Condensed consolidated financial statements of

QUEBECOR INC. AND ITS SUBSIDIARIES

Three-month periods ended March 31, 2013 and 2012

QUEBECOR INC. AND ITS SUBSIDIARIES
CONSOLIDATED STATEMENTS OF INCOME

(in millions of Canadian dollars, except for earnings per share data)
(unaudited)

	Note	Three months ended March 31 2013	2012 (restated, note 2)
Revenues	3	**$ 1,052.1**	$ 1,061.6
Employee costs	4	**271.9**	277.6
Purchase of goods and services	4	**459.8**	463.7
Amortization		**162.7**	142.0
Financial expenses	5	**97.2**	85.4
Gain on valuation and translation of financial instruments	6	**(7.7)**	(81.9)
Restructuring of operations, impairment of assets and other special items		**1.6**	1.1
Impairment of goodwill		**-**	14.5
Loss on debt refinancing		**-**	7.3
Income before income taxes		**66.6**	151.9
Income taxes:			
Current		**24.2**	5.5
Deferred		**(3.3)**	33.2
		20.9	38.7
Net income		**$ 45.7**	$ 113.2
Net income attributable to			
Shareholders		**$ 35.6**	$ 71.4
Non-controlling interests		**10.1**	41.8
Earnings per share attributable to shareholders	8		
Basic		**$ 0.57**	$ 1.13
Diluted		**0.49**	1.12
Weighted average number of shares outstanding (in millions)		**62.3**	63.5
Weighted average number of diluted shares (in millions)		**75.3**	63.7

See accompanying notes to condensed consolidated financial statements.

QUEBECOR INC. AND ITS SUBSIDIARIES

CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME

(in millions of Canadian dollars)
(unaudited)

	Three months ended March 31	
	2013	2012
		(restated, note 2)
Net income	**$ 45.7**	$ 113.2
Other comprehensive income:		
Items that may be reclassified to income:		
Gain (loss) on translation of net investments in foreign operations	**1.1**	(0.4)
Cash flow hedges:		
(Loss) gain on valuation of derivative financial instruments	**(25.9)**	18.9
Deferred income taxes	**0.8**	2.3
Reclassification to income:		
Other comprehensive gain related to cash flow hedges	**-**	(3.3)
Deferred income taxes	**-**	(1.2)
	(24.0)	16.3
Comprehensive income	**$ 21.7**	$ 129.5
Comprehensive income attributable to		
Shareholders	**$ 17.5**	$ 80.3
Non-controlling interests	**4.2**	49.2

See accompanying notes to condensed consolidated financial statements.

QUEBECOR INC. AND ITS SUBSIDIARIES
SEGMENTED INFORMATION

(in millions of Canadian dollars)
(unaudited)

Three months ended March 31, 2013

	Telecommu-nications	News Media	Broad-casting	Leisure and Enter-tainment	Interactive Techno-logies and Communi-cations	Head office and Inter-segments	Total
Revenues	**$ 668.8**	**$ 207.6**	**$ 113.0**	**$ 60.8**	**$ 35.2**	**$ (33.3)**	**$ 1,052.1**
Employee costs	**95.5**	**81.6**	**37.6**	**14.2**	**25.0**	**18.0**	**271.9**
Purchase of goods and services	**256.0**	**120.3**	**77.3**	**48.3**	**8.9**	**(51.0)**	**459.8**
Operating income[1]	**317.3**	**5.7**	**(1.9)**	**(1.7)**	**1.3**	**(0.3)**	**320.4**
Amortization							**162.7**
Financial expenses							**97.2**
Gain on valuation and translation of financial instruments							**(7.7)**
Restructuring of operations, impairment of assets and other special items							**1.6**
Income before income taxes							**$ 66.6**
Additions to property, plant and equipment	**$ 145.6**	**$ 2.4**	**$ 5.3**	**$ 0.5**	**$ 0.8**	**$ 0.2**	**$ 154.8**
Additions to intangible assets	**13.2**	**1.0**	**0.6**	**0.7**	**-**	**0.1**	**15.6**

Three months ended March 31, 2012
(restated, note 2)

