

**Hearing Date and Time: July 19, 2011 at 10:00 a.m.**

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**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

**JOINDER OF THE JOINT CLAIMS OVERSIGHT COMMITTEE TO THE  
REORGANIZED DEBTORS' RESPONSE TO ACTEGA KELSTAR INC.'S  
OBJECTION TO REORGANIZED DEBTORS' ELEVENTH OMNIBUS CLAIMS  
MOTION (SEEKING TO ALLOW CERTAIN ELECTED  
CONVENIENCE CLAIMS)**

The Joint Claims Oversight Committee submits this joinder (“Joinder”) to the Reorganized Debtors’ Response to the Objection of ACTEGA Kelstar, Inc. to Reorganized Debtors’ Eleventh Omnibus Convenience Claims Motions (Seeking to Allow Certain Elected Convenience Claims) (Docket No. 4649) (the “Response”). In support thereof, the Joint Claims Oversight Committee represents as follows:

1. Pursuant to the Plan,<sup>1</sup> the Joint Claims Oversight Committee, among other things, monitors the claim reconciliation and settlement process conducted

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

by the Reorganized Debtors, provides guidance to the Reorganized Debtors and addresses the Court when necessary.

2. On June 17, 2001, the Reorganized Debtors filed the Eleventh Omnibus Convenience Claims Motions (Seeking to Allow Certain Elected Convenience Claims) (Docket No. 4560) (the “Convenience Class Allowance Motion”).

3. On July 11, 2011, ACTEGA filed an objection to the Convenience Class Allowance Motion (Docket No. 4637) (the “ACTEGA Objection”), objecting to ACTEGA’s prior acceptance of the Convenience Class Option.

4. For the reasons set forth in the Response, the Joint Claims Oversight Committee hereby joins and incorporates by reference the Response, and objects to the relief requested in the ACTEGA Objection. The Joint Claims Oversight Committee submits that ACTEGA’s acceptance of the Convenience Class Option is irrevocable and legally binding and allowing ACTEGA to change its election could lead to additional creditors attempting to change their election in order to increase their distributions under the Plan. An election made over two years ago and approved by both the Controller and Chief Financial Officer of ACTEGA should be, as stated in all controlling documents, irrevocable and legally binding on ACTEGA.

5. For all of the foregoing reasons, the Joint Claims Oversight Committee respectfully requests that the Court (i) overrule the ACTEGA Objection and (ii) sustain the Convenience Class Allowance Motion in respect of ACTEGA's claims.

Dated: New York, New York  
July 18, 2011

PAUL, WEISS, RIFKIND, WHARTON &  
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By: /s/ Elizabeth McColm

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