

**Presentment Date and Time: July 26, 2010 at 12:00 noon**  
**Response Deadline: July 26, 2010 at 12:00 noon**

**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 PRESENTMENT OF THE REORGANIZED DEBTORS' SEVENTH  
OMNIBUS APPLICATION SEEKING TO ALLOW PERMITTED SETTLEMENTS  
(RESOLVING CERTAIN CLAIMS HELD BY RIVERSIDE CLAIMS LLC)**

**TO: THE CLAIMANTS LISTED ON EXHIBIT B TO THE ATTACHED APPLICATION**

The Reorganized Debtors have filed the *Reorganized Debtors' Seventh Omnibus Application Seeking to Allow Permitted Settlements (Resolving Certain Claims Held by Riverside Claims LLC)* (the "Application"),<sup>1</sup> a copy of which is attached hereto. The Reorganized Debtors have received one or more proof of claim forms filed on your behalf (the "Claim" or "Claims") and by this Application seek an order approving the compromise and settlement reached in respect of one or more of such Claims.

The Application is filed pursuant to the Order Authorizing the (a) Establishment of Claims Allowance, Objection, Claims Resolution and Settlement Procedures and (b) Extension of the 503(b)(9)/Reclamation Claims Objection Deadline (the "Claims Procedure Order") and

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<sup>1</sup> Capitalized terms used but not defined herein shall have the meanings ascribed to them in the Application.

the Procedures attached thereto (the “Claims Procedures”) (Docket No. 1978). Copies of the Claims Procedure Order and the Claims Procedures are available for inspection on the Claims Agent’s internet website at <http://www.qwusadocket.com> or by contacting the Claims Agent, in writing, at Donlin Recano & Company, 419 Park Avenue South, New York, NY 10016.

Representatives of the Reorganized Debtors will be available to discuss and potentially resolve any questions you may have with respect to your proof of claim without the need for you to file an objection or attend a hearing. To facilitate such a discussion, you may contact a representative of the Reorganized Debtors at 866-605-6273 within fourteen (14) calendar days after the date on which this Notice was served. The Reorganized Debtors’ representative will be available to handle factual inquires regarding the Application. Legal matters, however, will be referred to the Reorganized Debtors’ attorneys. When you contact the Reorganized Debtors, please have your proof(s) of claim and claim number(s) available.

If after your discussions with the Reorganized Debtors’ representative or the Reorganized Debtors’ attorneys you still wish to file an objection, you must file such Objection on or before the deadline of **July 26, 2010 at 12:00 noon (Eastern Time) (the “Allowance Objection Deadline”)** to file an Objection to the Application (an “Allowance Objection”). You must file such Objection in compliance with the procedures set forth below. Contacting the Reorganized Debtors’ representative or the Reorganized Debtors’ attorneys prior to the Allowance Objection Deadline will not extend the Allowance Objection Deadline.

**Allowance Objections, if any, must be filed on or before Allowance Objection Deadline** with the United States Bankruptcy Court for the Southern District of New York, Alexander Hamilton U.S. Custom House, Courtroom 601, One Bowling Green, New York, New York 10004. At the same time, you must also serve a copy of the Allowance Objection upon counsel for the Reorganized Debtors, listed below, and counsel for the Joint Claims Oversight Committee, Paul, Weiss, Rifkind, Wharton & Garrison LLP, 1285 Avenue of the Americas, New

York, New York 10019 (Attn: Andrew N. Rosenberg, Esq. and Elizabeth R. McColm, Esq.) so that the Allowance is received on or before the Allowance Objection Deadline.

Allowance Objections must comply with the procedures set forth in the Claims Procedures and include: (a) an appropriate caption, including the title and date of the Application to which the Objection is directed; (b) the name of the Claimant, the reference number of the Proof of Claim or 503(b)(9) Claim as identified on the claims register maintained on the Debtors' case information website (located at <http://www.qwusadocket.com>), and a description of the basis for the amount of the Claim; (c) a concise statement setting forth the reasons why the Court should not grant the Application, including, but not limited to, the specific factual and legal bases upon which you rely in opposing the Application; (d) copies of any documentation and other evidence upon which you will rely in opposing the Application at a hearing; (e) sworn affidavits or declarations conforming to 28 U.S.C. 1746 of persons with personal knowledge of any new facts relied upon to support the Allowance Objection; and (f) the name, address, telephone number and facsimile number of a person authorized to reconcile, settle or otherwise resolve the Claim or Claims on your behalf. If you cannot timely provide such documentation, declarations and/or other evidence, you should provide a detailed explanation in the Allowance Objection as to why it was not possible to timely provide such documentation, declarations and/or other evidence.