	Telecommu-nications	News Media	Broad-casting	Leisure and Enter-tainment	Interactive Techno-logies and Communi-cations	Head office and Inter-segments	Total
Revenues	$ 645.8	$ 233.1	$ 115.4	$ 67.1	$ 36.6	$ (36.4)	$ 1,061.6
Employee costs	92.0	91.2	40.7	13.8	23.8	16.1	277.6
Purchase of goods and services	250.8	126.2	81.7	53.0	9.8	(57.8)	463.7
Operating income[1]	303.0	15.7	(7.0)	0.3	3.0	5.3	320.3
Amortization							142.0
Financial expenses							85.4
Gain on valuation and translation of financial instruments							(81.9)
Restructuring of operations, impairment of assets and other special items							1.1
Impairment of goodwill							14.5
Loss on debt refinancing							7.3
Income before income taxes							$ 151.9
Additions to property, plant and equipment	$ 183.5	$ 1.9	$ 5.3	$ 0.9	$ 1.1	$ 0.5	$ 193.2
Additions to intangible assets	18.9	2.8	0.6	0.7	-	(0.5)	22.5

[1] The Chief Executive Officer uses operating income as the measure of profit to assess the performance of each segment. Operating income is referred as a non-IFRS measure and is defined as net income before amortization, financial expenses, gain on valuation and translation of financial instruments, restructuring of operations, impairment of assets and other special items, impairment of goodwill, loss on debt refinancing and income taxes.

See accompanying notes to condensed consolidated financial statements.

QUEBECOR INC. AND ITS SUBSIDIARIES
CONSOLIDATED STATEMENTS OF EQUITY

(in millions of Canadian dollars)
(unaudited)

	Equity attributable to shareholders					Equity attributable to non-controlling interests	Total equity
	Capital stock	Contributed surplus	Equity component of convertible debentures	Retained earnings	Accumulated other comprehensive income (loss)		
	(note 9)				(note 11)		
Balance as of December 31, 2011, as previously reported	$ 339.5	$ 0.9	$ -	$ 1,077.2	$ 8.6	$ 1,444.4	$ 2,870.6
Changes in accounting policies (note 2)	-	-	-	48.4	(49.6)	(1.5)	(2.7)
Balance as of December 31, 2011, as restated	339.5	0.9	-	1,125.6	(41.0)	1,442.9	2,867.9
Net income	-	-	-	71.4	-	41.8	113.2
Other comprehensive income	-	-	-	-	8.9	7.4	16.3
Issuance of shares of a subsidiary	3.6	1.5	-	-	-	-	5.1
Repurchase of Class B shares	(0.1)	-	-	(0.3)	-	-	(0.4)
Dividends	-	-	-	(3.2)	-	(11.3)	(14.5)
Balance as of March 31, 2012	343.0	2.4	-	1,193.5	(32.1)	1,480.8	2,987.6
Net income	-	-	-	89.7	-	52.4	142.1
Other comprehensive loss	-	-	-	-	(7.8)	(2.3)	(10.1)
Repurchase of Class B shares	(7.9)	-	-	(30.0)	-	-	(37.9)
Acquisition of non-controlling interests	-	(0.1)	-	(619.2)	(10.4)	(870.3)	(1,500.0)
Issuance of convertible debentures	-	-	398.3	-	-	-	398.3
Dividends	-	-	-	(9.4)	-	(29.3)	(38.7)
Balance as of December 31, 2012	335.1	2.3	398.3	624.6	(50.3)	631.3	1,941.3
Net income	-	-	-	35.6	-	10.1	45.7
Other comprehensive loss	-	-	-	-	(18.1)	(5.9)	(24.0)
Repurchase of Class B shares	(1.2)	-	-	(5.0)	-	-	(6.2)
Dividends	-	-	-	(3.1)	-	(6.2)	(9.3)
Balance as of March 31, 2013	**$ 333.9**	**$ 2.3**	**$ 398.3**	**$ 652.1**	**$ (68.4)**	**$ 629.3**	**$ 1,947.5**

See accompanying notes to condensed consolidated financial statements.

