

**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 PURSUANT TO 11 U.S.C. §§ 105(A), 502 AND 503 AND  
FEDERAL RULE OF BANKRUPTCY PROCEDURE 9019 APPROVING A  
SETTLEMENT AGREEMENT AMONG (1) QUEBECOR WORLD (USA)  
INC. AND RELATED ENTITIES; (2) ABITIBIBOWATER INC. AND  
RELATED ENTITIES; (3) EXPORT DEVELOPMENT CANADA; AND (4)  
COMPAGNIE FRANÇAISE D'ASSURANCE POUR LE COMMERCE  
EXTÉRIEUR – CANADA BRANCH**

Upon the application (the “Application”)<sup>1</sup> of the Reorganized Debtors for entry of an Order approving entry into and performance of their obligations under the Settlement Agreement among (i) the Reorganized Debtors and affiliated entities (the “QW Entities”); (ii) AbitibiBowater Inc. and affiliated entities (the “AB Entities”); (iii) Export Development Canada (“EDC”); and (iv) Compagnie française d’assurance pour le commerce extérieur – Canada Branch (“COFACE”); it appearing that the relief requested is in the best interest of the Reorganized Debtors’ estates, their creditors and other parties in interest; it appearing that the Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334; it appearing that this proceeding is a core proceeding pursuant to 28 U.S.C. § 157(b)(2); it appearing that venue of this proceeding and this Application in this District is proper pursuant to 28 U.S.C. §§ 1408 and

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<sup>1</sup> Capitalized terms used but not otherwise defined herein shall have the meanings set forth in the Application.

1409; and notice of this Application and the opportunity for a hearing on this Application was appropriate under the particular circumstances and that no other or further notice need be given; and after due deliberation and sufficient cause appearing therefor, it is hereby ORDERED:

1. The Application is APPROVED as set forth herein.
2. The Reorganized Debtors are authorized to enter into and perform their obligations under the Settlement Agreement.
3. The terms of the Settlement Agreement are hereby authorized and approved, and the Settlement Agreement shall be binding upon all parties thereto and all other parties-in-interest; subject, however, to the approval of the Settlement Agreement, and authorization of the AB Entities' entry into and performance thereunder, by the Bankruptcy Court for the District of Delaware overseeing the AB US Case (the "AB Bankruptcy Court Approval").
4. Subject to receipt of the AB Bankruptcy Court Approval, the Reorganized Debtors are authorized to execute, deliver, implement, and fully perform any and all obligations, instruments, documents and papers, and to take any and all actions reasonably necessary or appropriate, to consummate the Settlement Agreement, and to perform any and all obligations contemplated therein immediately upon entry of this Order.
5. 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.
6. The terms and conditions of this Order shall be immediately effective and enforceable upon its entry.

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

Dated: New York, New York  
November 23, 2010

*s/ James M. Peck*  
Honorable James M. Peck  
United States Bankruptcy Judge