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## Cahill Advises on Debt-for-Equity Exchange and related Tender Offers for R.R. Donnelley and Equity Offerings by DFIN

**Date:** 06/22/17

Cahill represented Citigroup Global Markets Inc. (“Citigroup”), Merrill Lynch, Pierce, Fenner & Smith Incorporated (“Merrill Lynch”), J.P. Morgan Securities LLC (“J.P. Morgan”) and Wells Fargo Securities, LLC (“Wells Fargo”) in a debt-for-equity exchange for R.R. Donnelley & Sons Company (“R.R. Donnelley”) and the related tender offers and equity offerings.

Cahill represented Citigroup, Merrill Lynch, J.P. Morgan and Wells Fargo in their third-party tender offer to purchase certain of the outstanding debt securities of R.R. Donnelley of up to an aggregate purchase price of \$125,000,000 and their subsequent debt-for-equity exchange for shares of common stock of Donnelley Financial Solutions, Inc. (“DFIN”) (NYSE: DFIN). In a related tender offer by R.R. Donnelley for certain of its outstanding debt securities of up to an aggregate purchase price of \$200,000,000, Cahill represented Citigroup, Merrill Lynch, J.P. Morgan and Wells Fargo, as dealer managers.

Cahill also represented Citigroup, Merrill Lynch, J.P. Morgan and Wells Fargo, as underwriters, in connection with the offerings by (i) Citigroup, Merrill Lynch, J.P. Morgan and Wells Fargo, as selling stockholders, of 6,143,208 shares of common stock of DFIN and (ii) DFIN of 921,481 shares of its common stock.

R.R. Donnelley is a leading global provider of integrated multichannel marketing and business communications solutions and offers its clients a comprehensive portfolio of capabilities, experience and scale that enables organizations around the world to effectively create, manage, deliver and optimize their multichannel communications strategies.

DFIN is a financial communications and services company that supports global capital markets compliance and transaction needs for its corporate clients and their advisors (such as law firms and investment bankers) and global investment management compliance and analytics needs for mutual fund companies, variable annuity providers and broker/dealers.

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### Attorneys

- James J. Clark
- Helene R. Banks
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