**A HEARING ON THE APPLICATION, IF NECESSARY, WILL BE HELD  
BEFORE THE HONORABLE JAMES M. PECK IN THE UNITED STATES  
BANKRUPTCY COURT FOR THE SOUTHERN DISTRICT OF NEW YORK,  
ALEXANDER HAMILTON U.S. CUSTOM HOUSE, COURTROOM 601, ONE  
BOWLING GREEN, NEW YORK, NEW YORK 10004 ON A DATE AND TIME TO BE  
DETERMINED BY THE COURT.**

**YOU NEED NOT TAKE ANY ACTION TO EFFECT THE ALLOWANCE OF THE SETTLEMENT OF YOUR CLAIM AS PROPOSED IN THE APPLICATION. PARTIES SERVING AND FILING AN ALLOWANCE OBJECTION ARE REQUIRED TO ATTEND ANY SCHEDULING HEARING (IN THE ABSENCE OF AN AGREEMENT BETWEEN YOU AND THE REORGANIZED DEBTORS PROVIDING OTHERWISE), AND FAILURE TO APPEAR MAY RESULT IN THE APPLICATION BEING GRANTED UPON DEFAULT.**

Dated: July 15, 2010  
New York, New York

Respectfully submitted,

ARNOLD & PORTER LLP  
399 Park Avenue  
New York, NY 10022-4690  
Telephone: (212) 715-1781  
Facsimile: (212) 715-1399

COUNSEL FOR REORGANIZED DEBTORS

**Presentment Date and Time: July 26 , 2010 at 12:00 noon**  
**Objection Deadline: July 26, 2010 at 12:00 noon**

ARNOLD & PORTER LLP  
399 Park Avenue  
New York, New York 10022-4690  
Telephone: (212) 715-1000  
Facsimile: (212) 715-1399  
Michael J. Canning  
*Counsel for the Reorganized Debtors*

**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

**REORGANIZED DEBTORS' SEVENTH OMNIBUS APPLICATION SEEKING TO  
ALLOW PERMITTED SETTLEMENTS (RESOLVING CERTAIN CLAIMS  
HELD BY RIVERSIDE CLAIMS LLC)**

Quebecor World (USA) Inc. and 52 of its domestic direct and indirect subsidiaries, as reorganized debtors (collectively, the "Debtors" or "Reorganized Debtors, as applicable), hereby file their Seventh Omnibus Application Seeking to Allow Permitted Settlements (Resolving Certain Claims Held by Riverside Claims LLC) (the "Application"), and hereby move this Court for the entry of an order substantially in the form of Exhibit A attached hereto, granting the relief sought by this Application.

**PARTIES RECEIVING THIS APPLICATION SHOULD CONSULT EXHIBIT B  
TO DETERMINE WHETHER THEIR NAMES AND RESPECTIVE CLAIMS ARE  
IDENTIFIED ON EXHIBIT B.**

In support of this Application, the Reorganized Debtors respectfully represent as follows:

### **Jurisdiction**

1. The Court has jurisdiction over this matter pursuant to 28 U.S.C. § 1334. This matter is a core proceeding within the meaning of 28 U.S.C. § 157(b)(2).
2. Venue is proper pursuant to 28 U.S.C. §§ 1408 and 1409.
3. The statutory predicate for the relief requested herein are sections 105, 502 and 503 of title 11 of the United States Bankruptcy Code, 11 U.S.C. §§ 101-1532 (the “Bankruptcy Code”), and Rules 3007 and 9019 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”).

### **Background**

4. On January 21, 2008 (the “Petition Date”), the 53 Debtors filed their voluntary petitions for relief (the “Chapter 11 Cases”) under chapter 11 of title 11 of the Bankruptcy Code.
5. On January 20, 2008 the Debtors’ corporate parent, Quebecor World Inc. (“QWI,” and collectively with the Debtors, “Quebecor”) together with each of the Debtors commenced a proceeding before the Quebec Superior Court, Commercial Division, for the Judicial District of Montreal (the “Canadian Court”) for a plan of compromise or arrangement (the “Canadian Proceeding”) under the Canadian Companies’ Creditors Arrangement Act (“CCAA”).<sup>1</sup> Each of the Debtors was joined in the Canadian Proceeding in order that each Debtor could obtain the protection of a stay under the CCAA as well as under the Bankruptcy Code.

