

Quad/Graphics, Inc.
Form 5
February 14, 2014

FORM 5

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

OMB APPROVAL

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Form 3 Holdings Reported Form 4 Transactions Reported

ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person *
Fowler John C

(Last) (First) (Middle)

C/O QUAD/GRAPHICS,
INC., N61 W23044 HARRY'S
WAY

(Street)

SUSSEX, WI 53089

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
Quad/Graphics, Inc. [QUAD]

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)
12/31/2013

4. If Amendment, Date Original Filed (Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)
Executive VP and CFO

6. Individual or Joint/Group Reporting

(check applicable line)

Form Filed by One Reporting Person
 Form Filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
				(A)	or	(D)	Price		
Class A Common Stock	Â	Â	Â	Â	Â	Â	125,389	D	Â
Class A Common Stock	Â	Â	Â	Â	Â	Â	17,471	I	As co-trustee - HVQ Life Ins. Tr. (1)
	Â	Â	Â	Â	Â	Â	11,488	I	

Class A
Common
Stock

By 401(a)
Plan

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Security (Instr. 3 and 4)	
					(A)	(D)	Date Exercisable	Expiration Date	Title	Amount
Stock Options (Right to Buy)	\$ 13.4708	Â	Â	Â	Â	Â	05/14/2012	11/18/2021	Class A Common Stock	7,300
Stock Options (Right to Buy)	\$ 19.12	Â	Â	Â	Â	Â	05/14/2012	11/18/2021	Class A Common Stock	6,000
Stock Options (Right to Buy)	\$ 13.4708	Â	Â	Â	Â	Â	05/14/2012	11/18/2021	Class A Common Stock	17,000
Stock Options (Right to Buy)	\$ 13.4708	Â	Â	Â	Â	Â	05/14/2012	11/18/2021	Class A Common Stock	10,000
Stock Options (Right to Buy)	\$ 23.37	Â	Â	Â	Â	Â	Â ⁽²⁾	01/31/2017	Class A Common Stock	318
Stock Options (Right to Buy)	\$ 29.37	Â	Â	Â	Â	Â	Â ⁽³⁾	01/31/2019	Class A Common Stock	30,000
Stock Options (Right to Buy)	\$ 15.37	Â	Â	Â	Â	Â	Â ⁽⁴⁾	01/31/2020	Class A Common Stock	30,000

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Stock Options (Right to Buy)	\$ 16.62	Â	Â	Â	Â	Â	Â	Â (5)	01/31/2020	Class A Common Stock	45
Stock Options (Right to Buy)	\$ 41.26	Â	Â	Â	Â	Â	Â	Â (6)	01/01/2021	Class A Common Stock	34
Stock Options (Right to Buy)	\$ 14.14	Â	Â	Â	Â	Â	Â	Â (7)	01/01/2022	Class A Common Stock	34
Class B Common Stock	Â	Â	Â	Â	Â	Â	Â	Â (8)	Â (8)	Class A Common Stock	51
Class B Common Stock	Â	Â	Â	Â	Â	Â	Â	Â (8)	Â (8)	Class A Common Stock	800
Class B Common Stock	Â	12/09/2013	Â	G	119,837	Â	Â	Â (8)	Â (8)	Class A Common Stock	119
Class B Common Stock	Â	12/09/2013	Â	G	126,488	Â	Â	Â (8)	Â (8)	Class A Common Stock	126
Class B Common Stock	Â	12/09/2013	Â	G	126,504	Â	Â	Â (8)	Â (8)	Class A Common Stock	126
Class B Common Stock	Â	12/09/2013	Â	G	126,473	Â	Â	Â (8)	Â (8)	Class A Common Stock	126
Class B Common Stock	Â	12/06/2013	Â	G	111,660	Â	Â	Â (8)	Â (8)	Class A Common Stock	111

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