QUEBECOR INC. AND ITS SUBSIDIARIES

CONSOLIDATED STATEMENTS OF CASH FLOWS

(in millions of Canadian dollars)
(unaudited)

	Note	Three months ended March 31 2013	2012 (restated, note 2)
Cash flows related to operating activities			
Net income		**$ 45.7**	$ 113.2
Adjustments for:			
Amortization of property, plant and equipment		**126.4**	108.9
Amortization of intangible assets		**36.3**	33.1
Gain on valuation and translation of financial instruments	6	**(7.7)**	(81.9)
Impairment of goodwill		**-**	14.5
Loss on debt refinancing		**-**	7.3
Amortization of financing costs and long-term debt discount	5	**3.1**	3.7
Deferred income taxes		**(3.3)**	33.2
Other		**2.2**	1.9
		202.7	233.9
Net change in non-cash balances related to operating activities		**(79.1)**	2.6
Cash flows provided by operating activities		**123.6**	236.5
Cash flows related to investing activities			
Additions to property, plant and equipment		**(154.8)**	(193.2)
Additions to intangible assets		**(15.6)**	(22.5)
Proceeds from disposals of assets		**1.2**	1.2
Other		**0.4**	-
Cash flows used in investing activities		**(168.8)**	(214.5)
Cash flows related to financing activities			
Net change in bank indebtedness		**(0.3)**	(2.6)
Net change under revolving facilities		**(5.7)**	1.3
Issuance of long-term debt, net of financing fees		**-**	787.6
Repayments of long-term debt		**(5.5)**	(518.1)
Settlement of hedging contracts		**(24.8)**	(40.5)
Issuance of Class B shares		**-**	3.6
Repurchase of Class B shares		**(6.2)**	(0.4)
Dividends paid to non-controlling shareholders		**(6.2)**	(11.3)
Cash flows (used in) provided by financing activities		**(48.7)**	219.6
Net change in cash and cash equivalents		**(93.9)**	241.6
Cash and cash equivalents at beginning of period		**228.7**	143.5
Cash and cash equivalents at end of period		**$ 134.8**	$ 385.1
Cash and cash equivalents consist of			
Cash		**$ 11.5**	$ 7.9
Cash equivalents		**123.3**	377.2
		$ 134.8	$ 385.1
Interest and taxes reflected as operating activities			
Cash interest payments		**$ 24.6**	$ 21.4
Cash income tax payments (net of refunds)		**36.3**	5.1

See accompanying notes to condensed consolidated financial statements.

QUEBECOR INC. AND ITS SUBSIDIARIES

CONSOLIDATED BALANCE SHEETS

(in millions of Canadian dollars)
(unaudited)

	Note	March 31 2013	December 31 2012 (restated, note 2)
Assets			
Current assets			
Cash and cash equivalents		**$ 134.8**	$ 228.7
Accounts receivable		**542.5**	578.7
Income taxes		**30.5**	10.6
Inventories		**252.0**	255.5
Prepaid expenses		**56.0**	38.0
		1,015.8	1,111.5
Non-current assets			
Property, plant and equipment		**3,392.1**	3,405.8
Intangible assets		**932.0**	956.7
Goodwill		**3,372.8**	3,371.6
Derivative financial instruments		**51.8**	35.7
Deferred income taxes		**19.2**	23.9
Other assets		**105.0**	102.6
		7,872.9	7,896.3
Total assets		**$ 8,888.7**	$ 9,007.8
Liabilities and equity			
Current liabilities			
Bank indebtedness		**$ 1.0**	$ 1.3
Accounts payable and accrued charges		**669.1**	804.5
Provisions		**37.5**	45.9
Deferred revenue		**295.0**	289.0
Income taxes		**39.9**	33.9
Derivative financial instruments		**118.8**	28.5
Current portion of long-term debt	7	**22.2**	22.2
		1,183.5	1,225.3
Non-current liabilities			
Long-term debt	7	**4,556.6**	4,507.8
Derivative financial instruments		**132.6**	270.1
Other liabilities		**483.2**	469.2
Deferred income taxes		**585.3**	594.1
		5,757.7	5,841.2
Equity			
Capital stock	9	**333.9**	335.1
Contributed surplus		**2.3**	2.3
Equity component of convertible debentures		**398.3**	398.3
Retained earnings		**652.1**	624.6
Accumulated other comprehensive loss	11	**(68.4)**	(50.3)
Equity attributable to shareholders		**1,318.2**	1,310.0
Non-controlling interests		**629.3**	631.3
		1,947.5	1,941.3
Total liabilities and equity		**$ 8,888.7**	$ 9,007.8

See accompanying notes to condensed consolidated financial statements.

