An

RR Donnelley

Group

Pension Plan

Summary Plan Description

January 1, 2015

Bowne Pension Plan

RR Donnelley Component

RR DONNELLEY

Bowne Pension Plan (the "Plan")

Part A (of Parts A and B) of Summary Plan Description for **RR Donnelley Component of the Plan**

January 1, 2015

If you are a participant in the RR Donnelley Component of the Plan, **this Part A** of the Summary Plan Description for that Component, together with **Part B** of the Summary Plan Description for the Plan, constitute your Summary Plan Description for that Component. Members in the Plan are participants in one or more of the following Components or Benefits of the Plan:

RR Donnelley Component
RR Donnelley Printing Companies Component
Haddon Component
Banta Employees Component
Banta Book Group Component
Banta Danbury Component
Banta Specialty Converting Component
Moore Wallace Component (other than Cardinal
Brands Benefit and Check Printers Benefit)
Cardinal Brands Benefit of the Moore Wallace Component
Check Printers Benefit of the Moore Wallace Component
Bowne Component

The Bowne Pension Plan is Not Only for Bowne Employees

The RR Donnelley Controlled Group of Companies previously maintained several pension plans, each for one or more different employee groups. As explained in more detail on page 1 of this Summary, many of those plans have over time merged together and are now Components of the Bowne Pension Plan, with each such Component covering one or more of the same employee groups covered by its original plan.

For example, the previous Retirement Benefit Plan of R.R. Donnelley & Sons Company prior to any mergers is now the RR Donnelley Component of the Bowne Pension Plan, covering the same employee group previously covered by that RR Donnelley plan. Similarly, the employee groups previously covered by the Bowne Pension Plan prior to any mergers are now covered by the Bowne Component of the Bowne Pension Plan.

Accordingly, the Bowne Pension Plan no longer covers only employees of Bowne. **Because of the plan mergers, the Bowne Pension Plan, through its Components, covers the many employee groups of the RR Donnelley Controlled Group of Companies previously covered by separate plans**.

This is Part A of the Summary Plan Description for employees of RR Donnelley and other RR Donnelley companies previously covered by the Retirement Benefit Plan of R.R. Donnelley & Sons Company.

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Introduction

This Part A of the Summary Plan Description (SPD) for the RR Donnelley Component of the Bowne Pension Plan (the "Pension Plan" or the "Plan"), together with **Part B** of the SPD for the Plan, constitute the SPD for the RR Donnelley Component of the Plan. If you do not have a copy of Part B of the SPD, contact the Pension Service Center at 1-866-767-1212 or visit rrdspdxpress.com.

Important Note: References in this Part A of the SPD to the RR Donnelley Component of the Plan include the following:

- with respect to periods after December 31, 2013, the RR Donnelley Component of the Bowne Pension Plan,
- with respect to periods after August 30, 2010 and on or before December 31, 2013, the RR Donnelley Component of the Retirement Benefit Plan of R. R. Donnelley & Sons Company, and
- with respect to periods on or before August 30, 2010, the Retirement Benefit Plan of R. R. Donnelley & Sons Company.

Recent Plan Mergers

At various times prior to 2014, R. R. Donnelley & Sons Company ("Donnelley") and other members of the Donnelley Controlled Group of Companies maintained the following seven pension plans (among others) for various employee groups of the Donnelley Controlled Group of Companies:

1. Retirement Benefit Plan of R.R. Donnelley & Sons Company (the "Donnelley Plan");
2. Merged Retirement Income Plan for Employees of R.R. Donnelley Printing Company, L.P. and R.R. Donnelley Printing Company (for employees of the business acquired from Meredith/Burda);
3. Haddon Craftsmen, Inc. Retirement Plan;
4. Banta Corporation Employees Pension Plan;
5. Banta Hourly Pension Plan (comprised of (i) the Danbury Component, (ii) the GCIU Local 531, Maintenance Department, Bookbinders and Lithographers Component (the "Book Group Component"), and (iii) the Specialty Converting Component);
6. Retirement Income Plan of Moore Wallace North America, Inc. (which included, among others, the Cardinal Brands Benefit and the Check Printers Benefit); and
7. Bowne Pension Plan.

Between 2010 and 2012, the Donnelley Controlled Group of Companies merged the second through sixth of these pension plans into the first of these plans, namely the Retirement Benefit Plan of R.R. Donnelley & Sons Company (the "Donnelley Plan"). On December 31, 2013, the Donnelley Plan was merged into the Bowne Pension Plan.

Accordingly, all benefits accrued under the first through sixth plans are now instead being provided under the Bowne Pension Plan.

The Bowne Pension Plan continues after those mergers to have the same Plan Sponsor and Plan Number as before the mergers, *i.e.*, the Plan Sponsor is RR Donnelley Financial, Inc. (federal employer identification number 13-2618477) (the "Company"), previously named Bowne & Co., Inc., and the Plan Number is 001. The Bowne Pension Plan now consists of nine Components: three Components for the benefits previously provided under the three components of the prior Banta Hourly Pension Plan, five Components for the benefits previously provided under the other five prior plans, and one Component for the benefits previously provided under the Bowne Pension Plan as it existed prior to December 31, 2013.

If, prior to the first plan merger that occurred in 2010, you were in an employee group covered by the Donnelley Plan, or if after that merger you were in an employee group covered by the RR Donnelley Component of the Donnelley Plan, your benefits previously provided thereunder will instead be provided by the RR Donnelley Component of the Bowne Pension Plan.

Any plan merger described above did not affect the benefits you have accrued prior to the merger. The merger also does not affect your benefit starting date or the forms in which you can receive your benefits. However, no further benefits are earned or otherwise accrue with regard to periods after December 31, 2011. (See the later section titled "Your RR Donnelley Component Benefit".)

Part B of the SPD provides more information regarding the prior plans, including their previous plan numbers and the names and federal employer identification numbers of their previous plan sponsors.

Your Summary Plan Description

This Part A of the SPD relates to the RR Donnelley Component of the Plan and contains information specific to the participants in the RR Donnelley Component (the "Component") such as who is eligible to participate in the Component, how the Component's benefit is calculated, when a participant in the Component can start receiving his benefit, and the different payment forms for that benefit.

Part B of the SPD contains information about the Plan that is consistent for all the nine components (and their covered employee groups), such as the procedures for applying for benefits, income taxes applied to your benefits, situations affecting your benefit, how to make an inquiry, claim or appeal regarding your benefit, details regarding who to contact for assistance, and your rights as a participant in a component of the Plan.

You accrued a benefit under the RR Donnelley Component while you were an employee of a participating employer and a participant in the Component prior to December 31, 2011. If, prior to December 31, 2011, you were an employee of an employer that did not participate in the Component, you did not accrue a benefit described in this SPD for your service with that employer. To find out if you are eligible for a pension benefit from the Component, contact the Pension Service Center at 1-866-767-1212.

Note: Some participants in the Component may have benefits under the pre-2005 traditional benefit or cash balance formulas with relation to service, compensation, and contributions prior to 2005. Nothing in the career average pay formula effective January 1, 2005 affects those benefits. See the later section titled “A Word About the RR Donnelley Component and Prior Plan Formulas” for further information. Contact the Pension Service Center if you have questions or need information about the benefit formulas prior to 2005.

Your SPD is based on the official Plan document. It is written to be understandable and attempts to be as complete, accurate, and up-to-date a description as possible of your Component benefit. However, it does not include every detail of the Component. In the event that there is any discrepancy between your SPD and the Plan document, the actual Plan document always governs. The Plan document has changed over the years and only the relevant Plan document applies unless specifically provided otherwise. For example, someone who started benefit payments from the Component in November, 2003 only had the benefit forms available at that time as an election.

In addition, nothing in your SPD should be interpreted as an employment contract, nor does your SPD create an entitlement to any benefit from your employer. Your SPD merely describes certain pension benefits offered to eligible employees as of January 1, 2015. The Company reserves the right to change or terminate the Plan at any time.

If you are married, please share your SPD with your spouse.

Who Is Eligible

General Information

The RR Donnelley Component was amended to be closed to new participants effective December 31, 2011. Accordingly, each person who was not a participant in the RR Donnelley Component on December 31, 2011 will not be a participant in the RR Donnelley Component after December 31, 2011. Each person who was a participant in the RR Donnelley Component on December 31, 2011 and ceases to be a participant after that date will not again become a participant after that date.

Employees participating in the RR Donnelley Component as of December 31, 2011 continue participation as long as they continue to otherwise be eligible. However, no further benefits are earned or otherwise accrue with regard to service rendered or compensation earned or paid, or otherwise, with regard to periods after December 31, 2011. (See the later section titled "Your RR Donnelley Component Benefit".)

Subject to other rules outlined in this section, active employees were eligible to participate in the RR Donnelley Component if they were at least 21 years old and were classified by their employer as employees of R.R. Donnelley & Sons Company or of any other participating employer of the Component (all these participating employers are referred to collectively as "RR Donnelley") prior to December 31, 2011. As of December 31, 2011 (i.e. the last day on which an active employee could become a participant in the RR Donnelley Component), the following companies are the only participating employers of the RR Donnelley Component:

- R. R. Donnelley & Sons Company
- RR Donnelley Printing Company
- RR Donnelley Receivables, Inc.
- Office Tiger LLC
- Office Tiger Global Real Estate Services, Inc.
- Von Hoffman Corporation

An individual <u>must</u> have been classified <u>by</u> RR Donnelley as an employee of RR Donnelley in order to have been eligible to participate in the RR Donnelley Component, regardless of whether a court, an administrative agency or some other person classifies the individual as an employee of RR Donnelley.

