

DONNELLEY FINANCIAL SOLUTIONS, INC.

FORM DEFA14A

(Additional Proxy Soliciting Materials (definitive))

Filed 04/19/17

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Industry	Professional Information Services
Sector	Industrials
Fiscal Year	12/31

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

SCHEDULE 14A

**Proxy Statement Pursuant to Section 14(a) of the
Securities Exchange Act of 1934**

Filed by the Registrant

Filed by a Party other than the Registrant

Check the appropriate box:

- Preliminary Proxy Statement
- Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))**
- Definitive Proxy Statement
- Definitive Additional Materials
- Soliciting Material under §240.14a-12

Donnelley Financial Solutions, Inc.

(Name of Registrant as Specified In Its Charter)

(Name of Person(s) Filing Proxy Statement, if other than the Registrant)

Payment of Filing Fee (Check the appropriate box):

- No fee required.
- Fee computed on table below per Exchange Act Rules 14a-6(i)(1) and 0-11.

(1) Title of each class of securities to which transaction applies:

(2) Aggregate number of securities to which transaction applies:

(3) Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (set forth the amount on which the filing fee is calculated and state how it was determined):

(4) Proposed maximum aggregate value of transaction:

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Fee paid previously with preliminary materials.

Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the Form or Schedule and the date of its filing.

(1) Amount Previously Paid:

(2) Form, Schedule or Registration Statement No.:

(3) Filing Party:

(4) Date Filed:



35 West Wacker Drive
Chicago, Illinois 60601

On April 14, 2017, Donnelley Financial Solutions, Inc., a Delaware corporation (the “Company”) filed a definitive proxy statement (the “Proxy Statement”) with the Securities and Exchange Commission in connection with the solicitation of proxies on behalf of the Board of Directors of the Company for use at the Annual Meeting of Stockholders to be held on Thursday, May 18, 2017, and at any adjournments or postponements thereof. The Annual Meeting will be held at 10 a.m. (Central time) at the University of Chicago Gleacher Center, 450 North Cityfront Plaza Drive, Chicago, Illinois 60611.

This additional definitive proxy material is being filed with the Securities and Exchange Commission by the Company to correct a clerical error in the Proxy Statement with respect to the Compensation Committee description, which inadvertently omitted the fees of Willis Towers Watson and FW Cook for their post-spin executive compensation consulting services.

The fourth paragraph of the subsection “The Board’s Committees and Their Functions — Compensation Committee” on page 16 is replaced in its entirety with the following:

For 2016 post-Spin work, Willis Towers Watson’s fees for executive compensation consulting services were approximately \$163,000 and for 2016 FW Cook’s fees for executive compensation consulting services were approximately \$24,000.

Except as described above, this additional definitive proxy material does not modify, amend, supplement or otherwise affect the Proxy Statement.