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<sup>1</sup> The Canadian Court appointed Ernst & Young, Inc. to serve as Monitor for the Canadian Proceeding, and UBS Investment Bank is serving as a financial advisor in connection with the Canadian Proceeding.

6. On January 23, 2008 Donlin, Recano & Company, Inc. was appointed as the Claims Agent in these Chapter 11 Cases (the “Claims Agent”).

7. On January 31, 2008, an Official Committee of Unsecured Creditors (the “Creditors’ Committee”) was appointed, and amended on February 8, 2008.

8. On or about June 18, 2008, the Debtors filed their respective schedules of assets and liabilities (collectively, the “Schedules”).

9. By an order entered on September 30, 2008 (Docket No. 1175) (the “Bar Date Order”), the Court established December 5, 2008 as the general bar date for creditors to file proofs of claim, including, among others, section 503(b)(9) claims (the “Bar Date”). Shortly after the entry of the Bar Date Order, a notice of the Bar Date (the “Bar Date Notice”) was served on all known creditors and potential creditors in accordance with the requirements of the Bar Date Order. Over 110,000 copies of the Bar Date Notice were mailed to such known creditors and potential creditors. Additionally, the Bar Date Notice was published on or about November 3, 2008 in the national editions of *The New York Times* and *The Wall Street Journal*.

10. In response to the mailing and publication of the Bar Date Notice, approximately 10,000 proofs of claim have been filed in these Chapter 11 Cases.

11. On May 18, 2009, the Debtors filed their Third Amended Joint Plan of Reorganization (Docket No. 1662). On July 2, 2009, the Court entered an order confirming the Debtors’ Third Amended Joint Plan of Reorganization, as modified (the “Plan”). See Findings of Fact, Conclusions of Law and Order Confirming Third Amended Joint Plan of Reorganization of Quebecor World (USA) Inc. and Certain Affiliated Debtors and Debtors-In-Possession (Docket No. 1802) (the “Confirmation Order”).

12. The Plan became effective on July 21, 2009 (the “Effective Date”).

13. Pursuant to the Plan, on the Effective Date, a Joint Claims Oversight Committee, as defined and provided for in the Plan, was formed.

14. In connection with the Debtors' emergence from these Chapter 11 Cases, Quebecor World (USA) Inc. changed its name to World Color (USA) Corp. and each of the affiliated Debtors changed its name to adopt the "World Color" name instead of the "Quebecor" or "Quebecor World" name, and, similarly, Quebecor World Inc. changed its name to World Color Press Inc. Further, on July 2, 2010, World Color Press Inc. was acquired by Quad/Graphics, Inc. Nevertheless, pursuant to section 6.4(c) of the Plan, the Reorganized Debtors retained their "Quebecor" names for purposes of these Chapter 11 Cases in all respects.

15. On November 5, 2009, the Court entered an Order Authorizing the (a) Establishment of Claims Allowance, Objection, Claims Resolution and Settlement Procedures and (b) Extension of the 503(b)(9)/Reclamation Claims Objection Deadline (Docket No. 1978) (the "Claims Procedures Order"), which approved certain detailed procedures for the allowance of claims, and for the filing and prosecution of objections to claims filed or scheduled in these Chapter 11 Cases, as more fully set forth in Appendix 1 to the Claims Procedures Order (the "Claims Procedures").

16. On July 13, 2009, the Debtors filed an objection seeking to expunge, reduce, reclassify and/or transfer certain claims, and to allow certain claims, in each case held by Riverside Claims LLC ("the Riverside Objection").

17. On April 15, 2010, the Court entered an Order (Docket No. 3963) approving the Reorganized Debtors' First Omnibus Application Seeking to Allow Permitted Settlements (Resolving Certain Claims Held by Riverside Claims LLC) (Docket No. 3916) (the "First Riverside Application"), which approved the compromise and settlement of certain claims



among the Reorganized Debtors and Riverside Claims LLC) ("Riverside") in respect of certain claims held by Riverside in the Chapter 11 Cases.

18. Although the Reorganized Debtors and Riverside previously reached agreement on all of the claims held by Riverside in these Chapter 11 Cases, the Reorganized Debtors did not move under the First Riverside Application to allow certain of such claims held by Riverside (the "Preference Related Claims") due to the fact that such claims were acquired by Riverside from parties that were then defendants in pending preference and avoidance actions filed by the Litigation Trust (as defined in the Plan), and certain of such claims were not then allowable pursuant to section 502(d) of the Bankruptcy Code.