Participation in the RR Donnelley Component took effect on the January 1 nearest to the last day of your completed "Qualifying Period" except if you were younger than age 21 on that day, your participation in the Component took effect on the January 1 nearest to your 21st birthday. A "Qualifying Period" is a 12-month period in which you completed 1,000 hours of service. Your initial Qualifying Period is the 12-month period following your first day of employment. If you did not qualify in the initial 12 months, subsequent periods started each January 1 following your date of employment until you satisfied the Qualifying Period requirement. You did not need to enroll to become a participant of the Component. You automatically participated after you completed a Qualifying Period and satisfied the age 21 requirement. Once you became a participant, service for vesting and benefit accrual generally started from your original hire date (except where there are special rules if you rehired or transferred in from a non-eligible employment status or from a non-participating employer).

To illustrate, Maria is hired May 15, 2009. She is over age 21. She completes 1,000 hours of service by May 14, 2010. She becomes a participant in the Component on January 1, 2010 (the nearest January 1) and her service for benefit vesting and accrual counts from May 15, 2009.

James is hired August 15, 2009. He is over age 21. He completes 1,000 hours of service by August 14, 2010. He becomes a participant in the Component January 1, 2011 (the nearest January 1) and his service for vesting and benefit accruals counts from August 15, 2009.

You were not eligible to participate in the RR Donnelley Component if you were:

- Covered by a collective bargaining agreement that did not provide for participation in the Component;
- An independent contractor;
- A leased employee;
- An employee at a subsidiary or other employer that did not participate in the Component; or
- A non-resident alien who receives no U.S. source earned income.

If you were not eligible for the RR Donnelley Component when you were first hired by RR Donnelley, you may have become eligible if you changed from an ineligible to eligible status, assuming other conditions of eligibility were satisfied.

If, when you were initially hired by RR Donnelley or any member of the Donnelley Controlled Group of Companies, you were designated as included in a group of employees who were ineligible for participation in the retirement plans of RR Donnelley and the Donnelley Controlled Group of Companies, and if you subsequently transferred to a group that was not excluded, you remained ineligible to participate in the Donnelley Component. Those designated groups of ineligible employees are as follows:

- Pro-Line Printing
- Confort & Company
- Prospectus Central
- Nimblefish Technologies, Inc.
- 8touches, Inc.
- Journalism Online, LLC

Moore Wallace North America, Inc. maintained the Retirement Income Plan of Moore Wallace North America, Inc., which became the Moore Wallace Component of the

Retirement Benefit Plan of R. R. Donnelley & Sons Company and later became the Moore Wallace Component of the Plan (all of which are referred to in this subsection as the "Moore Wallace Component"), for certain employees of Moore Wallace North America, Inc. and of certain other members of the Donnelley Controlled Group of Companies (all these participating employers are referred to collectively as "Moore Wallace"). In addition, RR Donnelley Financial, Inc. (formerly named Bowne & Co., Inc.) prior to December 31, 2013 maintained the Bowne Pension Plan, which became the Bowne Component of the Bowne Pension Plan (both of which are referred to in this subsection as the "Bowne Component"), only for certain employees of RR Donnelley Financial, Inc. and certain subsidiaries of RR Donnelley Financial, Inc. (all these participating employers are referred to collectively as "RR Donnelley Financial"). Furthermore, Banta Corporation maintained the Banta Corporation Employees Pension Plan, which became the Banta Employees Component of the Retirement Benefit Plan of R. R. Donnelley & Sons Company and later became the Banta Employees Component of the Plan (all of which are referred to in this subsection as the "Banta Employees Component"), for certain employees of Banta Corporation and certain subsidiaries of Banta Corporation (all these participating employers are referred to collectively as "Banta").

Persons who were employees of Moore Wallace, RR Donnelley Financial or Banta were generally not eligible to participate in the RR Donnelley Component, and, similarly, persons who were employees of RR Donnelley were generally not eligible to participate in the Moore Wallace Component, the Bowne Component or the Banta Employees Component. In addition, if you transferred employment from Moore Wallace, RR Donnelley Financial or Banta to RR Donnelley or a participating employer in the RR Donnelley Component, you were generally not eligible to participate in the RR Donnelley Component because you continued to participate in your previous employer's plan or previous component of the Plan, as applicable. See the subsection titled "If You Are Transferred to an Affiliate."

If You Terminate Employment or Become Ineligible

If you terminated employment or were no longer classified as an eligible employee, you stopped earning an annual pension accrual under the RR Donnelley Component. However, if you remain employed by Donnelley or any member of the Donnelley Controlled Group of Companies, you continue to accrue vesting service.

If, as of December 31, 2004, you had earned a pension benefit under the cash balance benefit formula, you continue to earn interest on that benefit until you begin receiving that pension benefit.

If You Were Rehired or Again Become Eligible

Generally, if or before December 31, 2011 you terminated employment or were no longer classified as an eligible employee with RR Donnelley and were reemployed or reclassified as an eligible employee of RR Donnelley within 30 days, you were reinstated and continued to accrue a pension benefit under the RR Donnelley Component (but not beyond December 31, 2011) as though your employment or eligibility did not terminate.

If on or before December 31, 2011 you were reemployed or reclassified as an eligible employee more than 30 days after you terminated, you were classified as ineligible, or if on or before December 31, 2011 you did not meet the Component's eligibility requirements before you left but were subsequently rehired in an eligible position, you became a participant of the Component on the later of your date of reemployment or the January 1 nearest to the last day of your completed Qualifying Period except if you are younger than age 21 on that day, in which case your eligibility to participate in the Component began on the January 1 nearest to your 21st birthday.

For Employees of New Participating Subsidiaries and Other New Participating Employers

The Component described in this document applies to eligible employees of RR Donnelley to whom benefits have been extended. If you have questions concerning your eligibility to participate in the Component or in the Plan, contact the Pension Service Center. See the final page of this Part A for information on how to contact the Pension Service Center.

For periods prior to December 15, 2007, except for employees of R.R. Donnelley & Sons Company or R.R. Donnelley Seymour, Inc., in both cases, who were part of the Response Marketing Services Business Unit, an employee of RR Donnelley who was transferred to Moore Wallace was eligible to participate in the Retirement Income Plan of Moore Wallace North America, Inc., unless the employee was covered by a collective bargaining agreement that did not provide for benefits under that plan. Benefit accruals under the RR Donnelley Component stopped as of the date of the transfer and began under the Retirement Income Plan of Moore Wallace North America, Inc. as of the first of the month following the transfer. For participants who transferred on or after February 27, 2004, all prior vesting service was recognized by that plan and the RR Donnelley Component.

A complete list of the employers sponsoring the RR Donnelley Component or the Plan may be obtained by you upon written request to the Administrative Fiduciary, whose contact information is provided in Part B. This list is also available for examination by you.

Also, you may receive from the Administrative Fiduciary, upon written request, information as to whether a particular employer is a sponsor of the RR Donnelley Component or the Plan and, if so, the employer's address.

If You Are Transferred to an Employer That Participates in a Different Component

Except as provided in the next paragraph, in the event you are transferred to or terminate employment and are employed by a participating employer in any other component of the Plan, you will no longer be a participant under the RR Donnelley Component, but you will be eligible to participate in such other component, as available.

If You Are Transferred to an Affiliate

You remain a participant in the RR Donnelley Component in the event you are transferred to, or terminate employment and are reemployed by, a participating employer in the Moore Wallace Component, Bowne Component or Banta Employees Component. In that case, you are not eligible to participate in the Moore Wallace Component, the Bowne Component or the Banta Employees Component following that transfer or reemployment. Similarly, participants in the Moore Wallace Component, the Bowne Component and the Banta Employees Component (and persons who would be participants in any such plan or component except for satisfying any service or age requirement) who transfer to, or become reemployed by, RR Donnelley are not eligible to participate in the RR Donnelley Component because they remain participants in the Moore Wallace Component, the Bowne Component or the Banta Employees Component (and because the RR Donnelley Component was closed to new participants effective December 31, 2011).

What “Service” Means

The RR Donnelley Component counts “service hours” to determine two types of service:

- Vesting service; and
- Benefit service.

Service Hours

You are credited with an hour of service for any hour that you are paid or are entitled to be paid. If you are being paid but are not working, such as when you are on vacation or sick leave, you are credited with hours of service. If you are on an unpaid approved leave, you are credited with the number of hours in your normal workday for each day that you are on the unpaid approved leave.

Vesting Service

Your years of vesting service determine whether you are entitled to a pension benefit from the RR Donnelley Component. Being vested means that you will receive a pension benefit from the Component, even if you stop working at RR Donnelley and the Donnelley Controlled Group of Companies before you reach normal retirement age – age 65. If you leave before you are vested, you will not receive a benefit from the Component.

You earn one year of vesting service for each calendar year during which you are credited with at least 1,000 hours of service. For vesting, service hours with RR Donnelley or any company while it is a member of the Donnelley Controlled Group of Companies are counted. You started earning vesting service on the day you started work, or at age 18 (whichever is later). Unlike benefit service (discussed under the next heading), you are eligible to earn vesting service even for calendar years beginning after December 31, 2011.

