

**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

**SUPPLEMENTAL DECLARATION OF STEVEN R. STROM IN CONNECTION
WITH THE RETENTION OF JEFFERIES & COMPANY
BY THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS**

STEVEN R. STROM, hereby declares:

1. I am a managing director at Jefferies & Company, Inc. (“Jefferies”), which maintains its principal office at 520 Madison Ave., New York, New York 10022. I am duly authorized to make this Supplemental Declaration (the “Supplemental Declaration”) on behalf of Jefferies and submit this Supplemental Declaration in accordance with sections 327(a) and 328(a) of title 11 of the United States Code (the “Bankruptcy Code”) and Rules 2014(a) of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”) to supplement disclosures made in the Declaration of Steven R. Strom (the "Declaration") dated February 26, 2008, in support of the Application of the Official Committee of Unsecured Creditors (the “Quebecor Committee”) for an Order Under Sections 328 and 1103 of the Bankruptcy Code and Bankruptcy Rules 2014 and 2016 Approving Retention of Jefferies as Investment Banker to the Committee, Nunc Pro Tunc to February 5, 2008 (the “Retention Application,” Docket No. 302), seeking authorization to retain Jefferies as its investment banker.

2. Unless otherwise indicated, I have personal knowledge of the matters set forth herein and, if called as a witness, I would testify competently to them to the best of my knowledge.

3. On February 28, 2008, the Quebecor Committee filed the Jefferies' Retention Application.

4. On March 20, 2008, this Court entered its Interim Order Authorizing the Official Committee of Unsecured Creditors of Quebecor World (USA) Inc., et al., to Retain and Employ Jefferies & Company, Inc. as its Investment Bankers, Nunc Pro Tunc to February 5, 2008 (Docket No. 430). On April 18, 2008, this Court entered its Final Order Authorizing the Official Committee of Unsecured Creditors of Quebecor World (USA) Inc., et al., to Retain and Employ Jefferies & Company, Inc. as its Investment Bankers, Nunc Pro Tunc to February 5, 2008 (Docket No. 581).

5. The purpose of this Supplemental Declaration is to fulfill Jefferies' continuing obligation to update its disclosure as set forth in the Retention Application and supporting Declaration.

6. Jefferies has been retained to represent an ad hoc committee of noteholders (the "Vertis Committee") of Vertis Inc. ("Vertis"). Jefferies' representation of the Vertis Committee is wholly unrelated to its representation of the Quebecor Committee or the Debtors' chapter 11 bankruptcy proceedings, and this Supplemental Declaration is submitted out of an abundance of caution given that Vertis operates in the same industry as the Debtors.

I hereby declare under penalty of perjury that the foregoing is true and correct.

Executed on July 9, 2008

/s/ Steven R. Strom
Steven R. Strom
Managing Director