19. Subsequent to the entry of the Order approving the First Riverside Application, the preference and avoidance actions associated with certain of the Preference Related Claims have been now resolved and dismissed, so as to no longer be subject to the provisions of section 502(d) of the Bankruptcy Code, and the Reorganized Debtors, with the consent of each of the Joint Claims Oversight Committee, on behalf of creditors, and the Litigation Trust, which is currently prosecuting the Debtors' avoidance actions and consistent with applicable case law, have now agreed to allow and pay those Preference Related Claims determined to be valid section 503 claims (such claims, in the aggregate, the "Riverside Claims").<sup>2</sup> Moreover, the Reorganized Debtors and Riverside now wish to move forward with the resolution of the Riverside Claims.

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<sup>2</sup> Certain of the other transferors who transferred claims to Riverside remain defendants in pending preference and avoidance actions filed by the Litigation Trust in these Chapter 11 Cases. Due to those pending avoidance actions, the remaining Preference Related Claims, other than the Riverside Claims, are not being addressed in this Application.

### **Relief Requested**

20. Pursuant to the Claims Procedures, the Reorganized Debtors hereby seek entry of a further order approving the compromise and settlement entered into between the Reorganized Debtors and Riverside in respect of the Riverside Claims filed in these Chapter 11 Cases held by Riverside, all as more specifically set forth on Exhibit B (the "Settlement Exhibit").

### **Basis For Relief**

21. To promote efficient resolution and allowance of claims, the Reorganized Debtors sought and obtained authority, as part of the Claims Procedures, to establish a process for compromising and settling disputed claims (each a "Permitted Settlement"). Specifically, the Claims Procedures provide that Permitted Settlements may address the allowance and/or disallowance of claims and demands and the amount and treatment of any such claims and/or demands.

22. By this Application, the Reorganized Debtors seek authority to implement the settlements reached with Riverside in respect of the Riverside Claims resolving such claims as set forth on the Settlement Exhibit attached hereto. Specifically, the Reorganized Debtors and Riverside have agreed to allow, expunge, reduce, reclassify and/or transfer the Riverside Claims, all as more specifically set forth on said Settlement Exhibit.

23. This Application, and the relief requested herein, is consistent and in accordance with the procedures established by the Claims Procedures for allowing Permitted Settlements.

24. Accordingly, for the foregoing reasons, the Reorganized Debtors request that the Court enter an order approving the Permitted Settlement in respect of the Riverside Claims and resolving such claims in the form and manner set forth on the Settlement Exhibit.

### **Reservation of Rights**

25. At this time, the Reorganized Debtors have not completed their review of the validity of all claims and demands filed against their estates, and, accordingly, reserve their right to object to any and all claims, whether or not they are included in this Application.

26. The Reorganized Debtors also expressly reserve, unless and until the Bankruptcy Court allows this Application, the right to object to any and all of the Riverside Claims, on any and all additional factual or legal grounds. Further, nothing in this Application or the Permitted Settlement shall constitute a waiver of any party's right to object to any and all other claims of Riverside not included on the Settlement Exhibit. Furthermore, nothing in this Application or the Permitted Settlement shall constitute the settlement, compromise or resolution of any preference actions or fraudulent transfer actions pending against Riverside and/or any transferor to Riverside and nothing in this Application or the Permitted Settlement, including without limitation, the allowance of any claims under section 503(b)(9) of the Bankruptcy Code, shall impact the rights, defenses, claims or counterclaims of any parties-in-interest in respect of any pending avoidance actions, and all parties reserve their rights in this regard. Without limiting the generality of the foregoing, the Reorganized Debtors specifically reserve the right to amend this Application, file additional papers in support of this Application or take other appropriate actions, all as more fully set forth in the Claims Procedures.

### **Notice**

27. Pursuant to the Claims Procedures, notice of this Application has been provided to Riverside, and to the parties on the Notice List (as such term is defined in the Case Management Order). The Reorganized Debtors submit that no other or further notice need be provided.

WHEREFORE the Reorganized Debtors respectfully request the Court enter an order, substantially in the form attached hereto as Exhibit A, (i) approving this Application and the Permitted Settlement in respect of the Riverside Claims, and allowing, expunging, reducing, reclassifying and/or transferring the Riverside Claims, all as set forth on Exhibit B attached hereto; and (ii) granting such other and further relief as is just and proper.