You are vested after you earn five years of vesting service. You also are vested when you reach age 65, even if you have less than five years of vesting service. If you have a benefit under the Cash Balance formula, you are vested after you earn three years of vesting service.

If you have an accrued benefit under either the Moore Wallace, Banta Employees or Bowne Component of the Plan, and if you are fully vested in that benefit, then you are vested in your entire benefit under the RR Donnelley Component.

Note: If you have been credited with at least one hour of service on or after January 1, 2008, completed three years of vesting service and accrued a benefit under the pre-2005 cash balance formula from any time between from January 1, 2002 through December 31, 2005, you are vested in your entire benefit under the RR Donnelley Component.

Benefit Service

Your benefit service for a calendar year determines whether you receive an annual pension "accrual" – the pension benefit amount that you earn for the calendar year. You were eligible for an annual accrual for any calendar year beginning on or after January 1, 2005 and before December 31, 2011 in which you earned a year of benefit service. In general, you earned a year of benefit service for any calendar year during which you were credited with at least one hour of service as a participant in the RR Donnelley Component. Service hours with RR Donnelley were counted.

The sum of the annual pension accruals that you earned on or before December 31, 2011 is used to determine your total annual pension benefit. The total monthly pension benefit is equal to the total annual pension benefit divided by 12.

Breaks in Service

You have a break in service if you are credited with less than 501 hours of service in any calendar year. If you have more than 500 hours, but less than 1,000 hours of service in any calendar year, you will not have a break in service. However, you will not earn a year of vesting service for that calendar year (you need at least 1,000 hours to earn a year of vesting service).

If You Are Not Vested Before a Break in Service

If you are not vested, rehired, and credited with more than 500 hours of service in a calendar year before you have five consecutive break-in-service years, you will not lose the vesting service or the benefit service you previously earned. The count of consecutive breaks in service starts over if you earn less than 501 hours in any subsequent calendar year.

If you are not vested and then have **five or more** consecutive one-year break-in-service years before you are rehired, here is what happens to your vesting service and your benefit service:

- You will lose the vesting service and benefit service you previously earned;
- You will not earn benefit service again until the calendar year prior to 2012 in which you were credited with more than 500 hours of service; and
- You will not earn vesting service again until the calendar year in which you are credited with at least 1,000 hours of service.

If You Are Vested Before a Break in Service

Once you become vested, you generally cannot lose credit for vesting service or benefit service. Therefore, if you are vested before you have a break in service, you remain vested regardless of the length of the break.

A Break in Service Example

To show how a break in service works, assume that you are not vested and you are credited with hours of service as follows:

Year	Service Hours	One-Year Break in Service
2004	375	Yes
2005	425	Yes
2006	250	Yes
2007	490	Yes
2008	350	Yes
2009	525	No

You would have your fifth consecutive break in service in 2008. Any vesting service and benefit service you earned to date would be lost. You also would not earn any benefit service until you are credited with more than 500 service hours in a calendar year prior to 2012. Since you were not credited with more than 500 service hours until 2009, your break in service continued until 2009 and you will lose all annual pension accruals earned prior to that calendar year. In 2009, you were credited with a year of benefit service. However, you were not credited with a year of vesting service because you did not earn 1,000 hours of service in that calendar year. You will need to earn five years of vesting service or reach age 65 before another five consecutive break-in-service years to be entitled to a pension benefit under the Component.

Special Provisions to Avoid a Break in Service

There are special provisions to ensure that approved leaves of absence due to certain circumstances are not the sole cause of a break in service.

Unpaid Approved Leaves and Leaves Covered by the Family and Medical Leave Act (FMLA)

There are special provisions to ensure that an unpaid approved leave or a leave covered by FMLA is not the sole cause of a break in service. Under these provisions, you are credited with hours of service for each workday during which you would have been paid if you were not on an approved leave of absence. Please contact the Pension Service Center for more information regarding what happens under an approved leave of absence. See the final page of this Part A for information on how to contact the Pension Service Center.

Military Service

Special provisions apply if you take a leave of absence for qualified military leave. Any differential pay you receive on or before December 31, 2011 from a participating employer or subsidiary is included when determining your pension amount. As long as you return to employment within the time prescribed by federal law, you may be entitled to vesting service and, for periods prior to 2012, benefit service for your period of military service. Other special provisions apply if you die or become disabled while performing qualified military service, regardless of whether you return to employment within the time prescribed by federal law. Please contact the Pension Service Center for more information regarding military leave and return from military leave. See the final page of this Part A for information on how to contact the Pension Service Center.

Your RR Donnelley Component Benefit

How Your RR Donnelley Component Benefit Is Calculated

The RR Donnelley Component uses a career average pay formula to calculate the annual pension benefit payable at your normal retirement age – age 65. The formula takes into account calendar years 2005 through 2011 for which you earned a year of benefit service and your pensionable earnings for those years.

For each calendar year 2005 through 2011 that you earned a year of benefit service, the RR Donnelley Component applies a percentage to your pensionable earnings for that year to calculate an annual pension “accrual” for that year. This is the benefit amount that you earned for that calendar year. If you are vested when you leave RR Donnelley or any member of the Donnelley Controlled Group of Companies, all of your annual pension accruals are then added up to determine your total annual pension benefit payable to you beginning at the Component’s normal retirement age – age 65.

Pensionable Earnings

Pensionable earnings (your “pay”) are used to calculate your pension benefit. Your pensionable earnings for a year are all amounts that were reported as compensation on your Form W-2, including:

- Base pay;
- Overtime;
- Commissions;
- Shift differential;
- WinShare;
- Most cash bonuses (including Gainsharing and Management Incentive Compensation);
- Vacation pay; and
- Holiday pay.

In addition, pensionable earnings include your:

- Before-tax contributions to the RR Donnelley Savings Plan;
- Before-tax premium payments and contributions to the Health Care Spending Program and Dependent Care Spending Program; and
- Before-tax contributions to RR Donnelley’s qualified transportation fringe benefit program.

Your pensionable earnings generally do not include amounts reported on your W-2 due to:

- Awards under the R.R. Donnelley & Sons Company Stock Incentive Plans; the R.R. Donnelley & Sons Company Broad-Based Stock Incentive Plans; or the Donnelley Shares Stock Option Plan, including amounts included due to the exercise of stock options or other rights.
- The grant or exercise of stock awards, stock options, or stock equivalencies, or from other stock-based compensation where the amount received – in cash or in stock – is based exclusively or primarily on shares or units or the value of RR Donnelley stock.
- Life insurance, dental, drug, short-term disability (other than salary continuation payments), long-term disability, medical, mental health/substance abuse, or vision benefits.
- Separation pay, severance, and supplemental unemployment benefit payments, or expense reimbursements or allowances.
- Taxable fringe benefits, non-cash prizes, or awards (and any such related cash payments to cover taxes on such benefits, prizes, or awards).
- Payments deferred under, or paid from, a non-qualified deferred compensation plan. Compensation deferred may earn benefit credits under the Company's non-qualified pension plan.

Please note: Pensionable earnings for this Component do not include any amounts used to calculate a benefit under any other defined benefit pension program in which any member of the Donnelley Controlled Group of Companies participates.

The Internal Revenue Code imposes a limit on the amount of your compensation that can be considered for Plan purposes. This limit was $245,000 for 2011. Compensation earned in excess of this limit may earn benefit credits under Donnelley's non-qualified pension plan (but not for years after 2011).

If your employment terminated prior to January 1, 2012, the pensionable earnings, including commissions, you were paid before the first 2 ½ months after you terminated, or before December 31 of that year (whichever is later), are includable in pensionable earnings when your pension benefit under the RR Donnelley Component is calculated.

If you would like more detail regarding the types of pay that are included or excluded when determining your pensionable earnings, contact the Pension Service Center. See the final page of this Part A for information on how to contact the Pension Service Center.

Benefit Formula

The RR Donnelley Component calculates an annual pension "accrual" – a benefit amount that you earn for the calendar year. At the point that you retire or leave RR Donnelley and the Donnelley Controlled Group of Companies, all of your annual pension accruals are then added up to determine your total annual pension benefit from the Component, payable to you at age 65.

The benefit formula for calculating your annual pension accrual applies a percentage to your pensionable earnings for each calendar year 2005 through 2011 for which you earned a year of benefit service. Because the sum of your annual pension accruals equals your total annual pension benefit, all of your pensionable earnings throughout your years of benefit service for calendar years 2005 through 2011 are considered. As a result, your pension benefit generally increases as you work longer for the Company through those calendar years.

Calculating Your RR Donnelley Component Benefit

General Information

The RR Donnelley Component uses a career average pay formula to calculate your monthly pension benefit at normal retirement age – age 65.

The RR Donnelley Component's Benefit Formula

The benefit formula applies a percentage to your pensionable earnings for each calendar year 2005 through 2011 that you earned a year of benefit service. In addition, any pension benefit you may have earned through December 31, 2004 under the RR Donnelley Component is included.

0.7% of your pensionable earnings for each year of benefit service for calendar years 2005 through 2011
PLUS
Any benefit you earned under the Component traditional benefit formula through December 31, 2004
PLUS
Any benefit you earned under the Component cash balance benefit formula that you elect to have paid as an annuity
EQUALS
Your annual pension benefit
DIVIDED BY
12
EQUALS
Your monthly pension benefit, beginning at age 65

You can receive a reduced monthly pension benefit at an earlier retirement age if you decide to take an early retirement.

