## UNITED STATES BANKRUPTCY COURT SOUTHERN DISTRICT OF NEW YORK

In re

Chapter 11

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

Case No. 08-10152 (JMP) Jointly Administered

Debtors.

## ORDER APPROVING THE REORGANIZED DEBTORS' ELEVENTH OMNIBUS APPLICATION SEEKING TO ALLOW CLAIMS AS FILED BY THE HOLDERS THEREOF

This matter coming before the Court on the Reorganized Debtors' Eleventh Omnibus Application Seeking to Allow Claims as Filed by the Holders Thereof (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.
- 2. Each of the claims identified on <u>Exhibit B</u> attached hereto and incorporated herein by reference is allowed in its entirety in the amount and with the priority set forth on <u>Exhibit B</u>, pursuant to sections 502 and 503 of the Bankruptcy Code.

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

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3. Nothing in this Order or the Application, including, as applicable, 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 terms and conditions of this Order shall be immediately effective and

enforceable upon its entry.

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 Court retains jurisdiction with respect to all matters arising from or related to

the implementation of this Order.

Dated: New York, New York January 24, 2012

s/ James M. Peck

Honorable James M. Peck United States Bankruptcy Judge