECTIVE TIPS INDEX FD - NL- TIER 3			16,886,983
*	NT COLLECTIVE AGGREGATE BOND INDEX FUND - DC - NON LENDING TIER THREE			56,631,680
*	NT COLLECTIVE ALL CTY WLD EX-US INVSTBL MKT IDX FD - DC - NONLENDING - TR 3			69,688,657
*	NT COLLECTIVE S&P500 INDEX FUND - DC- NON LENDING - TIER THREE			164,229,254
	WELLS FARGO / BLACKROCK SHORT-TERM INVESTMENT FUND S			44,319,047
	WELLS FARGO FIXED INCOME A			28,100,625
	WELLS FARGO FIXED INCOME F			51,654,718
	WELLS FARGO FIXED INCOME L			26,915,349
	TOTAL COMMON/COLLECTIVE TRUSTS			670,819,932
	REGISTERED INVESTMENT COMPANIES			

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	DFA U.S SMALL CAP VALUE PORTFOLIO			33,692,631
	DWS REAL ESTATE SECURITIES FUND			30,141,742
	PIMCO FDS PAC INVT MGMT SER ALL AST FD INSTL CL			36,082,322
	WELLS FARGO FUNDS TRUST TOTAL RETURNBD FD CL R6			31,657,266
	TOTAL REGISTERED INVESTMENT COMPANIES			131,573,961
	OTHER ASSETS			
	SELF-DIRECTED BROKERAGE ACCOUNTS			35,653,555
	AMERICAN CAMPUS CMNTYS INC			74,336
	AMERICAN TOWER CORP			1,842,914
	CORP OFFICE PPTYS TR			409,622
	PARK HOTELS & RESORTS INC			321,554
	SPIRIT REALTY CAPITAL INC			502,341
	VEREIT INC			313,928
	TOTAL OTHER ASSETS			39,118,250
	* PARTICIPANT LOANS	Interest Rates 4.0%-10.5%		16,564,648
	TOTAL			\$ 1,101,946,216

* Party in interest

** Cost information omitted as all investments are fully participant directed.

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	INTEREST BEARING CASH			
	United States dollar		\$	1,257,276
	U.S. GOVERNMENT SECURITIES			
	United States Treasury Note, 1.75%, 9/30/2019			30,099,293
	COMMON STOCK			
	2U INC			380,060
	AARON'S INC CLASS A			254,318
	ABBOTT LAB			1,308,450
	ABIOMED INC			962,118
	ACACIA COMMUNICATIONS INC			339,796
	ACADIA HEALTHCARE CO INC			386,756
	ADOBE SYS INC			1,952,451
	ADR AZUL S A			676,550
	ADR CONTROLADORA VUELA COMPANIA DE AVIACION			435,538
	ADVANCED MICRO DEVICES INC			136,346
	AES CORP			695,598
	AGILENT TECHNOLOGIES INC			1,085,431
	AGNICO-EAGLE MINES LTD NPV			357,419
	ALBEMARLE CORP			308,049
	ALIGN TECHNOLOGY INC			1,001,075
	ALLEGHENY TECHNOLOGIES INC			1,123,637
	ALLIANCE DATA SYS CORP			377,601
	ALLSTATE CORP			1,087,493
	ALLY FINL INC			957,317
	ALPHABET INC CL A			2,863,190
	ALPHABET INC CL A			876,721
	ALPHABET INC CL C			2,876,925
	ALTRIA GROUP INC			174,149
	AMAZON INC			5,579,819
	AMERICAN AIRLINES INC			824,585
	AMERIPRISE FINL INC			492,835
	AMNEAL PHARMACEUTICALS INC			155,920
	ANADARKO PETRO CORP			479,347
	ANSYS INC			65,752
	AQUA METALS INC			35,756
	ARCHER-DANIELS-MIDLAND CO			66,289
	ARTISAN PARTNERS ASSET MGMT INC CL A			257,316
	ASPEN TECHNOLOGY INC			448,867
	AUTOMATIC DATA PROCESSING INC			1,413,474
	AVNET INC			454,824
	BANK OF AMERICA CORP			2,249,878
	BAXTER INTL INC			695,915
	BEACON ROOFING SUPPLY INC			379,847
	BECTON DICKINSON & CO			1,381,212
	BENEFITFOCUS INC			606,110
	BERKLEY W R CORP			357,429
	BERRY GLOBAL GROUP INC			544,123
	BMC STK HLDGS INC			340,219
	BOEING CO			2,289,750
	BOOKING HLDGS INC			1,317,651
	BOOKING HLDGS INC			740,641
	BOSTON BEER INC CL A			146,672
	BRIGHTCOVE INC			411,439
	BRISTOL MYERS SQUIBB CO			675,948
	BRUKER CORP			376,144
	BRUNSWICK CORP			426,365
	CABOT CORP			374,866
	CADENCE DESIGN SYS INC			178,572
	CAPITAL ONE FINL CORP			802,463
	CARDIOVASCULAR SYS INC			404,928
	CARDLYTICS INC			190,316
	CAREER EDUCATION			418,543
	CARPENTER TECHNOLOGY CORP			99,957
	CARRIZO OIL & GAS INC			105,313
	CASEYS GEN STORES INC			249,873
	CBRE GROUP INC CL A			985,585
	CDW CORP			434,752