Contact the Pension Service Center if you want details regarding the benefit formulas in effect prior to 2005. See the final page of this Part A for information on how to contact the Pension Service Center.

Example A
To help illustrate how the Component calculates a monthly pension benefit, assume the following for this employee. Also assume that this employee earned a benefit under the Component's traditional benefit formula through December 31, 2004.

- **Pensionable earnings:** $52,000 for 2009, $53,300 for 2010, and $54,633 for 2011
- **Accrued benefit under the Component as of December 31, 2008 (traditional benefit formula through December 31, 2004, plus annual pension accruals from January 1, 2005 through December 31, 2008):** $8,100

Here is how the Component would calculate this employee's monthly pension benefit earned after three years as of December 31, 2011:

0.7% pensionable earnings for 2009 = $364 (.007 x $52,000)
PLUS
0.7% of pensionable earnings for 2010 = $373 (.007 x $53,300)
PLUS
0.7% of pensionable earnings for 2011 = $382 (.007 x $54,633)
PLUS
Any benefit earned under the Component through December 31, 2008 = $8,100
EQUALS
Annual pension benefit = $9,219 ($364 + $373 + $382 + $8,100)
DIVIDED BY
12
EQUALS
Monthly pension benefit at age 65 = $768.25

The total monthly pension benefit if this employee begins receiving a pension benefit at age 65 (the normal retirement age) is $768.25. This assumes that the employee is paid in the form of a single life annuity. In addition to the pension benefit under the Component, this employee also may be eligible to receive Social Security benefits and a distribution from the RR Donnelley Savings Plan.

For more information about your pension benefit, contact the Pension Service Center. See the final page of this Part A for information on how to contact the Pension Service Center.

Example B
To help illustrate how the Component calculates a monthly pension benefit, assume the following for this employee. Also assume that this employee had a cash balance account under the Component as of December 31, 2004.

- **Age:** 30
- **Pensionable earnings:** $35,000 for 2005 (assume a 2.5% annual pay increase for subsequent years)
- **Cash balance account under the Component as of December 31, 2010:** $6,010 (lump-sum amount)
- **Total annual pension accruals from January 1, 2005 through December 31, 2011 (plan freeze date):** $1,850
- **Retires and begins benefits:** At age 65

For purposes of this example, we have assumed that this employee's cash balance account as of December 31, 2010 ($6,010) and the interest credits it will receive to age 65 will purchase at that time an annual annuity of $1,566.

For years 2005 through 2011, the total of this employee's annual pension accruals is $1,850. Here is how the Component would calculate this employee's monthly pension benefit:

0.7% of pensionable earnings for each year of benefit service after 2004 until December 31, 2011 = $1,850 (the sum of annual pension accruals at age 65)

PLUS

The annuity purchased with the cash balance account under the Component as of December 31, 2010 and subsequent interest credits = $1,566

EQUALS

Annual pension benefit = $3,416 ($1,850 + $1,566)

DIVIDED BY

12

EQUALS

Monthly pension benefit at age 65 = $284.67

The total monthly pension benefit if this employee begins receiving a pension benefit at age 65 (the normal retirement age) is $284.67. This assumes that the employee is paid in the form of a single life annuity. In addition to the pension benefit under the Plan, this employee also may be eligible to receive Social Security benefits and a distribution from the RR Donnelley Savings Plan.

For more information about your pension, contact the Pension Service Center. See the final page of this Part A for information on how to contact the Pension Service Center.

The RR Donnelley Component's Enhanced Benefit Formula

Certain long-service RR Donnelley employees who were active participants in the RR Donnelley Component as of December 31, 2004 (see below for eligibility requirements) and who are closest to retirement may have less opportunity to build savings in other ways. To account for this, the Component enhances pension benefits for such employees based on age-plus-service "points."

You are eligible for the enhanced benefit if you:

- Were an active employee of RR Donnelley on December 31, 2004 (ignoring any period of absence of less than 30 days that includes December 31, 2004);
- Were eligible to choose between a cash balance plan benefit or a traditional plan benefit under the Plan during the 2001 pension choice period;
- Earned a year of vesting service for each year from January 1, 2002 through December 31, 2004;
- Actively participated (i.e., you accrued benefits) under the Component for each of these years; and
- Had at least 55 age-plus-service points as of December 31, 2004.

Age-plus-service points are determined by adding together:

- Your age as of December 31, 2004; and
- All of your "service" as of December 31, 2004.

For purposes of determining your age-plus-service points, your "service" includes your total number of years and months of service from your adjusted hire date. Your adjusted hire date is your original hire date adjusted to reflect any breaks in service, which do not count toward your "service."

So, if you are age 50 with 15 years of service at RR Donnelley (including any of its participating subsidiaries or any other participating employers) as of December 31, 2004, you will have 65 age-plus-service points (50 + 15). If you are age 50 with 10 years of service, you will have 60 age-plus-service points (50 + 10).

Your age-plus-service points determine the percentages used to calculate your enhanced annual pension accrual under the Component's enhanced benefit formula. Here is how the enhanced annual pension accrual will be calculated:

- **At least 55 points but fewer than 65 points.** If you are eligible and have at least 55 points but fewer than 65 points as of December 31, 2004, the Component will apply an additional 0.25% to your pensionable earnings. This enhancement will provide for a total annual pension accrual of 0.95% of your pensionable earnings for 2005 and later years (0.7% + 0.25% = 0.95%).
- **65 or more points.** If you are eligible and have 65 or more points as of December 31, 2004, the Component will apply an additional 0.50% to your pensionable earnings. This enhancement will provide for a total annual pension accrual of 1.2% of your pensionable earnings for 2005 and later years (0.7% + 0.50% = 1.2%).

This enhanced benefit formula applies only to eligible employees with at least 55 age-plus-service points as of December 31, 2004. If you are not eligible, or you do not have at least 55 age-plus-service points on that date, the Component's enhanced benefit formula will not apply – even if you meet that criterion in future years. Also, this enhanced benefit formula only applies for determining benefits accrued for calendar years 2005 through 2011, and not for determining benefits accrued prior to 2005.

The enhanced benefit formula does not apply for determining your annual pension accrual for any period after you have a period of absence from active employment with RR Donnelley or any member of the Donnelley Controlled Group of Companies that begins after January 1, 2005, and that period of absence is more than 30 days.

An Example

Assume that on December 31, 2004 an employee is age 48 with 18 years of service, which means he had 66 age-plus-service points. Assume he also meets the other requirements for the enhanced benefit formula. Also assume that as of December 31, 2004, his benefit under the Component's traditional benefit formula as of December 31, 2004 equals $10,291. Also assume that his 2005 pensionable earnings are $50,000, and he works at RR Donnelley until age 65 and then retires.

For 2005, this employee would earn an annual pension accrual of $600 (1.2% x $50,000). In each future year through 2011, he would earn an annual pension accrual equal to 1.2% of that year's pensionable earnings. Here is how the Component would calculate his monthly pension benefit under the enhanced benefit formula. For purposes of this example, we are assuming a 2.5% annual pay increase.

1.2% of pensionable earnings for each year of benefit service after 2005 through December 31, 2011, the date that benefit accruals froze under this formula = $4,528 (the sum of annual pension accruals at age 65)*

PLUS

Any benefit earned under the Component through December 31, 2004 = $10,291

EQUALS

Annual pension benefit = $14,819 ($4,528 + $10,291)

DIVIDED BY

12

EQUALS

Monthly pension benefit at age 65 = $1,235

*For this example, $1,887 of this employee's future accruals of $4,528 is due to the enhanced benefit formula. On a monthly basis, the $1,887 equates to $157 per month at age 65.

For more information about your pension, contact the Pension Service Center. See the final page of this Part A for information on how to contact the Pension Service Center.

Maximum Benefit Amount

Federal law sets annual limits on the amount of pay that can be considered and the benefits you can receive from plans like the Bowne Pension Plan. Over the years, the maximum benefit amount has changed to reflect inflation and cost-of-living increases. If these limits affect you, you will be notified when your pension benefit is calculated. You also may contact the Pension Service Center for more information regarding these limits. See the final page of this Part A for information on how to contact the Pension Service Center.

When You Receive Benefits

Your pension benefit under the RR Donnelley Component will consist of your career average pay formula benefit and any pre-2005 traditional benefit. These must be paid at the same time and in the same form. Additionally, any pre-2005 cash balance benefit will be included in the pension benefit, unless you have the cash balance benefit start date before age 55, or you have it paid as a single-sum payment as explained in the following "Cash Balance Benefit" subsection.

You can receive your pension benefit from the career average pay formula at normal retirement age – age 65. Or, you can receive a reduced pension benefit as early as age 55, provided you have at least five years of vesting service.

Normal Retirement

You are eligible to retire with a pension benefit determined by the Component's career average pay formula if you retire at age 65 from RR Donnelley or any member of the Donnelley Controlled Group of Companies. Your normal retirement date is the first of the month after you reach age 65. When you retire on or after this date, your total annual pension benefit is the sum of your annual pension accruals, expressed as a single life annuity. The amount you actually receive may be lower if you choose a payment option that pays benefits to your spouse or a beneficiary after you die.

