

**Presentment Date and Time: September 1, 2016 at 12:00 noon**  
**Objection Deadline: September 1, 2016 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  
Rosa J. Evergreen

*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 (JLG)  
Jointly Administered

Honorable James L. Garrity

**REORGANIZED DEBTORS' THIRTY-FOURTH OMNIBUS APPLICATION  
SEEKING TO ALLOW PERMITTED SETTLEMENTS**

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 Thirty-Fourth Omnibus Application Seeking to Allow Permitted Settlements (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. §§ 157 and 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.
6. On January 23, 2008 Donlin, Recano & Company, Inc. was appointed as the Claims Agent in these Chapter 11 Cases (the "Claims Agent").

---

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

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").

#### **Relief Requested**

16. Pursuant to the Claims Procedures, the Reorganized Debtors hereby seek entry of an order approving the compromise and settlement entered into between the Reorganized Debtors and each of the applicable claimants in respect of the aggregate claims of each such claimant against the Debtors, all as more specifically set forth on Exhibit B.

#### **Basis For Relief**

17. To promote the 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 multiple claims and demands of an individual creditor, and the amount and treatment of any such claims and/or demands of such creditor, by means of an overall settlement of the aggregate claims of such creditor.

18. With respect to the claimants set forth on Exhibit B attached hereto, the Reorganized Debtors have now reached agreement with each claimant (collectively, the “Consensual Resolution Creditors”) regarding the resolution of the aggregate claims and demands against the Debtors held by such claimant.<sup>2</sup> Specifically, the Reorganized Debtors and each Consensual Resolution Creditor have agreed to allow, expunge, reduce, reclassify and/or transfer the claims held by such Consensual Resolution Creditor, in each case as more specifically set forth on Exhibit B attached hereto.

19. By this Application, the Reorganized Debtors seek authority to implement the settlements reached with each of the Consensual Resolution Creditors regarding their respective claims; in each case so as to fully resolve the applicable proofs of claim and demands filed against the Debtors on the terms and conditions as agreed to among the parties.

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

21. Accordingly, for the foregoing reasons, the Reorganized Debtors request that the Court enter an order approving the Permitted Settlements in respect of the claims of the

---

<sup>2</sup> With respect to the proofs of claims filed by Pitman Company (“Pitman”), as set forth on Exhibit B attached hereto (the “Pitman Claims”), Pitman and certain affiliated entities filed bankruptcy in 2010 in the District of Delaware, and on March 2011, confirmed a joint plan of liquidation (the “Liquidation Plan”), with the Pitman Claims being transferred to a Litigation Trust (as defined and provided for under the Liquidation Plan). Accordingly, the Pitman Claims being resolved by this Application are all in accordance with the agreement reached among the Reorganized Debtors and the Litigation Trustee of the Litigation Trust.

Consensual Resolution Creditors, in each case resolving such claims in the form and manner set forth on Exhibit B.

### **Reservation of Rights**

22. 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.

23. The Reorganized Debtors also expressly reserve, unless and until the Bankruptcy Court allows a Permitted Settlement, the right to object to any and all of the claims held by the Consensual Resolution Creditors on any and all additional factual or legal grounds. Furthermore, nothing in this Application or in the applicable Permitted Settlement shall constitute a waiver of any right of the Litigation Trustee (as defined in the Plan) to assert preference actions or fraudulent transfer actions against any claimants, including those claimants set forth on Exhibit B. 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**

24. Pursuant to the Claims Procedures, notice of this Application has been provided to all claimants whose claims are subject to this Application, as identified on Exhibit B attached hereto, 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 Settlements in respect of the claims held by the Consensual Resolution Creditors, in each case resolving such claims on the terms and conditions set forth on Exhibit B and (ii) granting such other and further relief as is just and proper.

Dated: New York, New York  
August 18, 2016

Respectfully submitted,

/s/ Michael J. Canning  
Michael J. Canning  
Rosa J. Evergreen  
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 (JLG)  
Jointly Administered

Honorable James L. Garrity

**ORDER APPROVING THE REORGANIZED DEBTORS' THIRTY-FOURTH  
OMNIBUS APPLICATION SEEKING TO ALLOW PERMITTED SETTLEMENTS**

This matter coming before the Court on the Reorganized Debtors' Thirty-Fourth Omnibus Application Seeking to Allow Permitted Settlements (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. The Permitted Settlements in respect of the aggregate claims of the Consensual Resolution Creditors are approved, and each of the claims held by the applicable Consensual

---

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

Resolution Creditors is allowed, expunged, reduced, reclassified and/or transferred, as set forth on Exhibit B incorporated herein by reference.

4. The Reorganized Debtors and each of the Consensual Resolution Creditors are authorized and directed to fully perform any and all of their respective obligations under the applicable Permitted Settlements, to take any and all actions reasonably necessary or appropriate to consummate the Permitted Settlements, and to perform any and all obligations contemplated therein immediately upon entry of this Order.