Quebecor Inc. ("Quebecor" or the "Corporation") is incorporated under the laws of Québec. The Corporation's head office and registered office is located at 612 rue Saint-Jacques, Montréal (Québec), Canada. Quebecor is a holding corporation with interests in Quebecor Media Inc. ("Quebecor Media") and in subsidiaries controlled by Quebecor Media.

The Corporation is engaged, through its subsidiaries, in the following industry segments: Telecommunications, News Media, Broadcasting, Leisure and Entertainment, and Interactive Technologies and Communications. The Telecommunications segment offers television distribution, Internet, business solutions, cable and mobile telephony services in Canada, operates in the rental of movies and televisual products through its video-on-demand service and its distribution and rental stores, and operates specialized Internet sites. The News Media segment produces original content in Canada for all of Quebecor Media's platforms. Its operations include the printing, publishing and distribution of daily newspapers, weekly newspapers and commercial inserts in Canada, the operation of Internet sites in Canada, including French- and English-language portals and specialized sites, and the operation of out-of-home advertising. The Broadcasting segment operates general-interest television networks, specialized television networks, magazine publishing, and movie distribution businesses in Canada. The Leisure and Entertainment segment combines book publishing and distribution, retail sales of CDs, books, DVD and Blu-ray units, musical instruments and magazines in Canada, online sales of downloadable music and books, music streaming service, music production and distribution in Canada, video game development and operation of a Quebec Major Junior Hockey League team. The Interactive Technologies and Communications segment offers e-commerce solutions through a combination of strategies, technology integration, IP solutions and creativity on the Internet and is active in Canada, the United States, Europe and Asia.

Some of the Corporation's segments experience significant seasonality due, among other factors, to seasonal advertising patterns and influences on people's viewing, reading and listening habits. Because the Corporation depends on the sale of advertising for a significant portion of its revenue, operating results are also sensitive to prevailing economic conditions, including changes in local, regional and national economic conditions, particularly as they may affect advertising expenditures. In addition, in some of the Corporation's segments, a component of sales is based on one-time retail transactions rather than subscriptions or long-term agreements, and therefore is influenced by vulnerability to seasonal weather changes. Accordingly, the results of operations for interim periods should not necessarily be considered indicative of full-year results due to the seasonality of certain operations.

1. BASIS OF PRESENTATION

These consolidated financial statements have been prepared in accordance with International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board ("IASB"), except that they do not include all disclosures required under IFRS for annual consolidated financial statements. In particular, these consolidated financial statements were prepared in accordance with IAS 34, *Interim Financial Reporting*, and accordingly, they are condensed consolidated financial statements. These condensed consolidated financial statements should be read in conjunction with the Corporation's 2012 annual consolidated financial statements, which contain a description of the accounting policies used in the preparation of these financial statements.

These condensed consolidated financial statements were approved for issue by the Board of Directors of Quebecor on May 7, 2013.

Comparative figures for the three-month period ended March 31, 2012 have been restated to conform to the presentation adopted for the three-month period ended March 31, 2013.

(tabular amounts in millions of Canadian dollars, except for per share data and option data)

2. CHANGES IN ACCOUNTING POLICIES

On January 1, 2013, the Corporation adopted retrospectively the following standards. Unless otherwise indicated, the adoption of these new standards did not have a material impact on prior period comparative figures.

(i) IFRS 10 *Consolidated Financial Statements* replaces SIC 12 *Consolidation – Special Purpose Entities* and parts of IAS 27 *Consolidated and Separate Financial Statements* and provides additional guidance regarding the concept of control as the determining factor in whether an entity should be included in the consolidated financial statements of the parent corporation.