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	CENTENNIAL RESOURCE DEVELOPMENT INC			374,393
	CENTURY CMNTYS INC			158,602
	CHEVRON CORP			574,629
	CINEMARK HLDGS INC			311,890
	CITIGROUP INC			962,433
	CITIZENS FINL GROUP INC			952,341
	CITRIX SYS INC			837,098
	CLOUDERA INC			138,018
	CNO FINL GROUP INC			367,283
	CNX RESOURCES CORPORATION			113,812
	COEUR MNG INC			78,060
	COGENT COMMUNICATIONS HLDGS INC			804,964
	COMPASS MINERALS INTL INC			88,466
	CONOCOPHILLIPS			1,343,455
	COOPER COS INC			1,082,389
	COSTAR GROUP INC			897,324
	COVANTA HLDG CORP			314,189
	CREE INC			370,474
	CYPRESS SEMICONDUCTOR CORP			230,207
	DANA INC			397,369
	DANA INC			299,519
	DARLING INGREDIENTS INC			248,388
	DECKERS OUTDOOR CORP			466,634
	DELTA AIRLINES INC			982,331
	DEXCOM INC			715,446
	DIPLOMAT PHARMACY INC			313,941
	DOMTAR CORP			371,956
	DRIL-QUIP INC			89,399
	DXP ENTERPRISES INC			227,536
	EAGLE MATLS INC			161,302
	EBAY INC			565,723
	EDWARDS LIFESCIENCES CORP			637,953
	ELECTR ARTS			1,021,885
	ELEMENT			312,648
	ELI LILLY & CO			960,476
	ELI LILLY & CO			705,313
	ELLIE MAE			328,664
	EMCOR GROUP INC			472,745
	ENCORE WIRE CORP			247,990
	ENERSYS			277,223
	ENSCO ROWAN			143,044
	ESTEE LAUDER COMPANIES INC CL A			649,719
	EURONAV EURONAV S A			322,481
	EURONET WORLDWIDE INC			384,130
	EVEREST RE GROUP			464,264
	EXELON CORP			1,209,582
	EXPEDIA GROUP INC			1,008,218
	EXXON MOBIL CORP			301,263
	F5 NETWORKS INC			52,174
	FABRINET			253,523
	FERRARI N V FERRARI N V			1,224,106
	FERROGLOBE PLC NPV			125,200
	FIDELITY NATL INFORMATION SVCS INC			1,188,555
	FIRST BANCORP P R			367,573
	FIRST HORIZON NATL CORP			243,842
	FISERV INC			1,598,408
	FLEX LTD			296,082
	FMC CORP			793,369
	FOOT LOCKER INC			304,410
	FORTERRA INC			198,938
	FORTIVE CORP			1,030,462
	GASLOG LTD			456,419
	GLOBAL EAGLE ENTERTAINMENT INC			251,020
	GLOBAL PMTS INC			383,953
	GODADDY INC CL A			1,080,761
	GOGO INC			148,516
	GOLAR LNG LIMITED			201,563
	GRAND CANYON ED INC			71,047
	GRANITE CONST INC			235,920