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: \_\_\_\_\_, 2016

---

United States Bankruptcy Judge

**EXHIBIT B**

Quebecor World (USA) Inc., et al.  
Case No. 08-10152  
Reorganized Debtors' Thirty-Fourth Omnibus Application  
Seeking to Allow Permitted Settlements  
Exhibit B

NAME/ADDRESS OF CLAIMANT	CLAIM NUMBER	ASSERTED CLASSIFICATION	DEBTOR AGAINST WHICH CLAIM IS ASSERTED	ASSERTED CLAIM AMOUNT	ASSERTED CLASSIFICATION	AGREED TREATMENT OF CLAIM	AGREED ALLOWED AMOUNT OF CLAIM
Cred. # 659 CIRCLE J ENTERPRISES ATTENTION: PHIL COMBS 6601 DIXIE HIGHWAY FLORENCE, KY 41042	5233	ADMINISTRATIVE	QUEBECOR WORLD JOHNSON & HARDIN CO.	\$12,615.00	N/A	EXPUNGE	\$0.00
CIRCLE J ENTERPRISES ATTN: JOHN L. FULWELLER, OWNER PO BOX 1222 FLORENCE, KY 41402	5232	UNSECURED	QUEBECOR WORLD JOHNSON & HARDIN CO.	\$17,640.00	UNSECURED	CLASS 3 CLAIM	\$17,640.00
Cred. # 587 CROSS COUNTRY MACHINE REPAIR 1810 CROSS COUNTRY ROAD NEWBERN, TN 38059	3185	UNSECURED	QUEBECOR WORLD (USA) INC.	\$34,843.50	UNSECURED	CLASS 3 CLAIM	\$34,843.50
Cred. # 3475 HOT BROKERS INC PO BOX 6075 EFFINGHAM, IL 62401	147	UNSECURED	QUEBECOR WORLD PETTY PRINTING INC.	\$5,918.53	UNSECURED	CONVENIENCE CLAIM	\$2,500.00
Cred. # 5389 MONITORING TECHNOLOGY CORP ATTN: MOLLY HALE, CONTROLLER 12500 FAIR LAKES CIR STE 140 FAIRFAX, VA 22033	369	UNSECURED	QUEBECOR WORLD (USA) INC.	\$16,761.29	UNSECURED	CLASS 3 CLAIM	\$16,761.29
Cred. # 7308 PITMAN COMPANY ATTN: MICHELE ABOOD, CREDIT MGR. 721 UNION BLVD. TOTOWA, NJ 07512	7242	ADMINISTRATIVE	QUEBECOR WORLD ATGLEN INC.	\$708.00	N/A	EXPUNGE	\$0.00
Cred. # 7308 PITMAN COMPANY ATTN: MICHELE ABOOD, CREDIT MGR. 721 UNION BLVD. TOTOWA, NJ 07512	7241	ADMINISTRATIVE	QW NEW YORK CORP.	\$2,081.43	N/A	EXPUNGE	\$0.00

Quebecor World (USA) Inc., et al.  
 Case No. 08-10152  
 Reorganized Debtors' Thirty-Fourth Omnibus Application  
 Seeking to Allow Permitted Settlements  
 Exhibit B

NAME/ADDRESS OF CLAIMANT	CLAIM NUMBER	ASSERTED CLASSIFICATION	DEBTOR AGAINST WHICH CLAIM IS ASSERTED	ASSERTED CLAIM AMOUNT	AGREED CLASSIFICATION	AGREED TREATMENT OF CLAIM	AGREED ALLOWED AMOUNT OF CLAIM
Cred. # 7308 PITMAN COMPANY ATTN: MICHELE ABOOD, CREDIT MGR. 721 UNION BLVD. TOTOWA, NJ 07512	7244	ADMINISTRATIVE	QUEBECOR WORLD MEMPHIS CORP.	\$5,337.42	N/A	EXPUNGE	\$0.00
Cred. # 7308 PITMAN COMPANY ATTN: MICHELE ABOOD, CREDIT MGR. 721 UNION BLVD. TOTOWA, NJ 07512	7257	ADMINISTRATIVE	QUEBECOR WORLD PENDELL INC.	\$3,072.68	N/A	EXPUNGE	\$0.00
Cred. # 7308 PITMAN COMPANY ATTN: MICHELE ABOOD, CREDIT MGR. 721 UNION BLVD. TOTOWA, NJ 07512	7243	ADMINISTRATIVE	QUEBECOR WORLD MEMPHIS LLC	\$10,201.52	N/A	EXPUNGE	\$0.00
Cred. # 7308 PITMAN COMPANY ATTN: MICHELE ABOOD, CREDIT MGR. 721 UNION BLVD. TOTOWA, NJ 07512	7240	ADMINISTRATIVE	QUEBECOR WORLD TACONIC HOLDINGS INC.	\$1,794.42	N/A	EXPUNGE	\$0.00
Cred. # 7308 PITMAN COMPANY ATTN: MICHELE ABOOD, CREDIT MGR. 721 UNION BLVD. TOTOWA, NJ 07512	7239	ADMINISTRATIVE	QUEBECOR WORLD RETAIL PRINTING CORP.	\$52.92	N/A	EXPUNGE	\$0.00
Cred. # 7308 PITMAN COMPANY ATTN: MICHELE ABOOD, CREDIT MGR. 721 UNION BLVD. TOTOWA, NJ 07512	7238	ADMINISTRATIVE	QUEBECOR WORLD EUSEY PRESS INC.	\$3,606.77	N/A	EXPUNGE	\$0.00
Cred. # 7308 PITMAN COMPANY ATTN: MICHELE ABOOD, CREDIT MGR. 721 UNION BLVD. TOTOWA, NJ 07512	7204	ADMINISTRATIVE	QUEBECOR WORLD KRI INC.	\$3,151.68	N/A	EXPUNGE	\$0.00
Cred. # 7308 PITMAN COMPANY ATTN: MICHELE ABOOD, CREDIT MGR. 721 UNION BLVD. TOTOWA, NJ 07512	7203	ADMINISTRATIVE	QW MEMPHIS CORP.	\$2,566.43	N/A	EXPUNGE	\$0.00
Cred. # 7308 PITMAN COMPANY ATTN: MICHELE ABOOD, CREDIT MGR. 721 UNION BLVD. TOTOWA, NJ 07512	7202	ADMINISTRATIVE	QW MEMPHIS CORP.	\$1,011.05	N/A	EXPUNGE	\$0.00