(ii) IFRS 11 *Joint Arrangements* replaces IAS 31 *Interests in Joint Ventures* with guidance that focuses on the rights and obligations of the arrangement, rather than its legal form. It also withdraws the option to proportionately consolidate an entity's interest in joint ventures. The new standard requires that such interests be recognized using the equity method. The following table summarizes the adjustments that were recorded in the consolidated statement of income for the prior period comparative figures:

Increase (decrease)		Three months ended March 31, 2012
Revenues	$	(2.4)
Purchase of goods and services		(1.4)
Financial expenses		(1.0)
Net income	$	–

(iii) IFRS 12 *Disclosure of Interests in Other Entities* is a new and comprehensive standard on disclosure requirements for all forms of interests in other entities, including joint arrangements, associates, special purpose entities and other off-balance sheet vehicles.

(iv) IFRS 13 *Fair Value Measurement* is a new and comprehensive standard that sets out a framework for measuring at fair value and that provides guidance on required disclosures about fair value measurements.

(v) IAS 1 *Presentation of Financial Statements* was amended and the principal change resulting from amendments to this standard is the requirement to present separately other comprehensive items that may be reclassified to income and other comprehensive items that will not be reclassified to income.

(vi) IAS 19 *Employee Benefits (Amended)* involves, among other changes, the immediate recognition of the re-measurement component in other comprehensive income, thereby removing the accounting option previously available in IAS 19 to recognize or to defer recognition of changes in defined benefit obligations and in the fair value of plan assets directly in the consolidated statement of income. IAS 19 also introduces a net interest approach that replaces the expected return on assets and interest costs on the defined benefit obligation with a single net interest component determined by multiplying the net defined benefit liability or asset by the discount rate used to determine the defined benefit obligation. In addition, all past service costs are required to be recognized in profit or loss when the employee benefit plan is amended and no longer spread over any future service period. IAS 19 also allows amounts recorded in other comprehensive income to be recognized either immediately in retained earnings or as a separate category within equity. The Corporation chose to recognize amounts recorded in other comprehensive income in accumulated other comprehensive income.

(tabular amounts in millions of Canadian dollars, except for per share data and option data)

2. CHANGES IN ACCOUNTING POLICIES (continued)

(vi) IAS 19 *Employee Benefits (Amended)* (continued)

The adoption of the amended standard had the following impacts on prior period figures:

Consolidated statement of income

Increase (decrease)	Three months ended March 31, 2012
Employee costs	$ 0.9
Financial expenses	3.2
Deferred income tax expense	(1.1)
Net income	$ (3.0)
Net income attributable to:	
Shareholders	$ (1.5)
Non-controlling interests	(1.5)

Consolidated balance sheets

Increase (decrease)	December 31, 2012	December 31, 2011
Other liabilities	$ 2.1	$ 3.7
Deferred income taxes liability	(0.6)	(1.0)
Retained earnings	75.4	48.4
Accumulated other comprehensive income	(77.2)	(49.6)
Non-controlling interests	0.3	(1.5)

3. REVENUES

The breakdown of revenues between services rendered and product sales is as follows:

	Three months ended March 31	
	2013	2012
		(restated, note 2)
Services rendered	**$ 913.2**	$ 915.2
Product sales	**138.9**	146.4
	$ 1,052.1	$ 1,061.6

(tabular amounts in millions of Canadian dollars, except for per share data and option data)

4. EMPLOYEE COSTS AND PURCHASE OF GOODS AND SERVICES

The main components of employee costs and purchase of goods and services are as follows:

	Three months ended March 31	
	2013	2012
		(restated, note 2)
Employee costs	**$ 301.1**	$ 307.9
Less employee costs capitalized to property, plant and equipment and intangible assets	**(29.2)**	(30.3)
	271.9	277.6
Purchase of goods and services		
Royalties, rights and creation costs	**175.1**	173.8
Cost of retail products	**62.7**	66.4
Marketing, circulation and distribution expenses	**45.7**	49.8
Service and printing contracts	**53.0**	53.4
Paper, ink and printing supplies	**25.2**	28.1
Other	**98.1**	92.2
	459.8	463.7
	$ 731.7	$ 741.3

