

Hearing Date: July 2, 2008 at 10:00 a.m.
Objection Deadline: June 30, 2008 at 4:00 p.m.

ARNOLD & PORTER LLP
399 Park Avenue
New York, New York 10022-4690
Telephone: (212) 715-1000
Facsimile: (212) 715-1399
Michael J. Canning
Joel M. Gross

*Counsel for the Debtors
and Debtors-in-Possession*

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re

Quebecor World (USA) Inc., et al.,

Debtors.

Chapter 11

Case No. 08-10152(JMP)
Jointly Administered

Honorable James M. Peck

**NOTICE OF HEARING ON DEBTORS' MOTION
FOR AN ORDER AUTHORIZING THE IMPLEMENTATION
AND CONTINUATION OF INCENTIVE COMPENSATION PLANS**

PLEASE TAKE NOTICE THAT:

On June 22, 2008, the Debtors filed the Debtors' Motion for an Order Authorizing the Implementation and Continuation of Incentive Compensation Plans (the "**Incentive Motion**").

1. Hearing: A hearing is scheduled (the "**Hearing**") on the **Incentive Motion** for July 2, 2008 at 10:00 a.m. at the United States Bankruptcy Court for the Southern District of New York, Alexander Hamilton Custom House, courtroom 601, One Bowling Green, New York, New York 10004-1408.

2. Objections: Objections, if any, to the **Incentive Motion** ("**Objections**"), must comply with the Federal Rules of Bankruptcy Procedure, and must set forth in writing a description of the basis therefor, must be filed in accordance with the Local Bankruptcy Rules for

the Southern District of New York, must comply with the Case Management Order entered in these chapter 11 cases, and must be filed with the Court and served upon the following parties (the “**Notice Parties**”): (i) Arnold & Porter LLP, 399 Park Avenue, New York, New York, 10022 (Attn: Michael J. Canning, Esq.); (ii) the Office of the United States Trustee for the Southern District of New York, 33 Whitehall Street, 21st Floor, New York, New York, 10004; (iii) Allen & Overy LLP, counsel to the Monitor, 1221 Avenue of the Americas, New York, New York 10020 (Attn: Ken Coleman, Esq.); and (iv) counsel to the Official Committee of Unsecured Creditors, Akin Gump Strauss Hauer & Feld LLP, 590 Madison Avenue, New York, New York 10022 (Attn: Ira S. Dizengoff)

3. **Objection Deadline:** Any **Objections** must be filed with the Court and served on the parties listed above so that such **Objections** are *actually received* by the **Notice Parties** by **4:00 p.m. Eastern Time on June 30, 2008.**

Dated: June 22, 2008
New York, New York

Respectfully submitted,

ARNOLD & PORTER LLP

By: /s/ Michael J. Canning
399 Park Avenue
New York, New York 10022-4690
Telephone: (212) 715-1000
Facsimile: (212) 715-1399
Michael J. Canning

*Counsel for the Debtors
and Debtors-in-Possession¹*

¹ The Debtors are the following entities: Quebecor World (USA) Inc., Quebecor Printing Holding Company, Quebecor World Capital Corporation, Quebecor World Capital II GP, Quebecor World Capital II LLC, WCZ, LLC, Quebecor World Lease GP, Quebecor World Lease LLC, QW Memphis Corp., The Webb Company, Quebecor World Printing (USA) Corp., Quebecor World Loveland Inc., Quebecor World Systems Inc., Quebecor World San Jose Inc., Quebecor World Buffalo Inc., Quebecor World Johnson & Hardin Co., Quebecor World Northeast Graphics Inc., Quebecor World UP / Graphics Inc., Quebecor World Great Western Publishing Inc., Quebecor World DB Acquisition Corp., WCP-D, INC., Quebecor World Taconic Holdings Inc., Quebecor World Retail Printing Corporation, Quebecor World Arcata Corp., Quebecor World Nevada Inc., Quebecor World Atglen Inc., Quebecor World Krueger Acquisition Corp., Quebecor World Book Services LLC, Quebecor World Dubuque Inc., Quebecor World Pendell Inc., Quebecor World Fairfield Inc., QW New York Corp., Quebecor World Dallas II Inc., Quebecor World Nevada II LLC, Quebecor World Dallas, L.P., Quebecor World Mt. Morris II LLC, Quebecor World Petty Printing Inc., Quebecor World Hazleton Inc., Quebecor World Olive Branch Inc., Quebecor World Dittler Brothers Inc., Quebecor World Atlanta II LLC, Quebecor World RAI Inc., Quebecor World KRI Inc., Quebecor World Century Graphics Corporation, Quebecor World Waukegan Inc., Quebecor World Logistics Inc., Quebecor World Mid-South Press Corporation, Quebecor Printing Aviation Inc., Quebecor World Eusey Press Inc., Quebecor World Infiniti Graphics Inc., Quebecor World Magna Graphic Inc., Quebecor World Lincoln Inc, and Quebecor World Memphis LLC.