Early Retirement

Even though the normal retirement age is 65, you may choose to retire from RR Donnelley or any member of the Donnelley Controlled Group of Companies and start payments earlier. If you are vested (that is, you have at least five years of vesting service), you may retire and receive a reduced pension benefit from the career average pay formula any time after you reach age 55.

If you separate from RR Donnelley or any member of the Donnelley Controlled Group of Companies before age 65, you can defer starting your pension benefit until you reach age 65. Once you have separated and have reached age 65, you are entitled to the pension benefit amount earned as of your separation date or, if earlier, as of December 31, 2011 (*i.e.*, the day on which benefit accruals under the Component were frozen), unreduced for early retirement. Or, after you have separated, you can have your pension benefit start early on a reduced basis as of the first day of any month between your 55th birthday and your normal retirement date.

If you want your pension benefit to start early, your monthly pension benefit amount will be less than what you would receive at age 65. This early retirement reduction is applied because it is expected that you will receive payments over a longer period of time than if you began receiving them at age 65. The early payment reduction is 0.3% per month (3.6% per year) for each of the first five years that you collect benefits prior to normal retirement, and 0.4% per month (4.8% per year) for each of the next five years, as shown in the following table:

Benefit Commencement Age	Years Before Normal Retirement	Total Reduction Factor
65	0	0%
64	1	3.6%
63	2	7.2%
62	3	10.8%
61	4	14.4%
60	5	18.0%
59	6	22.8%
58	7	27.6%
57	8	32.4%
56	9	37.2%
55	10	42.0%

For example, if you retire early, you elect to begin receiving payments at age 55, and you have a $1,000 monthly normal retirement benefit, that benefit will be reduced to $580 per month (42.0% x $1,000 = $420) ($1,000 – $420 = $580 per month).

If you retire early but decide to defer receiving your pension benefit until after you reach age 65, you will receive the full pension benefit amount. No reduction will be applied for early payment.

Important Note: If you are female and part of your benefit is due to service prior to January 1, 1972, or if you are male and part of your benefit is due to service after December 31, 1964 and prior to January 1, 1972, that part of your benefit will be reduced according to the following table (and not the prior one):

Benefit Commencement Age	Years Before Normal Retirement	Total Reduction Factor
65	0	0%
64	1	0%
63	2	0%
62	3	0%
61	4	0%
60	5	0%
59	6	3.6%
58	7	7.2%
57	8	10.8%
56	9	14.4%
55	10	18.0%

Late Retirement

If you continue to work for RR Donnelley or any member of the Donnelley Controlled Group of Companies after your normal retirement date and you work more than 40 hours per month, you will not receive your career average pay formula benefit until you separate from RR Donnelley or any member of the Donnelley Controlled Group of Companies. You continue to earn additional annual pension accruals for your period of service with RR Donnelley (including any of its participating subsidiaries or other participating employers) after age 65, but not beyond December 31, 2011.

However, you must start receiving your pension benefit no later than April 1 after the year in which you reach age 70½ or separate from RR Donnelley or any member of the Donnelley Controlled Group of Companies, whichever is earlier. If you begin receiving these distributions while you are still employed, you may have continued to earn annual pension accruals under the Component until you separate, but not beyond December 31, 2011. Your annual pension accrual will reflect any annual pension accrual you earned from your continued employment.

If you continue to be employed after your normal retirement date, you will be notified that your pension benefit will not be paid, except as provided above, unless you separate from RR Donnelley or from any member of the Donnelley Controlled Group of Companies, or you work less than 40 hours a month. If you work less than 40 hours a month, notify the Pension Service Center to receive a monthly pension check. See the final page of this Part A for information on how to contact the Pension Service Center.

If You Return to Work

If you did not begin receiving your monthly pension benefit, you might begin earning additional vesting service and, up to December 31, 2011, additional benefit service, in the Component upon your return. See the “Breaks in Service” section for details regarding how the Component treats vesting service and benefit service.

If you separate from RR Donnelley or any member of the Donnelley Controlled Group of Companies and begin receiving a monthly pension benefit from the Component, then return to work for RR Donnelley or any member of the Donnelley Controlled Group of Companies, your monthly pension benefit may be suspended.

In general, if you are expected to work 1,500 or more hours in the 12-month period after your reemployment, your monthly pension benefit will stop on the first of the month after you return to work.

If you are expected to work less than 1,500 hours in the 12-month period after your reemployment or in any calendar year, your monthly pension benefit under the Component will continue.

Cash Balance Benefit

If, as of December 31, 2004, you had a cash balance account under the Component, you can receive your cash balance benefit when you leave RR Donnelley or any member of the Donnelley Controlled Group of Companies regardless of your age. Your cash balance benefit is available any time after you retire.

You can elect to receive this benefit in the form of a lump-sum payment at any time. If you elect an annuity with a benefit start date before age 65, you can elect only one of the forms of payment listed in the “Cash Balance Benefit” subsection under the “Forms of Payment” section. If you elect an annuity with a benefit start date on or after age 55, the payment of your cash balance benefit must have the same benefit start date and must be paid in the same form as the pension benefit for the career average pay formula.

If you retire before your normal retirement age – age 65 – you can defer your payment until any later time, up to age 65. You can defer your payment as long as the present value of your total Component benefit (the total of your cash balance benefit plus the value of your career average pay benefit) plus any benefit under any other component of the Plan is greater than $5,000 (this amount is based on current IRS regulations and may change). Your cash balance benefit will continue to receive interest credits until your benefit start date.

If you elect to receive your cash balance benefit before your normal retirement date – age 65 – the reduction for early payment is the actuarial equivalent of the normal retirement benefit.

If you elect to receive your cash balance benefit before age 55, however, the payment options available to you for this distribution will be limited to those explained in the “Cash Balance Benefit” subsection under the “Forms of Payment” section.

If you work for RR Donnelley or any member of the Donnelley Controlled Group of Companies after your normal retirement date (age 65), your cash balance benefit continues to receive interest credits. Your cash balance benefit generally is not payable until you actually separate from RR Donnelley or any member of the Donnelley Controlled Group of Companies.

However, you must start receiving your cash balance benefit no later than April 1 after the year in which you reach age 70½ or separate from the Company, whichever is earlier.

If you separate and are rehired as an eligible employee, here is what happens to your cash balance benefit:

- **If you did not receive your cash balance benefit.** If you did not receive your benefit, you begin participating in the Component upon your return. You begin accruing a benefit under the Component’s career average pay formula, but not beyond December 31, 2011. Your cash balance benefit will continue to receive interest credits. If you were vested when you left, you are vested upon your rehire. If you were not vested when you left, you are not automatically vested upon your return. Your cash balance benefit receives interest credits for the time you did not work for the Company.

- **If you received your cash balance benefit.** If you received a lump-sum payment of the entire value of your cash balance benefit, you will immediately be vested in any pension benefit you earned under the Component's career average pay formula after your reemployment (but you will not earn any additional pension benefits after December 31, 2011). When you again retire, you will be notified of the payment options available to you at that time.

  If you started receiving your monthly cash balance benefit and you are expected to work 1,500 or more hours in the 12-month period after your reemployment, your monthly pension benefit will stop on the first of the month after your return to work. You begin participating in the Component after your reemployment, and you are immediately vested in any pension benefit you earn under the Component's career average pay formula (but you will not earn any additional pension benefits after December 31, 2011). Your pension benefit is adjusted for any monthly pension benefits you already received. When you again retire, you will be notified of the payment options available to you at that time.

  If you started receiving your monthly cash balance benefit and you are expected to work less than 1,500 hours in the 12-month period after your reemployment, you will continue to receive your monthly cash balance benefit. If you returned to work you will not be eligible to participate in the Component upon your return since you cannot accrue benefits under the Component while you are receiving a benefit.

Special Instances That May Impact Your RR Donnelley Component Benefit

Certain situations, such as those described below, may impact your pension benefit from the RR Donnelley Component.

If You Terminate Employment Before Retirement

If you are vested and you terminate employment, you will be eligible to receive your monthly pension benefit at age 65 or as early as age 55 if you elect to receive early retirement benefits. You will receive your pension benefit as an automatic single, lump-sum distribution if the present value of your entire age-65 benefit under the RR Donnelley Component (i.e., the career average pay formula and any pre-2005 traditional benefit or cash balance account) plus any benefit under any other component of the Plan is $5,000 or less. If the amount of that entire benefit is greater than $1,000, but less than $5,000, and you do not elect otherwise, your entire benefit will be transferred (as required by law) to an individual retirement account (IRA) created for your benefit. The “present value” is a calculation of the amount of your future monthly benefit expressed in today’s dollars and paid as a lump sum. This calculation represents the time value of money (interest rate) and your life expectancy.

The IRA will be invested in a manner designed to preserve principal and provide a reasonable rate of return and liquidity. Administrative fees and expenses for the IRA and fees and expenses regarding the IRA’s investments will be charged to the IRA. The IRA will be established in your name with Alliant Credit Union. At that time, you will receive information from Alliant Credit Union with details on how to access your account. If you would like more information regarding this automatic rollover provision, please contact the Pension Service Center by calling 1-866-767-1212 (you will need your password) or by mail at the following address: RR Donnelley Pension Service Center, 3800 American Blvd. West, Suite 400, Minneapolis, Minnesota 55431. If you would like additional information regarding the IRA, fees and expenses, or services from Alliant Credit Union, you can call Alliant Credit Union at 1-800-328-1935 ext. 2291.