5. FINANCIAL EXPENSES

	Three months ended March 31	
	2013	2012
		(restated, note 2)
Interest on long-term debt and exchangeable debentures	**$ 88.4**	$ 77.9
Amortization of financing costs and long-term debt discount	**3.1**	3.7
Interest on net defined benefit liability	**3.4**	3.2
Interest on liability component of convertible debentures	**1.8**	–
Loss on foreign currency translation on short-term monetary items	**0.6**	2.0
Other	**(0.1)**	(1.4)
	$ 97.2	$ 85.4

(tabular amounts in millions of Canadian dollars, except for per share data and option data)

6. GAIN ON VALUATION AND TRANSLATION OF FINANCIAL INSTRUMENTS

	Three months ended March 31	
	2013	2012
Gain on embedded derivatives and derivative financial instruments for which hedge accounting is not used	**$ (7.2)**	$ (82.0)
Gain on the ineffective portion of cash flow hedges	**(0.2)**	–
Gain on the fair value of derivative component of convertible debentures	**(0.3)**	–
Loss on the ineffective portion of fair value hedges	**–**	0.1
	$ (7.7)	$ (81.9)

7. LONG-TERM DEBT

Components of long-term debt are as follows:

	March 31, 2013	December 31, 2012
Long-term debt	**$ 4,899.2**	$ 4,845.1
Adjustment related to embedded derivatives	**(262.0)**	(254.5)
Financing fees, net of amortization	**(58.4)**	(60.6)
	4,578.8	4,530.0
Less current portion	**(22.2)**	(22.2)
	$ 4,556.6	$ 4,507.8

8. EARNINGS PER SHARE ATTRIBUTABLE TO SHAREHOLDERS

Basic earnings per share are calculated by dividing net income attributable to shareholders by the weighted average number of shares outstanding during the period. Diluted earnings per share are calculated by taking into account the potentially dilutive effect of stock options of the Corporation on the number of shares outstanding, the potentially dilutive effect of stock options of the Corporation's subsidiaries on net income attributable to shareholders, and the potentially dilutive effect of conversion of convertible debentures issued by the Corporation on the number of shares outstanding and on net income attributable to shareholders.

The following table sets forth the computation of basic and diluted earnings per share attributable to shareholders:

	Three months ended March 31	
	2013	2012
		(restated, note 2)
Net income attributable to shareholders	**$ 35.6**	$ 71.4
Impact of assumed conversion of stock options of subsidiaries and of convertible debentures of the Corporation	**1.0**	(0.3)
Net income attributable to shareholders, adjusted for dilution effect	**36.6**	71.1
Weighted average number of shares outstanding (in millions)	**62.3**	63.5
Impact of assumed conversion of stock options and of convertible debentures of the Corporation (in millions)	**13.0**	0.2
Weighted average number of diluted shares outstanding (in millions)	**$ 75.3**	$ 63.7

The diluted earnings per share calculation does not take into consideration the potential dilutive effect of certain stock options of the Corporation and its subsidiaries since their impact is anti-dilutive. During the three-month period ended March 31, 2013, no options of the Corporation's plan (114,148 in 2012) and 691,076 options of TVA Group Inc.'s ("TVA Group") plan (819,421 in 2012) were excluded from the diluted earnings per share calculation.

(tabular amounts in millions of Canadian dollars, except for per share data and option data)

9. CAPITAL STOCK

(a) Authorized capital stock

An unlimited number of Class A Multiple Voting Shares (“Class A shares”) with voting rights of 10 votes per share convertible at any time into Class B Subordinate Voting Shares (“Class B shares”) on a one-for-one basis.

An unlimited number of Class B Shares convertible into Class A shares on a one-for-one basis, only if a takeover bid for Class A shares is made to holders of Class A shares without being made concurrently and under the same terms to holders of Class B shares, for the sole purpose of allowing the holders of Class B shares to accept the offer and subject to certain other stated conditions provided in the articles, including acceptance of the offer by the majority holder.

Holders of Class B shares are entitled to elect 25% of the Board of Directors of Quebecor. Holders of Class A shares may elect the other members of the Board of Directors.

