

RR Donnelley & Sons Co
Form 10-Q
November 02, 2016

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 10-Q

QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

For the quarterly period ended September 30, 2016

OR

TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

Commission File Number 1-4694

R.R. DONNELLEY & SONS COMPANY

(Exact name of registrant as specified in its charter)

| | |
|---|---|
| Delaware (State or other jurisdiction of incorporation or organization) | 36-1004130 (I.R.S. Employer Identification No.) |
|---|---|

35 West Wacker Drive,

| | |
|---|---------------------|
| Chicago, Illinois (Address of principal executive offices) | 60601 (Zip code) |
|---|---------------------|

(312) 326-8000

(Registrant's telephone number, including area code)

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Indicate by check mark whether the registrant: (1) has filed all reports required to be filed by Sections 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days.

Yes No

Indicate by check mark whether the registrant has submitted electronically and posted on its corporate Web site, if any, every Interactive Data File required to be submitted and posted pursuant to Rule 405 of Regulation S-T (§232.405 of this chapter) during the preceding 12 months (or for such shorter period that the registrant was required to submit and post such files).

Yes No

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer or smaller reporting company. See the definitions of “large accelerated filer,” “accelerated filer” and “smaller reporting company” in Rule 12b-2 of the Exchange Act.

Large Accelerated filer

Accelerated filer

Non-Accelerated filer (Do not check if a smaller reporting company) Smaller reporting company

Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act).

Yes No

As of October 31, 2016, 69.8 million shares of common stock were outstanding.

R.R. DONNELLEY & SONS COMPANY

QUARTERLY REPORT ON FORM 10-Q

FOR THE QUARTERLY PERIOD ENDED SEPTEMBER 30, 2016

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PART I. FINANCIAL INFORMATION

Item 1. Condensed Consolidated Financial Statements

R.R. DONNELLEY & SONS COMPANY AND SUBSIDIARIES ("RR DONNELLEY")

CONDENSED CONSOLIDATED BALANCE SHEETS

(in millions, except per share data)

(UNAUDITED)

| | September 30, 2016 | December 31, 2015 |
|--|-----------------------|----------------------|
| ASSETS | | |
| Cash and cash equivalents | \$ 411.8 | \$ 389.6 |
| Receivables, less allowances for doubtful accounts of \$53.6 in 2016 (2015 - \$41.5) | 2,109.3 | 2,000.4 |
| Inventories (Note 3) | 651.1 | 592.0 |
| Prepaid expenses and other current assets | 140.3 | 119.7 |
| Total current assets | 3,312.5 | 3,101.7 |
| Property, plant and equipment-net (Note 4) | 1,342.3 | 1,448.1 |
| Goodwill (Note 5) | 1,787.3 | 1,743.6 |
| Other intangible assets-net (Note 5) | 403.3 | 438.0 |
| Deferred income taxes | 211.1 | 178.2 |
| Other noncurrent assets | 416.0 | 369.7 |
| Total assets | \$ 7,472.5 | \$ 7,279.3 |
| LIABILITIES | | |
| Accounts payable | \$ 1,172.7 | \$ 1,322.3 |
| Accrued liabilities | 793.3 | 780.4 |
| Short-term and current portion of long-term debt (Note 13) | 255.6 | 234.6 |
| Total current liabilities | 2,221.6 | 2,337.3 |
| Long-term debt (Note 13) | | |