In any case, you will receive a letter within four to five months after you separate from RR Donnelley or any member of the Donnelley Controlled Group of Companies. The letter will indicate the amount of your pension benefit and when you can receive it.

You also can elect to withdraw any contributions (and the interest on those contributions) that you made to the Plan before January 1, 1979 at any time before you reach age 55. However, as described in the “A Word About the Plan and Prior Plan Formulas” section, your pension benefit will be smaller if you withdraw these contributions.

Please contact the Pension Service Center for information on how to start receiving your pension benefit. See the final page of this Part A for information on how to contact the Pension Service Center. Be sure to call 45 to 90 days before you want your pension benefit to begin. You will also need to complete and return the necessary forms within the time frame outlined in your pension paperwork.

If you separate before you are vested, you are not entitled to any benefit from the Plan. **Note:** If you have been credited with at least one hour of service on or after January 1, 2008, accrued a benefit under the pre-2005 cash balance formula of the RR Donnelley Component at any time from January 1, 2002 through December 31, 2005, and completed three years of vesting services, you are vested in your entire benefit under the Component. If you have an accrued benefit under either the Moore Wallace, Banta Employees or Bowne Component of the Plan and if you are fully vested in that benefit, then you are vested in your entire benefit under the Component.

If You Die

If you die, what happens to your benefit depends on whether you have a vested benefit based on the career average pay formula (including the pre-2005 traditional benefit formula), a pre-2005 cash balance benefit, or still have pre-1979 participant contributions (and interest) in the RR Donnelley Component. For each of these, your marital and domestic partner status at the time of your death, as well as whether you die before or after the Component starts to pay benefits, also determines what happens to your pension benefit.

The Career Average Benefit (including any pre-2005 traditional benefit) –

- **If you are married.** If you are married and have a vested benefit, and you die before payments from the Component begin, the Component provides a preretirement death benefit to your surviving spouse.

  The benefit is based on the benefit you accrued as of your date of death or termination of employment (if earlier), but not beyond December 31, 2011 (*i.e.,* the day on which benefit accruals under the Component were frozen). Payments can begin on the first day of the month after your death, but not before the first day of the month in which you reach age 55. If you die before age 65, your surviving spouse also can defer payments until any time up to the first of the month following your 65th birthday. If your surviving spouse begins to receive payments before the month after your 65th birthday, the benefit amount is reduced for early distribution.

  The amount of the benefit is equal to the 50% survivor's portion of a 50% qualified joint and survivor annuity that can begin payments to you immediately before the day your spouse's benefit is to begin. See the "Normal Forms of Payment" subsection under the "Forms of Payment" section for a description of the 50% qualified joint and survivor annuity.

  If you elect to start to receive your payments in the form of a 75% or 100% joint and survivor annuity with your spouse as the joint annuitant and you die before your payments begin, your spouse's benefit will be the 75% or 100% survivor's portion rather than the 50% survivor's portion described above. See the "Alternate Forms of Payment" subsection under the "Forms of Payment" section for a description of your ability to elect a 75% or 100% joint and survivor annuity.

- **If you have a domestic partner.** If you have a domestic partner, you are vested, and you die before payments from the Component begin, the Component provides a preretirement death benefit to your surviving domestic partner.

  The form of the payment for such benefit, the starting date for such benefit and all other terms and conditions for such benefit are the same as those for a spouse. However, the payment of such benefit must start within 12 months of your death, even if, at the end of the 12-month period, you would not have reached age 55 if you were alive.

- **If you are not married and do not have a domestic partner.** The Component does not pay a preretirement death benefit if you are not married, you do not have a domestic partner, and you die before payments from the Component begin.

- **If you die after you start to receive payments from the Component.** If you die after you start to receive payments from the Component and you selected a payment form that provides for a survivor benefit, the Component pays such benefit to your beneficiary. If you are married, your spouse must be your sole, primary beneficiary for all benefits.

Special Note: Prior to 1999, there was a charge against your benefit if you elected preretirement death benefit coverage between the ages of 55 and 65. Accordingly, your pre-2005 accrued benefit is reduced for this charge. This charge was stopped January 1, 1999 and does not affect any benefits you accrued after 1998.

The Cash Balance Benefit –

- **If you are married.** If you are married and you die before payments from the Component begin, your surviving spouse is automatically your beneficiary for your cash balance benefit (even if you designated someone else as your beneficiary). You also may, however, designate from one to five contingent beneficiaries. Your surviving spouse can elect to receive this benefit in the form of a lump-sum payment or a single life annuity. Your spouse can elect to receive payments as of the first of the month following your death or can defer payments for as long as the first of the month after your 65th birthday.

- **If you are not married and you have a domestic partner.** If your domestic partner is your designated beneficiary, your domestic partner can elect to receive this benefit in the form of a lump-sum payment or a single life annuity. If your domestic partner chooses the single life annuity option, this benefit is the same benefit as if your domestic partner were your surviving spouse as described above.

Your domestic partner can elect to receive payments as of the first of the month following your death or can defer payments, but in any case, the payment of such benefit must start within 12 months of your death, even if, at the end of the 12-month period, you would not have reached age 55 if you were alive.

- **If you are not married and do not have a domestic partner.** If you are not married and do not have a domestic partner as your designated beneficiary and you die before payments from the Component begin, your designated beneficiary will receive a lump-sum payment after your death (as soon as administratively possible). If you do not have a designated beneficiary on file, the Component pays your account to your estate.

- **If you die after you start to receive payments from the Component.** If you die after you start to receive payments from the Component and you did not elect a lump-sum payment, your spouse or designated beneficiary will receive pension benefits only if you elected a payment option that provides for continuing payments after your death.

Pre-1979 Participant Contributions (and Interest) –

- **If you are married.** If you are married, the Component pays any amount that remains after any previous withdrawals to your surviving spouse or, if your spouse does not survive you, then to your estate.

- **If you are not married.** The Component pays any amount that remains after any previous withdrawals to your designated beneficiary in a lump-sum payment as soon as administratively possible after your death. If you do not designate a beneficiary, any remaining unpaid amount (and interest) at the time of your death are paid to your estate. Please contact the Pension Service Center to request a new beneficiary form, or to confirm or update your beneficiary for pre-1979 participant contributions (and interest). See the final page of this Part A for information on how to contact the Pension Service Center.

To designate your beneficiary online, visit the website of the Pension Service Center at www.MillimanBenefits.com. You will need your Login ID and password.

If your spouse or beneficiary has a survivor annuity benefit and the present value of that benefit is less than $5,000, the Component distributes that benefit in the form of a lump-sum payment in lieu of an annuity.

If Your Marital or Domestic Partner Status Changes

You must report any change in your marital or domestic partner status to the Pension Service Center. See the final page of this Part A for information on how to contact the Pension Service Center. The individual who is your spouse or domestic partner on the date of your death is the individual who is eligible for the preretirement benefit.

If you begin to receive a monthly pension benefit that provides a payment to a survivor upon your death, the beneficiary you elected to receive the survivor benefit cannot be changed.

Marital or Domestic Partner Status

Effective June 26, 2013, for all purposes of the Component, “married” or “marriage” means the legal union between a participant and a person who thereby became the spouse of the participant. With respect to a participant or other person, “spouse” means only a person who is legally married to the participant under the laws of any domestic or foreign jurisdiction that has the legal authority to sanction marriages. A former spouse is treated as a spouse to the extent provided under a qualified domestic relations order. “Domestic partner” means only a person with whom you have a domestic partnership that is currently registered with a governmental body pursuant to state or local law authorizing such registration.

Direct Rollovers by Beneficiaries

Your spouse may choose to have all or part of any lump sum payment received after your death from the Component transferred directly to a traditional IRA, a Roth IRA, another qualified plan, a 403(a) plan, a 403(b) (not-for-profit) plan, or a 457 (state or local government plan). If your beneficiary is not your spouse, your beneficiary may choose to have all or part of any lump sum payment received after your death transferred directly to a traditional IRA or a Roth IRA that was established for the purpose of receiving this distribution.

If You Become Disabled – Cash Balance Benefit Only

A disability is considered an authorized absence for a period of time, as determined under RR Donnelley’s Human Resources core policies.

If, as of December 31, 2004, you had a cash balance account under the RR Donnelley Component, your cash balance benefit will continue to receive interest credits until your benefit start date. If your employment with RR Donnelley (including any of its participating subsidiaries or other participating employers) terminates due to a disability, you can elect to receive this benefit in the form of a lump-sum payment, or you can elect one of the other forms of payment currently available.

Forms of Payment

When you are eligible to retire, you choose how you want to receive your pension benefit. Almost all of the forms of payment available to you are different versions of "annuities." Annuities are monthly payments that begin on your benefit start date and continue until you and/or your spouse or beneficiary dies. Depending on which form of payment you choose, your monthly benefit amount will vary.

Contact the Pension Service Center to begin your pension benefit. See the final page of this Part A for information on how to contact the Pension Service Center. Be sure to call 45 to 90 days before you want your pension benefit to begin. Soon after you contact the Pension Service Center, you will receive written information about all of the alternative forms of payment available to you.

