

LSC Communications, Inc.
Form SC 13G/A
February 12, 2018

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

SCHEDULE 13G
Under the Securities Exchange Act of 1934
(Amendment No. 1 Exit Filing)*

LSC COMMUNICATIONS, INC.

(Name of Issuer)

Common Stock, par value \$0.01 per share

(Title of Class of Securities)

50218P107

(CUSIP Number)

March 28, 2017

(Date of Event which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

Rule 13d-1(b)

Rule 13d-1(c)

Rule 13d-1(d)

* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be filed for the purpose of Section 18 of the Securities Exchange Act of 1934 (Act) or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

CUSIP No. **50218P107**

13G

1. Names of Reporting Persons

R. R. Donnelley & Sons Company

2. Check the Appropriate Box If a Member of a Group (See Instructions)

a. b.
3. SEC Use Only

4. Citizenship or Place of Organization

Delaware

5. Sole Voting Power

Number of

Shares 0

6. Shared Voting Power

Beneficially

Owned By 0

Each

7. Sole Dispositive Power

Reporting

Person 0

8. Shared Dispositive Power

With

0

9. Aggregate Amount Beneficially Owned by Each Reporting Person

0

10. Check Box If the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)

11. Percent of Class Represented By Amount in Row (9)

0%

12. Type of Reporting Person (See Instructions)

CO

Item 1(a). Name of Issuer:

LSC Communications, Inc.

Item 1(b). Address of the Issuer's Principal Executive Offices:

191 North Wacker Drive

Suite 1400

Chicago, Illinois 60606

Item 2(a). Name of Person Filing

R. R. Donnelley & Sons Company

Item 2(b). Address of Principal Business Office or, if None, Residence:

35 West Wacker Drive

36th Floor

Chicago, Illinois 60601

Item 2(c). Citizenship:

Delaware

Item 2(d). Title of Class of Securities:

Common Stock, par value \$0.01 per share

Item 2(e). CUSIP Number:

50218P107

Item 3. If this statement is filed pursuant to Rule 13d-1(b), or 13d-2(b) or (c), check whether the person filing is a:

- a. Broker or dealer registered under Section 15 of the Act.
- b. Bank as defined in Section 3(a)(6) of the Act.
- c. Insurance company as defined in Section 3(a)(19) of the Act.

- d. Investment company registered under Section 8 of the Investment Company Act of 1940.
- e. An investment adviser in accordance with § 240.13d-1(b)(1)(ii)(E).
- f. An employee benefit plan or endowment fund in accordance with § 240.13d-1(b)(1)(ii)(F).
- g. A parent holding company or control person in accordance with § 240.13d-1(b)(1)(ii)(G).
- h. A savings association as defined in Section 3(b) of the Federal Deposit Insurance Act.
- i. A church plan that is excluded from the definition of an investment company under Section 3(c)(14) of the Investment Company Act of 1940.
- j. Group, in accordance with § 240.13d-1(b)(1)(ii)(J).

Item 4. Ownership:

This Amendment No. 1 Exit Filing (this Amendment) amends Item 4 of the statement on Schedule 13G filed on February 13, 2017 with respect to the common stock, par value \$0.01 per share (the Common Stock), of LSC Communications, Inc. (the Issuer) as set forth below.

Explanatory Note:

On October 1, 2016, the Reporting Person distributed 26,187,337 shares of the Issuer s Common Stock to the Reporting Person s stockholders in connection with the separation of its publishing and retail-centric print services and office products business to the Issuer , and in accordance with the terms of Separation and Distribution Agreement, dated as of September 14, 2016 (the Separation and Distribution Agreement). In connection with such separation, and pursuant to the Separation and Distribution Agreement, the Reporting Person retained 6,242,802 shares of the Issuer s Common Stock.

On March 28, 2017, the Reporting Person completed the sale (the Sale) of 6,242,802 shares of the Issuer s Common Stock in an underwritten, public secondary offering. Immediately following the Sale, the Reporting Person owned no shares of Common Stock.

Item 4(a). Amount Beneficially Owned:

See the response to Item 9 on the attached cover page and the explanatory note above.

Item 4(b). Percent of Class:

See the response to Item 11 on the attached cover page and the explanatory note above.

Item 4(c). Number of shares as to which the person has:

- i. Sole power to vote or to direct the vote

See the response to Item 5 on the attached cover page and the explanatory note above.

- ii. Shared power to vote or to direct the vote

See the response to Item 6 on the attached cover page and the explanatory note above.

- iii. Sole power to dispose or to direct the disposition of

See the response to Item 7 on the attached cover page and the explanatory note above.

- iv. Shared power to dispose or to direct the disposition of

See the response to Item 8 on the attached cover page and the explanatory note above.

Item 5. Ownership of Five Percent or Less of a Class:

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following .

Item 6. Ownership of More than Five Percent on Behalf of Another Person:

Not applicable.

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on by the Parent Holding Company:

Not applicable.

Item 8. Identification and Classification of Members of the Group:

Not applicable.

Item 9. Notice of Dissolution of Group:

Not applicable.

Item 10. Certification:

Not applicable.

SIGNATURES

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

R. R. Donnelley & Sons Company

Date: February 12, 2018

By: /s/ Deborah L. Steiner

Name: Deborah L. Steiner

Title: *Executive Vice President, General Counsel,*

Secretary and Chief Compliance Officer