

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

**FORM S-8
REGISTRATION STATEMENT**
Under
THE SECURITIES ACT OF 1933

ARC Document Solutions, Inc.

(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction of
incorporation or organization)

1981 N. Broadway, Suite 385
Walnut Creek, CA
(Address of principal executive offices)

20-1700361
(I.R.S. Employer
Identification No.)

94596
(Zip Code)

ARC Document Solutions, Inc. 2014 Stock Incentive Plan
(Full title of the plan)

D. Jeffery Grimes, Esq.
1981 N. Broadway, Suite 385
Walnut Creek, CA 94596
(925) 949-5100
(Name, address and telephone number of agent for service)

Copy to:
Brian M. Wong, Esq.
Pillsbury Winthrop Shaw Pittman LLP
Four Embarcadero Center, 22nd Floor
San Francisco, CA 94111
(415) 983-1000

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, a smaller reporting company or an emerging growth company. See the definitions of "large accelerated filer," "accelerated filer," "smaller reporting company," and "emerging growth company" in Rule 12b-2 of the Exchange Act.

Large accelerated filer	<input type="checkbox"/>		Accelerated filer	<input checked="" type="checkbox"/>
Non-accelerated filer	<input type="checkbox"/>	(Do not check if a smaller reporting company)	Smaller reporting company	<input type="checkbox"/>
			Emerging growth company	<input type="checkbox"/>

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 7(a)(2)(B) of the Securities Act.

CALCULATION OF REGISTRATION FEE

Title of Securities To Be Registered	Amount To Be Registered (1)	Proposed Maximum Offering Price Per Share (2)	Proposed Maximum Aggregate Offering Price	Amount of Registration Fee
Common Stock, \$0.001 par value per share	3,500,000	\$2.21	\$7,735,000	\$963.01

- (1) Pursuant to Rule 416, this Registration Statement also covers any additional securities that may be offered or issued in connection with any stock split, stock dividend, recapitalization or any other similar transaction effected without receipt of consideration, which results in an increase in the number of outstanding shares of Common Stock of the Registrant.
- (2) Estimated pursuant to Rule 457(h) under the Securities Act of 1933, as amended, (the "Securities Act") solely for the purposes of calculating the registration fee, based on the average high and low prices of the Registrant's Common Stock on April 24, 2018, as reported on the New York Stock Exchange.

This Registration Statement shall become effective upon filing in accordance with Rule 462 under the Securities Act of 1933.

STATEMENT PURSUANT TO GENERAL INSTRUCTION E

Pursuant to General Instruction E of Form S-8, the Registrant is filing this Registration Statement with the Securities and Exchange Commission (the “Commission”) to register an additional 3,500,000 shares of the Registrant’s Common Stock under the Registrant’s 2014 Stock Incentive Plan. Pursuant to General Instruction E, the contents of the Registrant’s Registration Statement on Form S-8 (File No. 333-195757) filed on May 7, 2014 are hereby incorporated by reference into this Registration Statement, except as revised herein.

PART II

INFORMATION REQUIRED IN THE REGISTRATION STATEMENT

Item 3. Incorporation of Documents by Reference.

The following documents, which are on file with the Commission, are incorporated herein by this reference and made a part hereof:

- our Annual Report on Form 10-K (File No. 001-32407) for the fiscal year ended December 31, 2017, filed with the Commission on March 5, 2018;
- our Current Report on Form 8-K (File No. 001-32407), filed with the Commission on February 23, 2018; and
- the description of our common stock contained in the Registration Statement on Form 8-A (File No. 001-32407) filed with the Commission on January 13, 2005, including any amendment(s) or report(s) filed for the purpose of updating such description.

We also incorporate by reference any future filings we will make with the Commission under Sections 13(a), 13(c), 14 or 15(d) of the Securities Exchange Act of 1934, as amended (the “Exchange Act”), until this offering has been completed.

Item 8. Exhibits

See Index to Exhibits, which list of exhibits is incorporated herein by reference.

INDEX TO EXHIBITS

<u>Number</u>	<u>Description</u>
4.1	<u>ARC Document Solutions, Inc. 2014 Stock Incentive Plan (filed as Exhibit 10.1 to the Registrant's Current Report on Form 8-K filed on May 7, 2014 and incorporated herein by reference)</u>
4.2	<u>Amendment No. 1 to ARC Document Solutions, Inc. 2014 Stock Incentive Plan (filed as Exhibit 10.2 to the Registrant's Current Report on Form 8-K filed on May 7, 2014 and incorporated herein by reference)</u>
4.3	<u>Amendment No. 2 to ARC Document Solutions, Inc. 2014 Stock Incentive Plan (filed as Exhibit A to the Registrant's Definitive Proxy Statement for its 2018 Annual Meeting of Stockholders and incorporated herein by reference)</u>
5.1*	<u>Opinion of Pillsbury Winthrop Shaw Pittman LLP regarding the validity of the securities being registered</u>
23.1*	<u>Consent of Deloitte & Touche LLP, Independent Registered Public Accounting Firm</u>
23.2*	<u>Consent of Pillsbury Winthrop Shaw Pittman LLP (See Exhibit 5.1)</u>
24.1*	<u>Power of Attorney (Included as part of signature page)</u>

* Filed herewith.

PILLSBURY WINTHROP SHAW PITTMAN LLP
Four Embarcadero Center, 22nd Floor
San Francisco, CA 94111

April 26, 2018

ARC Document Solutions, Inc.
1981 N. Broadway, Suite 385
Walnut Creek, California 94596

Re: Registration Statement on Form S-8

Ladies and Gentlemen:

We are acting as counsel for ARC Document Solutions, Inc., a Delaware corporation (the "Company"), in connection with the Registration Statement on Form S-8 (the "Registration Statement"), to which this opinion letter is filed as an exhibit, relating to the registration under the Securities Act of 1933 (the "Act") of 3,500,000 shares of the Company's common stock, par value \$0.001 per share (the "Shares"), issuable pursuant to the Company's 2014 Stock Incentive Plan (the "Plan").

We have reviewed and are familiar with such corporate proceedings and other matters as we have deemed necessary for the opinions expressed in this letter. Based upon the foregoing, we are of the opinion that the Shares have been duly authorized and, when issued and sold in accordance with the Plan, will be validly issued, fully paid and nonassessable. The opinions set forth in this letter are limited to the General Corporation Law of the State of Delaware, as in effect on the date hereof.

We hereby consent to the filing of this opinion letter as Exhibit 5.1 to the Registration Statement. In giving this consent, we do not thereby admit that we are within the category of persons whose consent is required under Section 7 of the Act or the rules and regulations of the Securities and Exchange Commission promulgated thereunder.

Very truly yours,

/s/ Pillsbury Winthrop Shaw Pittman LLP

CONSENT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM

We consent to the incorporation by reference in this Registration Statement on Form S-8 of our reports dated March 5, 2018, relating to the consolidated financial statements of ARC Document Solutions, Inc. and subsidiaries, and the effectiveness of ARC Document Solutions, Inc. and subsidiaries' internal control over financial reporting, appearing in the Annual Report on Form 10-K of ARC Document Solutions, Inc. for the year ended December 31, 2017.

/s/ DELOITTE & TOUCHE LLP

San Francisco, California
April 26, 2018