Quebecor World (USA) Inc., et al.  
Case No. 08-10152  
Reorganized Debtors' Thirty-Fourth Omnibus Application  
Seeking to Allow Permitted Settlements  
Exhibit B

NAME/ADDRESS OF CLAIMANT	CLAIM NUMBER	ASSERTED CLASSIFICATION	DEBTOR AGAINST WHICH CLAIM IS ASSERTED	ASSERTED CLAIM AMOUNT	AGREED CLASSIFICATION	AGREED TREATMENT OF CLAIM	AGREED ALLOWED AMOUNT OF CLAIM
Cred. # 5431 PITMAN COMPANY ATTN: MICHELE ABOOD, CORP. CRED. MGR 721 UNION BLVD. TOTOWA, NJ 07512-2207	4207	UNSECURED	QUEBECOR WORLD (USA) INC.	\$546.22	N/A	EXPUNGE	\$0.00
Cred. # 7309 PITMAN COMPANY ATTN: MICHELE ABOOD, CORP. CREDIT MGR 721 UNION BOULEVARD TOTOWA, NJ 07512	4206	UNSECURED	QUEBECOR WORLD (USA) INC.	\$109,635.91	N/A	EXPUNGE	\$0.00
Cred. # 7308 PITMAN COMPANY ATTN: MICHELE ABOOD, CREDIT MGR. 721 UNION BLVD. TOTOWA, NJ 07512	4205	UNSECURED	QUEBECOR WORLD PETTY PRINTING INC.	\$18,533.27	N/A	EXPUNGE	\$0.00
Cred. # 5431 PITMAN COMPANY ATTN: MICHELE ABOOD, CORP. CRED. MGR 721 UNION BLVD. TOTOWA, NJ 07512-2207	4204	UNSECURED	QUEBECOR WORLD (USA) INC.	\$2,416.62	N/A	EXPUNGE	\$0.00
Cred. # 5431 PITMAN COMPANY ATTN: MICHELE ABOOD, CORP. CRED. MGR 721 UNION BLVD. TOTOWA, NJ 07512-2207	4203	UNSECURED	QUEBECOR WORLD (USA) INC.	\$6,517.25	N/A	EXPUNGE	\$0.00
Cred. # 7308 PITMAN COMPANY ATTN: MICHELE ABOOD, CREDIT MGR. 721 UNION BLVD. TOTOWA, NJ 07512	7248	ADMINISTRATIVE	QUEBECOR WORLD MAGNA GRAPHIC INC.	\$9,473.68	N/A	EXPUNGE	\$0.00
Cred. # 7308 PITMAN COMPANY ATTN: MICHELE ABOOD, CREDIT MGR. 721 UNION BLVD. TOTOWA, NJ 07512	7249	ADMINISTRATIVE	QUEBECOR WORLD BOOK SERVICES LLC	\$3,392.84	N/A	EXPUNGE	\$0.00
Cred. # 7308 PITMAN COMPANY ATTN: MICHELE ABOOD, CREDIT MGR. 721 UNION BLVD. TOTOWA, NJ 07512	7250	ADMINISTRATIVE	QUEBECOR WORLD ATGLEN INC.	\$17,800.02	N/A	EXPUNGE	\$0.00
Cred. # 7308 PITMAN COMPANY ATTN: MICHELE ABOOD, CREDIT MGR. 721 UNION BLVD. TOTOWA, NJ 07512	7251	ADMINISTRATIVE	QUEBECOR WORLD GREAT WESTERN PUBLISHING INC.	\$3,110.53	N/A	EXPUNGE	\$0.00

Quebecor World (USA) Inc., et al.  
Case No. 08-10152  
Reorganized Debtors' Thirty-Fourth Omnibus Application  
Seeking to Allow Permitted Settlements  
Exhibit B