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	NEKTAR THERAPEUTICS			133,091
	NETFLIX INC			1,801,352
	NEURONETICS INC			27,400
	NEWS CORP CL A			148,083
	NIKE INC CL B			2,405,843
	NOBLE CORP PLC			100,749
	NORTHROP GRUMMAN CORP			1,246,541
	NU SKIN ENTERPRISES INC CL A			404,349
	NUANCE COMMUNICATIONS INC			437,490
	NUTANIX INC CL A			131,674
	NVIDIA CORP			837,045
	OCCIDENTAL PETROLEUM CORP			863,617
	PACIFIC BIOSCIENCES OF CALIFORNIA INC			163,214
	PAGSEGURO DIGITAL LTD CLS A			776,733
	PAN AMERICAN			1,058,617
	PAYPAL HLDGS INC			2,753,107
	PBF ENERGY INC CL A			309,712
	PEABODY ENERGY CORP			193,152
	PEPSICO INC			1,060,277
	PERFORMANCE FOOD GROUP CO			306,888
	PFIZER INC			2,453,174
	PHILLIPS 66			1,021,394
	PLANET FITNESS INC CL A			364,026
	POPULAR INC			437,116
	POPULAR INC			668,730
	PORTLAND GENERAL ELECTRIC CO			510,677
	PPDC ENERGY INC			234,390
	PRA GROUP INC			222,888
	PREMIER INC CL A			169,606
	PRUDENTIAL FINL INC			1,094,727
	PUB SERVICE ENTERPRISE GROUP INC			611,640
	QIAGEN NV			373,025
	QORVO INC			851,192
	QUANTA SVCS INC			603,084
	RADIAN GROUP INC			289,327
	RAYMOND JAMES FNCL INC			400,772
	RAYTHEON CO			1,225,266
	REINSURANCE GROUP AMER INC			877,559
	RELIANCE STL & ALUM CO			123,622
	ROBERT HALF INTL INC			529,558
	ROGERS CORP			589,308
	S&P GLOBAL INC			876,211
	SALESFORCE COM INC			3,027,037
	SANGAMO THERAPEUTICS INC			101,597
	SEMTECH CORP			630,069
	SHERWIN-WILLIAMS CO			914,794
	SILICON LABORATORIES INC			199,862
	SKYWORKS SOLUTIONS INC			429,330
	SM ENERGY CO			192,618
	SOUTHWEST GAS HLDGS INC			321,529
	SPIRIT AIRLS INC			212,451
	SPROUTS FMRS MKT INC			231,526

RR DONNELLEY SAVINGS PLAN
SCHEDULE H – LINE 4i – SCHEDULE OF ASSETS (HELD AT END OF YEAR)
AS OF DECEMBER 31, 2018
(EMPLOYER IDENTIFICATION NUMBER: 36-1004130, PLAN NUMBER: 003)