All forms of annuity payments are actuarially equivalent to the single life annuity form of payment. The assumptions for determining actuarial equivalence are described under the "Actuarial Assumptions" section in Part B of the SPD.

Cash Balance Benefit

If, as of December 31, 2004, you have a cash balance account under the Component, you can receive the value of your cash balance benefit as a lump-sum payment, or as an annuity when you leave the Company or retire. However, if you elect to receive your cash balance account before age 55, only the following payment options are available to you for that distribution:

- If you are single:
  - Single life annuity; or
  - Single-sum payment.
- If you are married or have a domestic partner:
  - Single life annuity;
  - Single-sum payment; or
  - 50% or 75% joint and survivor annuity.

If you elect to receive your cash balance account on or after age 55, it must have the same benefit start date and it must be in the same form (except if paid as a lump sum) as the pension benefit for the career average formula.

Normal Forms of Payment

There are two normal forms of payment, depending on your marital status when you begin receiving your pension benefit:

- **If you are not married.** If you are not married, the normal form of payment is the single life annuity. Under this form, you receive monthly payments until you die. This also means that if you die before or after starting your pension benefit, no benefit is paid to a survivor.

- **If you are married.** If you are married, the normal form of payment is the 50% qualified joint and survivor annuity. Under this form, your monthly benefit is smaller than it would be if you were not married, because payments are expected to continue being made to your surviving spouse, in the event of your death. In the event that you die before your spouse, he or she is entitled to receive 50% of your reduced monthly benefit for his or her lifetime. If your spouse dies after you start receiving your pension benefit, no further benefits will be payable upon your death.

Alternative Forms of Payment

If you do not want to receive your pension benefit in the normal form of payment, you may choose an alternative form of payment. The alternative forms of payment are as follows:

- **Single life annuity.** If you are married and do not wish to be paid under the 50% qualified joint and survivor annuity, you can choose to be paid as if you were not married. Upon your death, this form would pay no additional benefits to your surviving spouse. If you elect this form of payment, your spouse must give his or her written consent in the presence of a notary public.

- **Joint and survivor annuity.** Under this form of payment, your monthly benefit is reduced so that payments can continue to the beneficiary of your choice when you die. However, if your beneficiary is not your spouse or domestic partner, your beneficiary cannot be more than 30 years younger than you are. You choose what percentage of your monthly benefit you want to have paid to your beneficiary upon your death – 25%, 50%, 75% or 100%. The greater the percentage that you select for your beneficiary to receive, the smaller your monthly pension benefit amount will be. If you are married and you elect this form of payment, your spouse must give his or her written consent in the presence of a notary public, unless you designate your spouse as your beneficiary and elect the 50%, 75% or 100% option.

- **Age-62 Social Security level income option.** This option is available only if you start receiving benefits before age 62. This form of payment allows you, in conjunction with your estimated age-62 Social Security benefit, to maintain a more level monthly income throughout your retirement. If you retire before age 62, you receive a larger pension benefit amount from the Component until you reach that age. Then, when you are eligible to receive your age-62 Social Security benefit, your pension benefit from the Component is reduced.

  You can elect the Social Security leveling option in conjunction with any other form of payment described above. If you are married and you elect this form of payment, your spouse must give his or her written consent in the presence of a notary public. You cannot elect the age-62 Social Security level income option for your cash balance account if you elect to have that account paid before age 55.

- **Automatic single-sum payment.** When you terminate employment, your pension benefit will be calculated after your final pay is received. If the present value of your total pension benefit amount plus any benefit under any other component of the Plan is $5,000 or less, you will receive a single lump sum distribution from the Plan for the entire present value of your pension benefit. If the amount of that benefit is greater than $1,000, but less than $5,000, and you do not elect otherwise, your benefit will be transferred to an individual retirement account established for your benefit.

  You may choose to have all or part of your single-sum payment transferred directly to another qualified plan, a 403(a) plan, a 403(b) (not-for-profit) plan, a 457 (state or local government) plan, or to a traditional IRA or Roth IRA. If you elect this direct rollover you will avoid a mandatory 20% withholding tax and a possible 10% penalty tax.

- **Cash balance single-sum payment option.** This option is available if you have a cash balance account under the Component. You may elect to receive the value of your cash balance benefit distributed in a single-sum payment. The payment can be either paid to you and transferred directly to any of the plans or IRAs described in the paragraph above. If you roll your cash balance benefit over directly, you will avoid a mandatory 20% withholding tax and a possible 10% penalty tax. This option is available only for the cash balance benefit and not for any other benefit you have in the Plan.

- **Career average single-sum payment option.** This option is available to you when you elect to receive a single-sum distribution of your cash balance benefit, and the present value of your career average benefit (including any pre-2005 traditional benefit) is $5,000 or less.

Electing an Alternative Form of Payment

If you wish to elect an alternative form of payment, you must complete an appropriate form electing the alternative form. And, if you are married on the date your pension benefit begins and you elect a form that pays less than 50% of your pension benefit to your surviving spouse or designates a person other than your spouse, you must have his or her written approval. The approval must be witnessed by a notary public.

No Election

You do not have to start receiving your pension benefit when you separate if you are younger than age 65, provided the present value of your total pension benefit amount (the total of your traditional benefit or cash balance benefit plus the value of your career average pay benefit) plus any benefit under any other component of the Plan is greater than $5,000. You can elect to defer the payment of your pension benefit until as late as age 65. If you do not elect a distribution, you will receive a letter about your pension benefit five to six months after you separate from RR Donnelley or any member of the Donnelley Controlled Group of Companies. When you decide you want to begin receiving your pension benefit, it is your responsibility to contact the Pension Service Center. Be sure to call 45 to 90 days before you want your pension benefit to begin. See the final page of this Part A for information on how to contact the Pension Service Center. You will not begin receiving your pension benefit until you initiate contact, unless you are age 65.

Revoking an Election

You can revoke your distribution election and make a new election at any time prior to the date your first pension benefit payment is made. If you are married and you make a new election, the spousal consent rules described above apply to your new election.

If the Plan's Funding Level Falls Below Certain Percentages

Federal law limits the ability of the Component to pay certain forms of benefits when the Plan's target funding levels fall below specified percentages. See the "Situations Affecting Your Benefits" section in Part B of the SPD for more details.

A Word About the RR Donnelley Component and Prior Plan Formulas

General Information

In previous years, RR Donnelley provided pension benefits in accordance with prior plan documents. If you worked for RR Donnelley (including any of its participating subsidiaries or other participating employers) prior to January 1, 2005, your pension benefit was determined by one or more formulas as described in prior plan documents. Please refer to SPDs from earlier years or contact the Pension Service Center for details about benefit accruals prior to January 1, 2005. See the final page of this Part A for information on how to contact the Pension Service Center.

In addition, if you were covered by a non-RR Donnelley pension plan prior to an acquisition, you also may be entitled to a benefit from that plan. Please check with the local Human Resources Department at the acquired division for more information.

Pre-1979 Contributions

If you participated in the RR Donnelley Component before January 1, 1979, you may have made contributions to the Component. Those contributions have been earning interest. And, the interest has compounded – meaning you have earned interest on the total balance of your contributions and interest. This continues until you withdraw the contributions and interest from the Component, or you begin receiving your pension benefit (whichever is earlier). Please contact the Pension Service Center for information on how interest is calculated for this purpose. See the final page of this Part A for information on how to contact the Pension Service Center.

Withdrawing Your Contributions

Your pension benefit is calculated using a formula. Any contributions you made to the RR Donnelley Component (and the interest on those contributions) are taken into account.

You have the right to keep your contributions, plus any earnings, in the Component going forward. However, you also have the right to withdraw your contributions at any time prior to reaching age 55. If you are married or if you have a domestic partner, you may elect to receive such distribution as a lump-sum payment, a 50% joint and survivor annuity, or a 75% joint and survivor annuity with your spouse or beneficiary, as applicable, being the only beneficiary of such joint and survivor annuity. If you are married, you must have notarized consent from your spouse to withdraw your contributions from the Component. Such consent is not required from a domestic partner. If you are single, you may elect to receive such distribution as a lump-sum payment or a single life annuity beginning immediately.

If you elect to take a lump-sum withdrawal, you may roll over the taxable portion of your withdrawal (including the interest earned on your contributions) without a penalty to:

- A traditional IRA;
- A Roth IRA
- Another qualified plan that accepts rollover contributions;
- A 403(b) plan; or
- A governmental 457 plan.

Note: After-tax employee contributions can only be rolled over to an IRA or qualified defined contribution plan.

If you do not, the IRS requires the Component to automatically withhold 20% of the taxable portion of your distribution. You may also be required to pay a 10% early withdrawal penalty. The penalty is in addition to regular taxes.

Tax laws are complicated and change frequently. You may want to contact a qualified tax specialist or a financial planner before you request a withdrawal from the Component.

To withdraw your contributions, contact the Pension Service Center at least 45 to 90 days before you want to receive the payment. See the final page of this Part A for information on how to contact the Pension Service Center. Remember, you cannot withdraw your contributions and accumulated interest from the Plan after you reach age 55. Contributions will automatically be included in the final calculation of your pension benefit when you elect to begin receiving payments.

If You Leave Your Contributions in the Component

Any contributions that you leave in the Component become part of the pension benefit that you receive from the Component when you retire or leave the Company.