NAME/ADDRESS OF CLAIMANT	CLAIM NUMBER	ASSERTED CLASSIFICATION	DEBTOR AGAINST WHICH CLAIM IS ASSERTED	ASSERTED CLAIM AMOUNT	ASSERTED CLASSIFICATION	AGREED TREATMENT OF CLAIM	AGREED ALLOWED AMOUNT OF CLAIM
Cred. # 7308 PITMAN COMPANY ATTN: MICHELE ABOOD, CREDIT MGR. 721 UNION BLVD. TOTOWA, NJ 07512	7252	ADMINISTRATIVE	QUEBECOR WORLD (USA) INC.	\$59,336.90	N/A	EXPUNGE	\$0.00
Cred. # 7308 PITMAN COMPANY ATTN: MICHELE ABOOD, CREDIT MGR. 721 UNION BLVD. TOTOWA, NJ 07512	7253	ADMINISTRATIVE	QUEBECOR WORLD LOVELAND INC.	\$388.15	N/A	EXPUNGE	\$0.00
Cred. # 7308 PITMAN COMPANY ATTN: MICHELE ABOOD, CREDIT MGR. 721 UNION BLVD. TOTOWA, NJ 07512	7254	ADMINISTRATIVE	QUEBECOR WORLD (USA) INC.	\$785.54	N/A	EXPUNGE	\$0.00
Cred. # 7308 PITMAN COMPANY ATTN: MICHELE ABOOD, CREDIT MGR. 721 UNION BLVD. TOTOWA, NJ 07512	7255	ADMINISTRATIVE	OW MEMPHIS CORP.	\$7,568.91	N/A	EXPUNGE	\$0.00
Cred. # 7308 PITMAN COMPANY ATTN: MICHELE ABOOD, CREDIT MGR. 721 UNION BLVD. TOTOWA, NJ 07512	8100	ADMINISTRATIVE	QUEBECOR WORLD (USA) INC.	\$639.43	N/A	EXPUNGE	\$0.00
Cred. # 7308 PITMAN COMPANY ATTN: MICHELE ABOOD, CREDIT MGR. 721 UNION BLVD. TOTOWA, NJ 07512	8101	ADMINISTRATIVE	QUEBECOR WORLD (USA) INC.	\$2,611.72	N/A	EXPUNGE	\$0.00
Cred. # 7308 PITMAN COMPANY ATTN: MICHELE ABOOD, CREDIT MGR. 721 UNION BLVD. TOTOWA, NJ 07512	8102	ADMINISTRATIVE	QUEBECOR WORLD JOHNSON & HARDIN CO.	\$2,823.72	N/A	EXPUNGE	\$0.00
Cred. # 7308 PITMAN COMPANY ATTN: MICHELE ABOOD, CREDIT MGR. 721 UNION BLVD. TOTOWA, NJ 07512	8103	ADMINISTRATIVE	QUEBECOR WORLD OLIVE BRANCH INC.	\$492.32	N/A	EXPUNGE	\$0.00
Cred. # 7308 PITMAN COMPANY ATTN: MICHELE ABOOD, CREDIT MGR. 721 UNION BLVD. TOTOWA, NJ 07512	8104	ADMINISTRATIVE	QUEBECOR WORLD ATGLEN INC.	\$17,800.02	N/A	EXPUNGE	\$0.00

Quebecor World (USA) Inc., et al.  
Case No. 08-10152  
Reorganized Debtors' Thirty-Fourth Omnibus Application  
Seeking to Allow Permitted Settlements  
Exhibit B

NAME/ADDRESS OF CLAIMANT	CLAIM NUMBER	ASSERTED CLASSIFICATION	DEBTOR AGAINST WHICH CLAIM IS ASSERTED	ASSERTED CLAIM AMOUNT	ASSERTED CLASSIFICATION	AGREED TREATMENT OF CLAIM	AGREED ALLOWED AMOUNT OF CLAIM
Cred. # 7308 PITMAN COMPANY ATTN: MICHELE ABOOD, CREDIT MGR. 721 UNION BLVD. TOTOWA, NJ 07512	8105	ADMINISTRATIVE	OW MEMPHIS CORP.	\$7,568.91	N/A	EXPUNGE	\$0.00
Cred. # 7308 PITMAN COMPANY ATTN: MICHELE ABOOD, CREDIT MGR. 721 UNION BLVD. TOTOWA, NJ 07512	8106	ADMINISTRATIVE	QUEBECOR WORLD (USA) INC.	\$4,813.77	N/A	EXPUNGE	\$0.00
Cred. # 7308 PITMAN COMPANY ATTN: MICHELE ABOOD, CREDIT MGR. 721 UNION BLVD. TOTOWA, NJ 07512	8107	ADMINISTRATIVE	QUEBECOR WORLD (USA) INC.	\$7,300.79	N/A	EXPUNGE	\$0.00
Cred. # 7308 PITMAN COMPANY ATTN: MICHELE ABOOD, CREDIT MGR. 721 UNION BLVD. TOTOWA, NJ 07512	8108	ADMINISTRATIVE	QUEBECOR WORLD (USA) INC.	\$3,039.25	N/A	EXPUNGE	\$0.00
Cred. # 7308 PITMAN COMPANY ATTN: MICHELE ABOOD, CREDIT MGR. 721 UNION BLVD. TOTOWA, NJ 07512	8109	ADMINISTRATIVE	OW NEW YORK CORP.	\$2,081.43	N/A	EXPUNGE	\$0.00
Cred. # 5431 PITMAN COMPANY ATTN: MICHELE ABOOD, CORP. CREDIT MGR. 721 UNION BLVD. TOTOWA, NJ 07512-2207	60031	ADMINISTRATIVE	QUEBECOR WORLD (USA) INC.	\$195,156.58	N/A	EXPUNGE	\$0.00
Cred. # 7308 PITMAN COMPANY ATTN: MICHELE ABOOD, CREDIT MGR. 721 UNION BLVD. TOTOWA, NJ 07512	3755	UNSECURED	QUEBECOR WORLD NEVADA INC.	\$5,206.75	N/A	EXPUNGE	\$0.00
Cred. # 7308 PITMAN COMPANY ATTN: MICHELE ABOOD, CREDIT MGR. 721 UNION BLVD. TOTOWA, NJ 07512	3752	UNSECURED	QUEBECOR WORLD INFINITI GRAPHICS INC.	\$51.31	N/A	EXPUNGE	\$0.00
Cred. # 7308 PITMAN COMPANY ATTN: MICHELE ABOOD, CREDIT MGR. 721 UNION BLVD. TOTOWA, NJ 07512	3754	UNSECURED	QUEBECOR WORLD PENDELL INC.	\$8,099.40	N/A	EXPUNGE	\$0.00