(a)	(b) Identity of Issuer, Borrower, Lessor, or Similar Party	(c) Description of Investment Including Maturity Date, Rate of Interest, Collateral, Par or Maturity Value	(d) Cost**	(e) Current Value
	SS&C TECHNOLOGIES HLDGS INC			216,889
	STEEL DYNAMICS INC			541,741
	STERIS PLC			301,744
	STRYKER CORP			1,611,390
	TAILORED BRANDS INC			286,795
	TANDEM DIABETES CARE INC			992,422
	TECHNI CN			186,578
	TEGNA INC			181,344
	TELEPHONE & DATA SYS INC			448,922
	TERADATA CORP			216,581
	TESARO			655,702
	THERMO FISHER CORP			1,718,707
	TIVO CORP			624,457
	TRANSOCEAN LTD			346,493
	TREX CO INC			548,724
	TRINSEO S A			299,905
	TRONOX LTD			212,200
	TUTOR PERINI CORP			1,186,938
	TX CAP BANCSHARES INC			183,055
	TYSON FOODS INC CL A			595,090
	U.S. CELLULAR CORP			89,232
	UGI CORP			927,170
	UNION PAC CORP			1,353,272
	UNITED AIRLINES HOLDINGS INC			1,912,561
	UNITED AIRLINES HOLDINGS INC			827,587
	UNITEDHEALTH GROUP INC			3,714,379
	UNVL DISPLAY CORP			502,939
	UNVL ELECTRS INC			281,139
	USANA HEALTH SCIENCES INC			249,470
	VALERO ENERGY CORP			811,850
	VEECO INSTRS INC			161,612
	VEEVA SYS INC CL A			1,029,860
	VERISIGN INC			754,203
	VERIZON COMMUNICATIONS			2,348,253
	VIACOM INC CL B			275,118
	VISA INC CL A			4,434,503
	VISTA OUTDOOR INC			474,044
	WABCO HLDGS INC			163,693
	WATSCO INC			351,607
	WEBSTER FNCL CORP WATERBURY CONN			297,958
	WELLCARE HLTH PLANS INC			331,470
	WESCO INTL INC			58,848
	WILEY JOHN & SONS INC CL A			236,729
	WORKDAY INC CL A			367,264
	XILINX INC			1,616,527
	YUM BRANDS INC			1,024,173
	ZOETIS INC CL A			460,291
	ZOETIS INC CL A			1,511,492
	TOTAL COMMON STOCK			212,512,856
	COMMON/COLLECTIVE TRUSTS			
	ALLIANCE BERNSTEIN EMERGING MARKETS MULTI-ASSET COLLECTIVE TR R FD			47,852,577
	ARROWSTREET INTERNATIONAL EQUITY EAFE			50,042,841
*	COLTV SHORT TERM INVT FD			3,553,075
	LOOMIS SAYLES CORE PLUS FIXED INCOME TRUST FUND CL D			69,493,932
*	NORTHERN TRUST COLLECTIVE EXTENDED EQTY MKT IDX FD - DC - NON LENDING			41,451,194
*	NORTHERN TRUST COLLECTIVE TIPS INDEX FD - NL- TIER 3			16,886,983
*	NT COLLECTIVE AGGREGATE BOND INDEX FUND - DC - NON LENDING TIER THREE			56,631,680
*	NT COLLECTIVE ALL CTY WLD EX-US INVSTBL MKT IDX FD - DC - NONLENDING - TR 3			69,688,657
*	NT COLLECTIVE S&P500 INDEX FUND - DC- NON LENDING - TIER THREE			164,229,254
	WELLS FARGO / BLACKROCK SHORT-TERM INVESTMENT FUND S			44,319,047
	WELLS FARGO FIXED INCOME A			28,100,625
	WELLS FARGO FIXED INCOME F			51,654,718
	WELLS FARGO FIXED INCOME L			26,915,349
	TOTAL COMMON/COLLECTIVE TRUSTS			670,819,932
	REGISTERED INVESTMENT COMPANIES			

RR DONNELLEY SAVINGS PLAN
SCHEDULE H – LINE 4i – SCHEDULE OF ASSETS (HELD AT END OF YEAR)
AS OF DECEMBER 31, 2018
(EMPLOYER IDENTIFICATION NUMBER: 36-1004130, PLAN NUMBER: 003)

(a)	(b) Identity of Issuer, Borrower, Lessor, or Similar Party	(c) Description of Investment Including Maturity Date, Rate of Interest, Collateral, Par or Maturity Value	(d) Cost**	(e) Current Value
	DFA U.S SMALL CAP VALUE PORTFOLIO			33,692,631
	DWS REAL ESTATE SECURITIES FUND			30,141,742
	PIMCO FDS PAC INVT MGMT SER ALL AST FD INSTL CL			36,082,322
	WELLS FARGO FUNDS TRUST TOTAL RETURNBD FD CL R6			31,657,266
	TOTAL REGISTERED INVESTMENT COMPANIES			131,573,961
	OTHER ASSETS			
	SELF-DIRECTED BROKERAGE ACCOUNTS			35,653,555
	AMERICAN CAMPUS CMNTYS INC			74,336
	AMERICAN TOWER CORP			1,842,914
	CORP OFFICE PPTYS TR			409,622
	PARK HOTELS & RESORTS INC			321,554
	SPIRIT REALTY CAPITAL INC			502,341
	VEREIT INC			313,928
	TOTAL OTHER ASSETS			39,118,250
	* PARTICIPANT LOANS	Interest Rates 4.0%-10.5%		16,564,648
	TOTAL			<u>\$ 1,101,946,216</u>

* Party in interest

** Cost information omitted as all investments are fully participant directed.