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Attorneys for Members of the Ad Hoc Group of Quebecor Noteholders

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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:
In re : Chapter 11
:
QUEBECOR WORLD (USA) INC., et al., : Case No. 08-10152 (JMP)
:
Debtors. : (Jointly Administered)
:
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**AMENDED VERIFIED STATEMENT OF
PAUL, WEISS, RIFKIND, WHARTON & GARRISON LLP
PURSUANT TO BANKRUPTCY RULE 2019**

Paul, Weiss, Rifkind, Wharton & Garrison LLP ("Paul Weiss") represents the creditors and parties in interest identified below. Pursuant to Federal Rule of Bankruptcy Procedure 2019, Paul Weiss makes the following representations:

1. Paul Weiss represents the following parties in interest in their capacities as holders of the claims (or as managers of or advisors to such holders) described below (collectively, the "Noteholder Group"):

AIG Global Investment Corp.
70 Pine Street
New York, New York 10270

Barclays Capital
200 Park Avenue 5th Floor
New York, NY 10166

Basso Capital Management
1266 East Main Street
Stamford, CT 06902

Castle Creek Arbitrage
111 West Jackson Blvd, 20th Fl
Chicago, IL 60604

Chicago Fundamental Inv. Partners, LLC
71 South Wacker Dr., Suite 3495
Chicago, IL 60606

Credit Suisse
Eleven Madison Avenue
New York, NY 10010

DB Strategic Investments
60 Wall Street, 3rd Floor
New York, NY 10005

J.P.Morgan Asset Management
8044 Montgomery Road, Suite 555
Cincinnati, OH 45236

King Street Capital Management, L.L.C.
65 East 55th Street, 30th Floor
New York, NY 10022

Logan Circle Partners, L.P.
1717 Arch Street, Suite 1500
Philadelphia, PA 19103-2740

MBIA Capital Management Corp.
113 King Street
Armonk, NY 10154

MetLife
10 Park Avenue, P.O. Box 1902
Morristown, NJ 07962-1902

Nomura Corporate Research and Asset
Management
2 World Financial Ctr, Bldg B, 17th Fl
New York, NY 10281

Avenue Capital Group
535 Madison Avenue, 14th Floor
New York, New York 10022

Brigade Capital Management
717 5th Ave, Flr 12A
New York, NY 10022

Centerbridge Partners
375 Park Avenue, 12th Floor
New York, NY 10152

Citigroup Global Markets Inc.
390 Greenwich Street, 4th Floor
New York, NY 10013

Cyrus Capital Partners
399 Park Avenue, 39 floor
New York, NY 10025

Genworth Life Insurance Company
3001 Summer Street
Stamford, CT 06904

Halcyon Fund L.P.
477 Madison Avenue
New York, NY 10022

JP Morgan Securities
270 Park Ave
New York, NY 10017

Lehman Brothers
745 Seventh Avenue
New York, NY 10019

MacKay Shields LLC
9 West 57th Street 33rd Fl.
New York, NY 10019

Longacre Management, LLC
810 7th Avenue, 22nd floor
New York, NY 10583

Merrill Lynch
4 World Financial Center, 7th Floor
New York, NY 10080

MFS Investment Management
500 Boylston St.
Boston, Ma 02116

Oaktree Capital Management, L.P.
333 South Grand Avenue, 28th Floor,
Los Angeles, CA 90071

Ohio National Financial Services
One Financial Way
Cincinnati, OH 45242

Plainfield Asset Management
55 Railroad Avenue
Greenwich, CT 06830

Polygon Investment Partners, LP
399 Park Ave, 22nd Floor
New York, NY 10022

Quattro Global Capital, LLC
546 Fifth Avenue, 19th Floor
New York, NY 10036

Post Advisory Group, LLC
11755 Wilshire Boulevard, Ste 1400
Los Angeles, California 90025

Stone Tower Capital
152 W 57th St
New York, NY 10019

PPM America, Inc.
225 W Wacker Dr, Ste 1200
Chicago, IL 60606

UBS Global Asset Management
One North Wacker Drive,
Chicago, IL 60606

T. Rowe Price Associates
100 East Pratt Street, 7th Floor
Baltimore, MD 21202

VSO Capital Management
130 East 59th Street, 11th Floor
New York, NY 10022

Viathon Capital Management
401 Springfield Ave
Summit, NJ 07901

West Face Capital
2 Bloor Street East, Suite 810
Toronto, ON M4W 1A8 Canada

Wells Fargo & Company
550 California Street, 14th Floor
San Francisco, CA 94104

2. The nature of the claims held by members of the Noteholder Group against Quebecor World (USA) Inc. and certain of its above-captioned subsidiaries and affiliates (the “Debtors”) includes, but is not limited to, unsecured note claims.¹ The aggregate amount of unsecured note claims held by members of the Noteholder Group total approximately \$1,027,698,000, or approximately 70.87% of the total outstanding principal amount of the unsecured notes as of commencement of these cases.

¹ The unsecured notes include those issued under the (i) Indenture for \$200,000,000 of 4 7/8% Senior Notes due 2008 and for \$400,000,000 of 6 1/8% Senior Notes due 2013, dated November 3, 2003; (ii) Indenture for \$400,000,000 of 8¾% Senior Notes due 2016, dated March 6, 2006; and (iii) Indenture for \$450,000,000 of 9¾% Senior Notes due 2015, dated December 18, 2006.

3. The members of the Noteholder Group have retained Paul Weiss to represent their interests in connection with the above-captioned cases.

4. Upon information and belief formed after due inquiry, Paul Weiss does not hold any claims against or equity interests in the Debtors.

I verify under penalty of perjury that the foregoing statements are true and correct to the best of my knowledge, information and belief.

Dated: New York, New York
March 13, 2008

PAUL, WEISS, RIFKIND, WHARTON &
GARRISON LLP

By: /s/ Alan W. Kornberg
Alan W. Kornberg
(A Member of the Firm)

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