Quebecor World (USA) Inc., et al.  
Case No. 08-10152  
Reorganized Debtors' Thirty-Fourth Omnibus Application  
Seeking to Allow Permitted Settlements  
Exhibit B

NAME/ADDRESS OF CLAIMANT	CLAIM NUMBER	ASSERTED CLASSIFICATION	DEBTOR AGAINST WHICH CLAIM IS ASSERTED	ASSERTED CLAIM AMOUNT	AGREED CLASSIFICATION	AGREED TREATMENT OF CLAIM	AGREED ALLOWED AMOUNT OF CLAIM
Cred. # 7308 PITMAN COMPANY ATTN: MICHELE ABOOD, CREDIT MGR. 721 UNION BLVD. TOTOWA, NJ 07512	3753	UNSECURED	QUEBECOR WORLD FAIRFIELD INC.	\$6,368.29	N/A	EXPUNGE	\$0.00
Cred. # 7308 PITMAN COMPANY ATTN: MICHELE ABOOD, CREDIT MGR. 721 UNION BLVD. TOTOWA, NJ 07512	3756	UNSECURED	QUEBECOR WORLD TACONIC HOLDINGS INC.	\$2,740.42	N/A	EXPUNGE	\$0.00
Cred. # 10003 PITMAN COMPANY ATTN: MICHELE ABOOD, CORP. CREDIT MGR 721 UNION BLVD TOTOWA, NJ 07512	3757	UNSECURED	QW MEMPHIS CORP.	\$17,838.69	N/A	EXPUNGE	\$0.00
Cred. # 7308 PITMAN COMPANY ATTN: MICHELE ABOOD, CREDIT MGR. 721 UNION BLVD. TOTOWA, NJ 07512	3758	UNSECURED	QW MEMPHIS CORP.	\$1,354.31	N/A	EXPUNGE	\$0.00
Cred. # 7308 PITMAN COMPANY ATTN: MICHELE ABOOD, CREDIT MGR. 721 UNION BLVD. TOTOWA, NJ 07512	3759	UNSECURED	QW MEMPHIS CORP.	\$3,274.16	N/A	EXPUNGE	\$0.00
Cred. # 7308 PITMAN COMPANY ATTN: MICHELE ABOOD, CREDIT MGR. 721 UNION BLVD. TOTOWA, NJ 07512	3760	UNSECURED	QW MEMPHIS CORP.	\$15,174.43	N/A	EXPUNGE	\$0.00
Cred. # 7308 PITMAN COMPANY ATTN: MICHELE ABOOD, CREDIT MGR. 721 UNION BLVD. TOTOWA, NJ 07512	3761	UNSECURED	QUEBECOR WORLD LOVELAND INC.	\$949.57	N/A	EXPUNGE	\$0.00
Cred. # 7308 PITMAN COMPANY ATTN: MICHELE ABOOD, CREDIT MGR. 721 UNION BLVD. TOTOWA, NJ 07512	3763	UNSECURED	QUEBECOR WORLD JOHNSON & HARDIN CO.	\$11,541.59	N/A	EXPUNGE	\$0.00
Cred. # 7308 PITMAN COMPANY ATTN: MICHELE ABOOD, CREDIT MGR. 721 UNION BLVD. TOTOWA, NJ 07512	3764	UNSECURED	QUEBECOR WORLD KRI INC.	\$1,381.32	N/A	EXPUNGE	\$0.00

Quebecor World (USA) Inc., et al.  
 Case No. 08-10152  
 Reorganized Debtors' Thirty-Fourth Omnibus Application  
 Seeking to Allow Permitted Settlements  
 Exhibit B