If You Die

If you die before the full value of your contributions and interest has been paid to you and there is no monthly benefit payable to a spouse or beneficiary as either a preretirement death benefit or a joint and survivor annuity, your named beneficiary will receive a lump-sum payment of any remaining employee contributions and interest plus an additional amount equal to 50% of the interest credited to your contributions before January 1, 1976. If you have not named a beneficiary, the lump sum will be paid to your surviving spouse if you are married; if there is no surviving spouse, to the executor or administrator on behalf of your estate; and if there is no executor or administrator of your estate, to the person or persons who would be entitled under your domicile state intestate law (in equal shares).

If you die after receiving the full value of your contributions and interest, your surviving spouse or beneficiary will continue to receive a monthly benefit if you elected one of the joint and survivor annuity forms of payment. No further benefits will be paid if you elected a single life annuity except for any remaining cash balance due.

To elect or change your beneficiary for these contributions and the accumulated interest, contact the Pension Service Center. The Pension Service Center can provide you with the necessary pension beneficiary designation form. If you elect to receive your pension as a 50% qualified joint and survivor annuity, your spouse automatically is considered your primary beneficiary under that form of payment. See the final page of this Part A for information on how to contact the Pension Service Center.

Special Provisions for Oregon Printing Industry Pension Plan ("OPI Plan") and R.R. Donnelley Norwest, Inc. Retirement Plan ("Norwest Plan")

Effective December 31, 1997, the assets and liabilities of the Norwest Plan were transferred into the RR Donnelley Component. These include the assets and liabilities of the OPI Plan previously transferred into the Norwest Plan June 30, 1996. The provisions of the Component apply to the accrued benefit of former OPI and former Norwest Plan participants, except as provided in Appendix B of the RR Donnelley Component with respect to the benefits they accrued under the OPI and Northwest Plans. In summary, the special provisions are as follows.

For Former OPI Plan Participants

The OPI Plan benefit is the accrued benefit at June 30, 1996 under the Metromail Plan. This accrued benefit can be paid if a former OPI Plan participant retires before his or her normal retirement date starting any month after retirement and attaining age 55 subject to the Component's reduction factors for payments that begin prior to age 65. However, the second table in the "Early Retirement" subsection under the "When You Receive Benefits" section does not apply.

The normal form of payment for the OPI benefit is a single life annuity for unmarried participants and a 50% qualified joint and surviving spouse annuity for married participants. A married participant may elect a single life annuity subject to the Component's spousal consent provisions. If the OPI benefit is paid as a single life annuity or as a 50% qualified joint and surviving spouse annuity, actuarial equivalence will be applied according to the following provisions. If the OPI benefit is paid along with other plan benefits under one of the other optional forms of the Component, actuarial equivalence will be applied as provided in the Component. The single-sum optional payment form available for a cash balance benefit is, however, not available with regard to any OPI benefit.

OPI benefit actuarial equivalence is based on an interest rate of 7% and a mortality rate based on a blended table that consists of 80% of the male factor, plus 20% of the female factor using the 1971 Group Annuity Mortality Tables.

If a married OPI Plan participant dies before the day his or her benefit begins, the surviving spouse is entitled to a preretirement death benefit that will be paid as if the 50% qualified joint and surviving spouse annuity had been elected on the date of death. However, if the married OPI Plan participant elects to receive payments in the form of a 75% or 100% joint and survivor annuity and dies before payments begin, the spouse's benefit will be the 75% or 100% survivor's portion rather than the 50% survivor's portion described above. If the participant dies before age 65, his or her spouse can elect to have payments begin any month after the participant's death but not before the first of the month following the participant's 55th birthday, nor later than December 31 of the year in which the participant would have been age 70½. If the participant dies after age 65, payments begin the first of the month after the date of death.

If an OPI Plan participant that has a domestic partner dies before the day his or her benefit begins, the domestic partner is entitled to a preretirement death benefit similar to the benefit paid to a surviving spouse as described above. However, if the OPI Plan participant designated a beneficiary other than his or her domestic partner for the benefit described in the next following paragraph, the amount of the preretirement benefit payable to the participant's domestic partner shall be reduced by the amount of the benefit described below. If the OPI Plan participant did designate his or her domestic partner as the beneficiary of the benefit described below, the benefit described below will not be paid and instead will be combined with the benefit described in this paragraph in order to pay the full amount of the benefit to the participant's domestic partner. The form of payment for such benefit, the starting date for such benefit and all other terms and conditions for such benefit are the same as those for a spouse. However, the payment of such benefit must start within 12 months of the participant's death, even if, at the end of the 12-month period, the participant would not have reached age 55 if such participant were alive.

If an unmarried OPI Plan participant dies before his or her benefit start date begins or after OPI Plan benefits have begun under the single life annuity form, his or her beneficiary will receive an amount equal to the following percentage of employer contributions for such participant to the OPI Plan according to his or her future service credits under the OPI Plan at June 30, 1992:

Future Service Credits	Benefit Percentage
5	25%
6	30%
7	35%
8	40%
9	45%
10	50%
11	55%
12	60%
13	65%
14	70%
15 or more	75%

For Former Norwest Plan Participants

The Norwest Plan benefit is the accrued benefit at December 31, 1997 under the Norwest Plan as shown in the Plan. This accrued benefit can be paid if a former Norwest Plan participant retires before his or her normal retirement date starting any month after retirement and attaining age 55, subject to the Component's reduction factors for payments that begin prior to age 65. However, the second table in the "Early Retirement" subsection under the "When You Receive Benefits" section does not apply.

The normal form of payment for the Norwest benefit is a single life annuity for unmarried participants and a 100% joint and surviving annuity for married participants. Alternatively, Norwest participants can elect any of the following:

- A single life annuity;
- A 50% joint and surviving annuity;
- A 75% joint and survivor annuity; or
- A 100% joint and surviving annuity.

A married participant may only elect a single life annuity or a joint and survivor annuity naming someone other than his or her spouse subject to the Component's spousal consent provisions.

If the Norwest benefit is paid according to the normal or alternative forms just described, actuarial equivalence will be applied according to the following provisions. If the Norwest benefit is paid along with other plan benefits under one of the other optional forms of the Component, actuarial equivalence will be as provided in the Plan. The single-sum optional payment form available for a cash balance benefit is, however, not available for any Norwest benefit.

Norwest benefit actuarial equivalence is based on an interest rate of 7% and a mortality rate based on the 1971 Group Annuity Mortality Tables.

If a married Norwest Plan participant dies before the day his or her benefit begins, the surviving spouse will be paid as if the 50% qualified joint and surviving spouse annuity had been elected. If a Norwest Plan participant elects to start to receive payments in the form of a 75% joint and survivor annuity and dies before payments being, such participant's spouse's benefit will be the 75% survivor's portion rather than the 50% survivor's portion described above. Alternatively, if the Norwest Plan participant dies after age 55, the spouse may elect to receive benefits based on an actuarial equivalent joint and 100% qualified joint and surviving spouse annuity, or a deferred annuity.

Payments can begin on the first day of the month after the Norwest Plan participant's death, but not before the first day of the month in which the participant would have reached age 55.

"Spouse" for these provisions means the person the participant has been legally married to for at least one year at the time of death (the one-year requirement will not apply for deaths on or after January 1, 2005).

If a Norwest Plan participant that has a domestic partner dies before the day his or her benefit begins, such participant's domestic partner is a preretirement death benefit similar to the benefit described above paid to a participant's surviving spouse. The form of payment for such benefit, the starting date for such benefit, and all other terms and conditions for such benefit are the same as those for a spouse. However, the payment of such benefit must start within 12 months of the Norwest Plan participant's death, even if, at the end of the 12-month period, the participant would not have reached age 55 if still alive.

A Norwest Plan participant's total remaining voluntary contributions (prior to April 1, (1989) – with accrued interest – are paid to the participant's beneficiary. Interest is allocated as of the last day of each plan year. Interest is determined by multiplying the participant's remaining voluntary contribution account balance as of the last day of the plan year, times the average annual rate of return of the Plan for such plan year and can be a negative amount. A Norwest Plan participant may request distribution of his or her voluntary contribution account at any time before the benefit start date. His or her benefit will be reduced appropriately.

If a former Norwest Plan participant becomes disabled, he or she will be considered disability retired under this Plan and benefit payments will begin the following month. However, if such payments are offset against any other disability benefit payments, they will be deferred to the earlier of age 65 or death. The participant may waive disability retirement and elect to be treated as terminated. "Disability" for purposes of this provision is considered to be a condition of mind or body that permanently prevents full-time employment with the employer and which results from an illness or injury. The Plan Administrator shall determine the existence of disability for purposes of these provisions.

RR Donnelley Pension Service Center

Milliman provides administrative support at the following address and phone number:

RR Donnelley Pension Service Center
3800 American Blvd West
Suite 400
Minneapolis, MN 55431
1-866-767-1212

Pension Service Center Representatives are available between the hours of 7 a.m. and 7 p.m. CT, Monday through Friday, except holidays.

Website: www.MillimanBenefits.com (You will need your Login ID and password (PIN) to access the website.)

You may want to record your Login ID and password (PIN) below, however, please note such information should be kept secure.

Login ID: ______________
Password (PIN): ______________

As explained in greater detail in Part B of this SPD, contact Milliman for any questions concerning benefits, such as information about eligibility, pension estimates, how to apply for pension benefits and how to begin receiving benefits.