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DONNELLEY R R & SONS CO
Form 8-K
November 08, 2001

SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the
Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): November 7, 2001

R. R. DONNELLEY & SONS COMPANY

(Exact name of Registrant as Specified in Its Charter)

Delaware

1-4694

(State or Other Jurisdiction
of Incorporation)

(Commission File Number)

(IRS Employ

77 West Wacker Drive, Chicago, Illinois

60601

(Address of Principal Executive Offices)

(Zip Code)

Registrant's Telephone Number, Including Area Code: (312) 326-8000

Not Applicable

(Former Name or Former Address, if Changed Since Last Report)

Item 5. Other Events.

Attached hereto as Exhibit 99.1 is the press release issued by the Registrant on November 7, 2001 announcing its intention to offer debt securities. In addition, attached hereto as Exhibit 99.2 is the press release issued by the Registrant on October 24, 2001 announcing financial results for the third fiscal quarter ended September 30, 2001. The form of underwriting agreement to be used in connection with the Registrant's proposed offering of debt securities is attached hereto as Exhibit 99.3.

Item 7. Financial Statements and Exhibits.

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(c) Exhibits:

The exhibits accompanying this report are listed in the accompanying Exhibit Index.

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SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

R. R. DONNELLEY & SONS COMPANY

By: /s/ Monica M. Fohrman

Monica M. Fohrman
Senior Vice President, General
Counsel and Corporate
Secretary

Date: November 7, 2001

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EXHIBIT INDEX

The following exhibits are filed herewith as noted below.

| Exhibit No. ----- | Description ----- |
|----------------------|--|
| 99.1 | Press release of R. R. Donnelley & Sons Company issued November 7, 2001. |
| 99.2 | Press release of R. R. Donnelley & Sons Company issued October 24, 2001. |

The following exhibit is filed herewith and is an exhibit to the Registrant's Registration Statement on Form S-3, Registration No. 33-57807, as noted below.

| Exhibit No. ----- | Registration No. 33-57807 Exhibit No. ----- | Description ----- |
|----------------------|---|---------------------------------|
| 99.3 | 1.1.1 | Form of Underwriting Agreement. |