(b) Issued and outstanding capital stock

	Class A shares		Class B shares	
	Number	Amount	Number	Amount
Balance as of December 31, 2012	19,587,786	$ 8.7	42,879,796	$ 326.4
Shares converted	(14,500)	–	14,500	–
Shares purchased and cancelled	–	–	(152,500)	(1.2)
Balance as of March 31, 2013	**19,573,286**	**$ 8.7**	**42,741,796**	**$ 325.2**

On August 9, 2012, the Corporation filed a normal course issuer bid for a maximum of 980,357 Class A shares representing approximately 5% of issued and outstanding Class A shares, and for a maximum of 4,351,276 Class B shares representing approximately 10% of the public float of the Class B shares as of July 31, 2012. The purchases can be made from August 13, 2012 to August 12, 2013 at prevailing market prices on the open market through the facilities of the Toronto Stock Exchange. All shares purchased under the bid will be cancelled.

In the first quarter of 2013, the Corporation purchased and cancelled 152,500 Class B shares for a total cash consideration of $6.2 million (10,000 Class B shares for a total cash consideration of $0.4 million in 2012). The excess of $5.0 million of the purchase price over the carrying value of Class B shares repurchased was recorded in reduction of retained earnings ($0.3 million in 2012).

(tabular amounts in millions of Canadian dollars, except for per share data and option data)

10. STOCK-BASED COMPENSATION PLANS

Outstanding options

The following table provides details of changes to outstanding options in the principal stock-based compensation plans of the Corporation and its subsidiaries for the three-month period ended March 31, 2013:

		Outstanding options
	Number	Weighted average exercise price
Quebecor		
As of December 31, 2012 and March 31, 2013	**361,632**	**$ 37.28**
Vested options as of March 31, 2013	**237,456**	**$ 37.97**
Quebecor Media		
As of December 31, 2012	1,349,007	$ 45.02
Exercised	(238,116)	45.48
Cancelled	(32,500)	47.68
As of March 31, 2013	**1,078,391**	**$ 44.83**
Vested options as of March 31, 2013	**230,825**	**$ 45.53**
TVA Group		
As of December 31, 2012	819,421	$ 16.34
Cancelled	(128,345)	15.29
As of March 31, 2013	**691,076**	**$ 16.54**
Vested options as of March 31, 2013	**691,076**	**$ 16.54**

Under the mid-term stock-based compensation plan, participants are entitled to receive a cash payment at the end of a three-year period based on the appreciation of the Quebecor Class B share price, and subject to the achievement of certain non-market performance criteria. During the first quarter of 2013, a cash consideration of $3.9 million was paid upon expiration of 337,224 units. As of March 31, 2013, 541,349 units were outstanding under this plan at an average exercise price of $35.12 (878,573 units were outstanding at an average exercise price of $31.97 as of December 31, 2012).

During the three-month period ended March 31, 2013, no stock options of Quebecor were exercised (749,212 stock options were exercised for a cash consideration of $6.0 million and 137,460 of Class B shares of the Corporation were issued upon exercise of stock options in 2012) and 238,116 stock options of Quebecor Media were exercised for a cash consideration of $2.9 million (64,283 stock options for $0.5 million in 2012).

For the three-month period ended March 31, 2013, a consolidated charge related to all stock-based compensation plans was recorded in the amount of $3.0 million ($7.4 million in 2012).

(tabular amounts in millions of Canadian dollars, except for per share data and option data)

11. ACCUMULATED OTHER COMPREHENSIVE LOSS

	Translation of net investments in foreign operations	Cash flow hedges	Defined benefit plans	Total
Balance as of December 31, 2011	$ (0.7)	$ 9.3	$ (49.6)	$ (41.0)
Other comprehensive (loss) income	(0.2)	9.1	–	8.9
Balance as of March 31, 2012	(0.9)	18.4	(49.6)	(32.1)
Other comprehensive (loss) income	(0.1)	1.2	(8.9)	(7.8)
Acquisition of non-controlling interests	(1.1)	9.4	(18.7)	(10.4)
Balance as of December 31, 2012	(2.1)	29.0	(77.2)	(50.3)
Other comprehensive income (loss)	0.8	(18.9)	–	(18.1)
Balance as of March 31, 2013	**$ (1.3)**	**$ 10.1**	**$ (77.2)**	**$ (68.4)**

No significant amount is expected to be reclassified in income over the next 12 months in connection with derivatives designated as cash flow hedges. The balance is expected to reverse over a 9 3/4-year period.