Dated: New York, New York  
July 15, 2010

Respectfully submitted,

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

*Counsel for the Reorganized Debtors*

**EXHIBIT A**

**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

**ORDER APPROVING THE REORGANIZED DEBTORS' SEVENTH OMNIBUS  
APPLICATION SEEKING TO ALLOW PERMITTED SETTLEMENTS (RESOLVING  
CERTAIN CLAIMS HELD BY RIVERSIDE CLAIMS LLC)**

This matter coming before the Court on the Reorganized Debtors' Seventh Omnibus Application Seeking to Allow Permitted Settlements (Resolving Certain Claims Held by Riverside Claims LLC) (the "Application")<sup>1</sup>; it appearing that the relief requested in the Application is in the best interests of the Reorganized Debtors' estates, their creditors and other parties in interest; the Court having found that (a) it has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334, (b) this proceeding is a core proceeding pursuant to 28 U.S.C. § 157(b)(2), (c) venue of this proceeding is proper pursuant to 28 U.S.C. §§ 1408 and 1409, and (d) notice of the Application was provided to all necessary and appropriate parties; and the Court having determined that the legal and factual bases set forth in the Application establish grounds for the relief granted herein;

IT IS HEREBY ORDERED THAT:

1. The Application is APPROVED.

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<sup>1</sup> Capitalized terms used but not defined herein shall have the meanings ascribed to them in the Application.

2. The Permitted Settlement in respect of the Riverside Claims is approved, and each of the Riverside Claims is allowed, expunged, reduced, reclassified and/or transferred as set forth on Exhibit B attached hereto.

3. Nothing in this Order, including without limitation, the allowance of any claims under section 503(b)(9) of the Bankruptcy Code, shall impact the rights, defenses, claims or counterclaims of any parties-in-interest in respect of any pending avoidance actions, and all parties reserve their rights in this regard.

4. The Riverside Objection is deemed withdrawn solely as it relates to the Riverside Claims set forth on Exhibit B attached hereto, with any objections set forth in the Riverside Objection not resolved by this Order to remain pending until this Court enters a Order approving, denying or otherwise resolving the Riverside Objection with respect to any such remaining claims held by Riverside and not resolved as set forth on Exhibit B attached hereto or any prior order of this Court.

5. The terms and conditions of this Order shall be immediately effective and enforceable upon its entry.

6. The Reorganized Debtors and their Claims Agent are authorized to take all such actions as are necessary or appropriate to implement the terms of this Order.

7. The Court retains jurisdiction with respect to all matters arising from or related to the implementation of this Order.

Dated: \_\_\_\_\_, 2010

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United States Bankruptcy Judge