NAME/ADDRESS OF CLAIMANT	CLAIM NUMBER	ASSERTED CLASSIFICATION	DEBTOR AGAINST WHICH CLAIM IS ASSERTED	ASSERTED CLAIM AMOUNT	AGREED CLASSIFICATION	AGREED TREATMENT OF CLAIM	AGREED ALLOWED AMOUNT OF CLAIM
Cred. # 7308 PITMAN COMPANY ATTN: MICHELE ABOOD, CREDIT MGR. 721 UNION BLVD. TOTOWA, NJ 07512	3765	UNSECURED	QUEBECOR WORLD MID-SOUTH PRESS CORPORATION	\$1,383.71	N/A	EXPUNGE	\$0.00
Cred. # 7309 PITMAN COMPANY ATTN: MICHELE ABOOD, CORP. CREDIT MGR 721 UNION BOULEVARD TOTOWA, NJ 07512	3766	UNSECURED	QUEBECOR WORLD PETTY PRINTING INC.	\$10,427.91	N/A	EXPUNGE	\$0.00
Cred. # 7308 PITMAN COMPANY ATTN: MICHELE ABOOD, CREDIT MGR. 721 UNION BLVD. TOTOWA, NJ 07512	3767	UNSECURED	QUEBECOR WORLD EUSEY PRESS INC.	\$9,205.59	N/A	EXPUNGE	\$0.00
Cred. # 7308 PITMAN COMPANY ATTN: MICHELE ABOOD, CREDIT MGR. 721 UNION BLVD. TOTOWA, NJ 07512	3768	UNSECURED	QUEBECOR WORLD MAGNA GRAPHIC INC.	\$18,827.82	N/A	EXPUNGE	\$0.00
Cred. # 7308 PITMAN COMPANY ATTN: MICHELE ABOOD, CREDIT MGR. 721 UNION BLVD. TOTOWA, NJ 07512	3769	UNSECURED	QUEBECOR WORLD ATGLEN INC.	\$28,030.97	N/A	EXPUNGE	\$0.00
Cred. # 7308 PITMAN COMPANY ATTN: MICHELE ABOOD, CREDIT MGR. 721 UNION BLVD. TOTOWA, NJ 07512	3770	UNSECURED	QW NEW YORK CORP.	\$8,728.67	N/A	EXPUNGE	\$0.00
Cred. # 7308 PITMAN COMPANY ATTN: MICHELE ABOOD, CREDIT MGR. 721 UNION BLVD. TOTOWA, NJ 07512	3771	UNSECURED	QUEBECOR WORLD OLIVE BRANCH INC.	\$887.14	N/A	EXPUNGE	\$0.00
Cred. # 7308 PITMAN COMPANY ATTN: MICHELE ABOOD, CREDIT MGR. 721 UNION BLVD. TOTOWA, NJ 07512	3772	UNSECURED	QUEBECOR WORLD MEMPHIS LLC	\$23,095.92	N/A	EXPUNGE	\$0.00
Cred. # 7308 PITMAN COMPANY ATTN: MICHELE ABOOD, CREDIT MGR. 721 UNION BLVD. TOTOWA, NJ 07512	3773	UNSECURED	QUEBECOR WORLD RETAIL PRINTING CORP.	\$2,912.21	N/A	EXPUNGE	\$0.00

Quebecor World (USA) Inc., et al.  
Case No. 08-10152  
Reorganized Debtors' Thirty-Fourth Omnibus Application  
Seeking to Allow Permitted Settlements  
Exhibit B

NAME/ADDRESS OF CLAIMANT	CLAIM NUMBER	ASSERTED CLASSIFICATION	DEBTOR AGAINST WHICH CLAIM IS ASSERTED	ASSERTED CLAIM AMOUNT	AGREED CLASSIFICATION	AGREED TREATMENT OF CLAIM	AGREED ALLOWED AMOUNT OF CLAIM
Cred. # 7308 PITMAN COMPANY ATTN: MICHELE ABOOD, CREDIT MGR. 721 UNION BLVD. TOTOWA, NJ 07512	3774	UNSECURED	QUEBECOR WORLD (USA) INC.	\$14,265.38	N/A	EXPUNGE	\$0.00
Cred. # 7308 PITMAN COMPANY ATTN: MICHELE ABOOD, CREDIT MGR. 721 UNION BLVD. TOTOWA, NJ 07512	3775	UNSECURED	QUEBECOR WORLD WAUKEE INC.	\$4,518.43	N/A	EXPUNGE	\$0.00
Cred. # 7308 PITMAN COMPANY ATTN: MICHELE ABOOD, CREDIT MGR. 721 UNION BLVD. TOTOWA, NJ 07512	3776	UNSECURED	QUEBECOR WORLD BOOK SERVICES LLC	\$12,572.26	N/A	EXPUNGE	\$0.00
Cred. # 7309 PITMAN COMPANY ATTN: MICHELE ABOOD, CORP. CREDIT MGR 721 UNION BOULEVARD TOTOWA, NJ 07512	3777	UNSECURED	QUEBECOR WORLD KRI INC.	\$10,983.93	N/A	EXPUNGE	\$0.00
Cred. # 7309 PITMAN COMPANY ATTN: MICHELE ABOOD, CORP. CREDIT MGR 721 UNION BOULEVARD TOTOWA, NJ 07512	3762	UNSECURED	QUEBECOR WORLD GREAT WESTERN PUBLISHING INC.	\$9,424.61	N/A	EXPUNGE	\$0.00
Cred. # 5431 PITMAN COMPANY ATTN: MICHELE ABOOD, CORP. CREDIT MGR 721 UNION BLVD. TOTOWA, NJ 07512-2207	4199	UNSECURED	QUEBECOR WORLD (USA) INC.	\$5,277.07	N/A	EXPUNGE	\$0.00
Cred. # 5431 PITMAN COMPANY ATTN: MICHELE ABOOD, CORP. CREDIT MGR 721 UNION BLVD. TOTOWA, NJ 07512-2207	4200	UNSECURED	QUEBECOR WORLD (USA) INC.	\$4,246.50	N/A	EXPUNGE	\$0.00
Cred. # 5431 PITMAN COMPANY ATTN: MICHELE ABOOD, CORP. CREDIT MGR 721 UNION BLVD. TOTOWA, NJ 07512-2207	4201	UNSECURED	QUEBECOR WORLD (USA) INC.	\$2,169.75	N/A	EXPUNGE	\$0.00
Cred. # 29169 PITMAN COMPANY ATTN: M. ABOOD, CREDIT MGR 721 UNION BLVD TOTOWA, NJ 07521	4202	UNSECURED	QUEBECOR WORLD (USA) INC.	\$3,440.48	N/A	EXPUNGE	\$0.00

