

**RETIREMENT PLAN FOR THE UNIONIZED EMPLOYEES OF
SUN MEDIA CORPORATION (HEREIN THE "PLAN")**

AMENDMENT EFFECTIVE JANUARY 1, 2010 OR AFTER

WHEREAS Sun Media Corporation (the Company) is the sponsor of the Retirement Plan for the Unionized Employees of Sun Media Corporation (the "Plan");

WHEREAS pursuant to a written resolution of the members of the Audit Committee of Quebecor Media Inc., the Vice-President, Human Resources of Quebecor Media Inc. is duly authorized to approve certain amendments to the Plan and to sign any document related to such amendments;

WHEREAS pursuant to collective agreements concluded between the Company and the unionized employees of the Niagara Falls Review, The Simcoe Reformer, The Sarnia Observer, The Chatham Daily News, The Stratford Beacon Herald (Newsroom and Composing Room), The Belleville Intelligencer and The Daily Observer (Editorial, Mailroom and Office Unit), these employees shall enroll or shall be enrolled in the Plan effective from the date specified in the applicable collective agreement;

WHEREAS the Company wishes to amend the Plan effective as of the dates mentioned below to allow the above-described unionized employees to be enrolled in the Plan in accordance with the applicable collective agreements;

THEREFORE BE IT RESOLVED THAT:

A. The **Pension Plan** is amended, with effect from January 1, 2010 or after, by adding Section 1.10 as follows:

- 1.10 Collective agreements have been concluded between the Company and the Bargaining Unit with respect to the unionized employees of the Niagara Falls Review, The Simcoe Reformer, The Sarnia Observer, The Chatham Daily News, The Stratford Beacon Herald (Newsroom and Composing Room), The Belleville Intelligencer and The Daily Observer (Editorial, Mailroom and Office Unit) in order to provide that these employees shall be enrolled in the Plan effective from the date specified in the applicable collective agreement.

The Plan is amended accordingly effective as of the dates mentioned in the Plan to allow the above-described unionized employees to be enrolled in the Plan in accordance with the applicable collective agreements.

B. The Pension Plan is amended, with effect from the dates mentioned below, by replacing Section 2.04.1 as follows:

2.04.1 ***Bargaining Unit*** shall mean:

(a) The Unifor Local 87-M, Southern Ontario Newsmedia Guild with effect from:

- January 1, 1986 with respect to employees of The London Free Press Editorial Unit and General Unit;
- January 1, 2008 with respect to employees of The Ottawa Sun Editorial Unionized Employees and The Toronto Sun Editorial and Pre Press Unionized Employees;
- January 1, 2010 with respect to employees of The Stratford Beacon Herald (Newsroom and Composing Room);
- June 28, 2010 with respect to employees of The Sarnia Observer;
- July 31, 2010 with respect to employees of The Simcoe Reformer;
- August 16, 2010 with respect to employees of The Chatham Daily News;
- October 1, 2010 with respect to employees of The Belleville Intelligencer;
- October 1, 2010 with respect to employees of The Niagara Falls Review;
- November 1, 2010 with respect to employees of The Daily Observer (Editorial and Mailroom);
- September 12, 2011 with respect to employees of The Daily Observer (Office Unit).

C. The Pension Plan is amended, with effect from the dates mentioned below, by replacing the last paragraphs of Section 2.11 as follows:

Employees represented by the Bargaining Unit who are eligible to participate in the Plan are the following:

- The London Free Press Editorial Unit effective January 1, 1986;
- The London Free Press General Unit effective January 1, 1986;
- The Ottawa Sun Editorial Unionized Employees effective January 1, 2008;
- The Toronto Sun Editorial and Pre Press Unionized Employees effective January 1, 2008;
- The Stratford Beacon Herald (Newsroom and Composing Room) effective January 1, 2010;
- The Sarnia Observer effective June 28, 2010;
- The Simcoe Reformer effective July 31, 2010;
- The Chatham Daily News effective August 16, 2010;
- The Belleville Intelligencer effective October 1, 2010;
- The Niagara Falls Review effective October 1, 2010;
- The Daily Observer (Editorial and Mailroom) effective November 1, 2010;
- The Daily Observer (Office Unit) effective September 12, 2011.

D. The Pension Plan is amended, with effect from the dates mentioned below, by adding Section 3.06.2 as follows:

3.06.2 Each Employee of The Stratford Beacon Herald (Newsroom and Composing Room) on January 1, 2010, or hired after that date, shall become a Member of the Plan on January 1, 2010 or after the first day of the month following the completion of one year of Service.

Each Employee of The Sarnia Observer on June 28, 2010, or hired after that date, shall become a Member of the Plan on June 28, 2010 or after the first day of the month following the completion of one year of Service.

Each Employee of The Simcoe Reformer on July 31, 2010 or hired after that date, shall become a Member of the Plan on July 31, 2010 or after the first day of the month following the completion of one year of Service.

Each Employee of The Chatham Daily News on August 16, 2010, or hired after that date, shall become a Member of the Plan on August 16, 2010 or after the first day of the month following the completion of one year of Service.

Each Employee of The Belleville Intelligencer on October 1, 2010, or hired after that date, shall become a Member of the Plan on October 1, 2010 or after the first day of the month following the completion of one year of Service.

Each Employee of The Niagara Falls Review on October 1, 2010, or hired after that date, shall become a Member of the Plan on October 1, 2010 or after the first day of the month following the completion of one year of Service.

Each Employee of The Daily Observer (Editorial and Mailroom) on November 1, 2010, or hired after that date, shall become a Member of the Plan on November 1, 2010 or 30 days after completion of one year of Service.

Moreover, each Employee of The Daily Observer (Office Unit) on September 12, 2011, or hired after that date, shall become a Member of the Plan on September 12, 2011 or 30 days after completion of one year of Service.

Approved on December 12, 2014

By:

The Vice-President, Human Resources
In virtue of the delegated authority by
The Audit Committee of Quebecor Media Inc.



Isabelle Leclerc

Retirement Plan for the Unionized Employees of Sun Media Corporation (the "Plan")

Notice to members

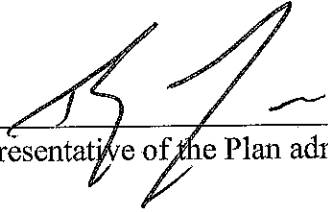
Please be advised that the Plan is modified effective on the dates specified below.

In accordance with the applicable collective agreements, the following unionized employees are participating in the Plan effective as of dates mentioned below:

- The Stratford Beacon Herald (Newsroom and Composing Room) effective January 1, 2010
- The Sarnia Observer effective June 28, 2010
- The Simcoe Reformer effective July 31, 2010
- The Chatham Daily News effective August 16, 2010
- The Belleville Intelligencer effective October 1, 2010
- The Niagara Falls Review effective October 1, 2010
- The Daily Observer (Editorial and Mailroom) effective November 1, 2010
- The Daily Observer (Office Unit) effective September 12, 2011

For more information, you may contact the Plan administrator at the following address:

*C/O Mr. Benoît Desmarais
612 St-Jacques Street
Montreal (Québec)
H3C 4M8*



Representative of the Plan administrator

November 15, 2014

Date