**EXHIBIT B**



										Agreed Allowed Amount				
	Creditor	Entity	Claim #	Claim Amount	Class	Agreed Treatment	Priority	Class 3	Class 4	Class 5	Total			
Cavert Wire Company														
RIVERSIDE CLAIMS LLC/CAVERT WIRE COMPANY		Quebecor World (USA) Inc.	1609	106,859	Unsecured	Expunge								
RIVERSIDE CLAIMS LLC/CAVERT WIRE COMPANY		Quebecor World (USA) Inc.	1609	28,747	Priority	Expunge								
RIVERSIDE CLAIMS LLC/CAVERT WIRE COMPANY		Quebecor World (USA) Inc.	1665	28,747	Priority	Expunge								
RIVERSIDE CLAIMS LLC/CAVERT WIRE COMPANY		Quebecor World (USA) Inc.	1665	106,859	Unsecured	Expunge								
RIVERSIDE CLAIMS LLC/CAVERT WIRE COMPANY		Quebecor World (USA) Inc.	1843	28,747	Priority	Expunge								
RIVERSIDE CLAIMS LLC/CAVERT WIRE COMPANY		Quebecor World (USA) Inc.	1843	135,606	Unsecured	Expunge								
RIVERSIDE CLAIMS LLC/CAVERT WIRE COMPANY		Quebecor World (USA) Inc.	1950,01	28,747	Priority	Allow	28,747				28,747			
<b>Total</b>				454,311			28,747				28,747			
Culligan of Dixon (f/k/a Culligan Water Conditioning)														
RIVERSIDE CLAIMS LLC/CULLIGAN OF DIXON		Quebecor World Mt. Morris II LLC	1016	4,928	Unsecured	Expunge								
RIVERSIDE CLAIMS LLC/CULLIGAN OF DIXON		Quebecor World Logistics Inc.	1330	2,731	Unsecured	Allow				2,731				
RIVERSIDE CLAIMS LLC/CULLIGAN OF DIXON		Quebecor World Logistics Inc.	1330	2,196	Priority	Allow	1,308							
RIVERSIDE CLAIMS LLC/CULLIGAN OF DIXON		Quebecor World Logistics Inc.	1346	2,731	Unsecured	Expunge								
RIVERSIDE CLAIMS LLC/CULLIGAN OF DIXON		Quebecor World Logistics Inc.	1346	2,196	Priority	Expunge								
<b>Total</b>				14,783			1,308			2,731	4,039			
Label Source Ltd														
RIVERSIDE CLAIMS LLC/LABEL SOURCE LTD.		Quebecor World Dallas II Inc.	2032,01	17,971	Priority	Allow	17,971				17,971			
<b>Total</b>				17,971			17,971				17,971			
Mail Merry Systems Inc														
RIVERSIDE CLAIMS LLC/MAIL MERRY SYSTEMS, INC.		Quebecor World (USA) Inc.	1327	6,005	Unsecured	Expunge								
RIVERSIDE CLAIMS LLC/MAIL MERRY SYSTEMS, INC.		Quebecor World Petty Printing Inc.	1403	6,005	Priority	Expunge								
RIVERSIDE CLAIMS LLC/MAIL MERRY SYSTEMS, INC.		Quebecor World Petty Printing Inc.	1407	6,005	Priority	Allow	6,005				6,005			
<b>Total</b>				18,015			6,005				6,005			
Pneusource Inc														
RIVERSIDE CLAIMS LLC/PNEUSOURCE, INC.		Quebecor World Rail Inc.	1387	2,367	Unsecured	Expunge								
RIVERSIDE CLAIMS LLC/PNEUSOURCE, INC.		Quebecor World Rail Inc.	1387	2,076	Priority	Expunge								
RIVERSIDE CLAIMS LLC/PNEUSOURCE, INC.		Quebecor World Rail Inc.	1501	2,076	Priority	Allow	2,076				2,367			
RIVERSIDE CLAIMS LLC/PNEUSOURCE, INC.		Quebecor World Rail Inc.	1501	2,367	Unsecured	Allow					2,367			
<b>Total</b>				8,886			2,076			2,367	4,443			
Shoppa's Material														
RIVERSIDE CLAIMS LLC/SHOPPA'S MATERIAL		Quebecor World Dallas, L.P.	1605	13,662	Unsecured	Expunge								
RIVERSIDE CLAIMS LLC/SHOPPA'S MATERIAL		Quebecor World Dallas, L.P.	1605	126	Priority	Expunge								
RIVERSIDE CLAIMS LLC/SHOPPA'S MATERIAL		Quebecor World Dallas, L.P.	1944	126	Priority	Expunge								
RIVERSIDE CLAIMS LLC/SHOPPA'S MATERIAL		Quebecor World Dallas, L.P.	1944	13,662	Unsecured	Allow				13,662				
<b>Total</b>				27,576						13,662	13,662			

<u>Creditor</u>	<u>Entity</u>	<u>Claim #</u>	<u>Claim Amount</u>	<u>Class</u>	<u>Agreed Treatment</u>	<u>Priority</u>	<u>Class 3</u>	<u>Class 4</u>	<u>Class 5</u>	<u>Total</u>
Tri-Dim Filter Corporation										
RIVERSIDE CLAIMS LLC/TRI-DIM FILTER CORPORATION	Quebecor World Atglen Inc.	773	2,894	Unsecured	Expunge					
RIVERSIDE CLAIMS LLC/TRI-DIM FILTER CORP.	Quebecor World Atglen Inc.	1384	2,077	Unsecured	Expunge					
RIVERSIDE CLAIMS LLC/TRI-DIM FILTER CORP.	Quebecor World Atglen Inc.	1384	816	Priority	Expunge					
RIVERSIDE CLAIMS LLC/TRI-DIM FILTER CORP.	Quebecor World Atglen Inc.	2221	2,077	Unsecured	Allow and Reassign Part to Different Debtor	309				425
RIVERSIDE CLAIMS LLC/TRI-DIM FILTER CORP.	Quebecor World Fairfield Inc.	2221	816	Priority	Allow and Reassign Part to Different Debtor	507				-
<b>Total</b>			<b>8,681</b>			<b>816</b>			<b>1,652</b>	<b>2,893</b>
									<b>2,077</b>	<b>2,893</b>