Quebecor World (USA) Inc., et al.  
Case No. 08-10152  
Reorganized Debtors' Thirty-Fourth Omnibus Application  
Seeking to Allow Permitted Settlements  
Exhibit B

NAME/ADDRESS OF CLAIMANT	CLAIM NUMBER	ASSERTED CLASSIFICATION	DEBTOR AGAINST WHICH CLAIM IS ASSERTED	ASSERTED CLAIM AMOUNT	AGREED CLASSIFICATION	AGREED TREATMENT OF CLAIM	AGREED ALLOWED AMOUNT OF CLAIM
Cred. # 7308 PITMAN COMPANY ATTN: MICHELE ABOOD, CREDIT MGR. 721 UNION BLVD. TOTOWA, NJ 07512	8110	ADMINISTRATIVE	QUEBECOR WORLD (USA) INC.	\$59,336.90	N/A	EXPUNGE	\$0.00
Cred. # 7308 PITMAN COMPANY ATTN: MICHELE ABOOD, CREDIT MGR. 721 UNION BLVD. TOTOWA, NJ 07512	8111	ADMINISTRATIVE	QUEBECOR WORLD GREAT WESTERN PUBLISHING INC.	\$3,110.53	N/A	EXPUNGE	\$0.00
Cred. # 7308 PITMAN COMPANY ATTN: MICHELE ABOOD, CREDIT MGR. 721 UNION BLVD. TOTOWA, NJ 07512	8112	ADMINISTRATIVE	QUEBECOR WORLD (USA) INC.	\$785.54	N/A	EXPUNGE	\$0.00
Cred. # 7308 PITMAN COMPANY ATTN: MICHELE ABOOD, CREDIT MGR. 721 UNION BLVD. TOTOWA, NJ 07512	8113	ADMINISTRATIVE	QUEBECOR WORLD LOVELAND INC.	\$388.15	N/A	EXPUNGE	\$0.00
Cred. # 7308 PITMAN COMPANY ATTN: MICHELE ABOOD, CREDIT MGR. 721 UNION BLVD. TOTOWA, NJ 07512	8114	ADMINISTRATIVE	QUEBECOR WORLD (USA) INC.	\$7,300.79	N/A	EXPUNGE	\$0.00
Cred. # 7308 PITMAN COMPANY ATTN: MICHELE ABOOD, CREDIT MGR. 721 UNION BLVD. TOTOWA, NJ 07512	8115	ADMINISTRATIVE	QUEBECOR WORLD KRI INC.	\$3,054.72	N/A	EXPUNGE	\$0.00
Cred. # 7308 PITMAN COMPANY ATTN: MICHELE ABOOD, CREDIT MGR. 721 UNION BLVD. TOTOWA, NJ 07512	8116	ADMINISTRATIVE	QUEBECOR WORLD BOOK SERVICES LLC	\$3,392.84	N/A	EXPUNGE	\$0.00
Cred. # 7308 PITMAN COMPANY ATTN: MICHELE ABOOD, CREDIT MGR. 721 UNION BLVD. TOTOWA, NJ 07512	8117	ADMINISTRATIVE	QUEBECOR WORLD (USA) INC.	\$3,039.25	N/A	EXPUNGE	\$0.00
Cred. # 7308 PITMAN COMPANY ATTN: MICHELE ABOOD, CREDIT MGR. 721 UNION BLVD. TOTOWA, NJ 07512	8118	ADMINISTRATIVE	QUEBECOR WORLD MEMPHIS LLC	\$10,201.52	N/A	EXPUNGE	\$0.00

Quebecor World (USA) Inc., et al.  
 Case No. 08-10152  
 Reorganized Debtors' Thirty-Fourth Omnibus Application  
 Seeking to Allow Permitted Settlements  
 Exhibit B

NAME/ADDRESS OF CLAIMANT	CLAIM NUMBER	ASSERTED CLASSIFICATION	DEBTOR AGAINST WHICH CLAIM IS ASSERTED	ASSERTED CLAIM AMOUNT	ASSERTED CLASSIFICATION	AGREED TREATMENT OF CLAIM	AGREED ALLOWED AMOUNT OF CLAIM
Cred. # 7308 PITMAN COMPANY ATTN: MICHELE ABOOD, CREDIT MGR. 721 UNION BLVD. TOTOWA, NJ 07512	8119	ADMINISTRATIVE	QUEBECOR WORLD PENDELL INC.	\$3,072.68	N/A	EXPUNGE	\$0.00
Cred. # 7308 PITMAN COMPANY ATTN: MICHELE ABOOD, CREDIT MGR. 721 UNION BLVD. TOTOWA, NJ 07512	8120	ADMINISTRATIVE	QW MEMPHIS CORP.	\$5,337.42	N/A	EXPUNGE	\$0.00
Cred. # 7308 PITMAN COMPANY ATTN: MICHELE ABOOD, CREDIT MGR. 721 UNION BLVD. TOTOWA, NJ 07512	8121	ADMINISTRATIVE	QUEBECOR WORLD MAGNA GRAPHIC INC.	\$9,473.68	N/A	EXPUNGE	\$0.00
Cred. # 7308 PITMAN COMPANY ATTN: MICHELE ABOOD, CREDIT MGR. 721 UNION BLVD. TOTOWA, NJ 07512	8122	ADMINISTRATIVE	QUEBECOR WORLD KRI INC.	\$3,054.72	N/A	EXPUNGE	\$0.00
Cred. # 7308 PITMAN COMPANY ATTN: MICHELE ABOOD, CREDIT MGR. 721 UNION BLVD. TOTOWA, NJ 07512	8912	ADMINISTRATIVE	QUEBECOR WORLD OLIVE BRANCH INC.	\$492.32	N/A	EXPUNGE	\$0.00
Cred. # 75251 PITMAN COMPANY C/O GLASS RATNER ADVISORY & CAPITAL GROUP LLC RONALD L. GLASS AS LITIGATION TRUSTEE 3445 PEACHTREE ROAD, SUITE 1225 ATLANTA, GA 30326	70111	UNSECURED	QUEBECOR PRINTING HOLDING COMPANY	\$85,540.75	UNSECURED	CLASS 4 CLAIM	\$85,540.75
Cred. # 75251 PITMAN COMPANY C/O GLASS RATNER ADVISORY & CAPITAL GROUP LLC RONALD L. GLASS AS LITIGATION TRUSTEE 3445 PEACHTREE ROAD, SUITE 1225 ATLANTA, GA 30326	70109	ADMINISTRATIVE	QUEBECOR PRINTING HOLDING COMPANY	\$129,717.53	ADMINISTRATIVE	ADMINISTRATIVE CLAIM	\$129,717.53
Cred. # 75251 PITMAN COMPANY C/O GLASS RATNER ADVISORY & CAPITAL GROUP LLC RONALD L. GLASS AS LITIGATION TRUSTEE 3445 PEACHTREE ROAD, SUITE 1225 ATLANTA, GA 30326	70110	UNSECURED	QUEBECOR PRINTING HOLDING COMPANY	\$134,772.76	UNSECURED	CLASS 3 CLAIM	\$134,772.76

Quebecor World (USA) Inc., et al.  
Case No. 08-10152  
Reorganized Debtors' Thirty-Fourth Omnibus Application  
Seeking to Allow Permitted Settlements  
Exhibit B

NAME/ADDRESS OF CLAIMANT	CLAIM NUMBER	ASSERTED CLASSIFICATION	DEBTOR AGAINST WHICH CLAIM IS ASSERTED	ASSERTED CLAIM AMOUNT	ASSERTED CLASSIFICATION	AGREED TREATMENT OF CLAIM	AGREED ALLOWED AMOUNT OF CLAIM
Cred. # 69864 RIVERSIDE CLAIMS LLC/ MCDANCO TRANSPORTATION TRANSFEROR: MCDANCO TRANSPORTATION P.O. BOX 626 PLANETARIUM STATION NEW YORK, NY 10024	2139	UNSECURED	QUEBECOR WORLD LOGISTICS INC.	\$1,680.00	UNSECURED	CONVENIENCE CLASS	\$340.00
Cred. # 33082 RIVERSIDE CLAIMS LLC/ MCDANCO TRANSPORTATION, AS ASSIGNEE OF: MCDANCO TRANSPORTATION, INC. P.O. BOX 626 PLANETARIUM STATION NEW YORK, NY 10024	1912	PRIORITY	QUEBECOR WORLD LOGISTICS INC.	\$1,680.00	N/A	EXPUNGE	\$0.00
Cred. # 33082 RIVERSIDE CLAIMS LLC/ MCDANCO TRANSPORTATION, AS ASSIGNEE OF: MCDANCO TRANSPORTATION, INC. P.O. BOX 626 PLANETARIUM STATION NEW YORK, NY 10024	1949	PRIORITY	QUEBECOR WORLD LOGISTICS INC.	\$1,680.00	N/A	EXPUNGE	\$0.00
Cred. # 32959 RIVERSIDE CLAIMS LLC/ WURZBURG, INC. AS ASSIGNEE OF: WURZBURG, INC. ATTN: NEIL HERSKOWITZ, PRESIDENT P.O. BOX 626 PLANETARIUM STATION NEW YORK, NY 10024	1668	UNSECURED	QUEBECOR WORLD RAI INC.	\$4,685.55	N/A	EXPUNGE	\$0.00
Cred. # 32959 RIVERSIDE CLAIMS LLC/ WURZBURG, INC. AS ASSIGNEE OF: WURZBURG, INC. ATTN: NEIL HERSKOWITZ, PRESIDENT P.O. BOX 626 PLANETARIUM STATION NEW YORK, NY 10024	1844	PRIORITY	QUEBECOR WORLD RAI INC.	\$4,685.55	UNSECURED	CLASS 3 CLAIM	\$4,657.00

Total of Number of Claims: 92

Total Claim Amount: \$1,326,058.21