

Only complete if you believe that you have: (a) a claim for compensation for acting as a director of Nortel Canada; (b) a claim against Nortel Canada for indemnification and/or contribution arising from your service to Nortel Canada as a director or officer; or (c) any other employment-related claim not referred to in Form A (collectively an "Other Compensation Claim").

CANADIAN COMPENSATION PROOF OF CLAIM re: Other Compensation Claims

Nortel Canada

Form C

1 Name of Debtor (the "Debtor")	
<input type="checkbox"/> Nortel Networks Limited	<input type="checkbox"/> Nortel Networks Corporation
<input type="checkbox"/> Nortel Networks International Corporation	<input type="checkbox"/> Nortel Networks Global Corporation
	<input type="checkbox"/> Nortel Networks Technology Corporation.

2 Original Creditor Identification (the "Creditor")			
Legal Name of Creditor		Name of Contact if different	
Address	GID/Employee #		Phone #
	Social Insurance No.		Fax #
City	Country	Postal/Zip code	e-mail

3 Amount of Claim			
The Debtor was and still is indebted to the Creditor as follows:			If you are making a claim against an Officer or Director check the box below, list the Officers(s) and Directors(s) and against whom you assert your claim. ¹
<i>Claims will be recorded as "Unsecured" unless the "Secured" box is checked.</i>			
Currency	Original Currency Amount	Secured	
		<input type="checkbox"/>	
		<input type="checkbox"/>	
		<input type="checkbox"/>	
		<input type="checkbox"/>	

4 Documentation
Provide all particulars of the Other Compensation Claim, including amount, description of transaction(s) or agreement(s) giving rise to the Other Compensation Claim, and name of any guarantor which has guaranteed the Other Compensation Claim and attach all supporting documentation.

5 Certification	This space reserved for use by the Monitor
I hereby certify that:	
<ul style="list-style-type: none"> I am the Creditor, or Authorized Representative of the Creditor. I have knowledge of all the circumstances connected with this Other Compensation Claim. The Creditor asserts this claim against the Debtor; and the Officer(s) and Director(s) as indicated above. Complete documentation in support of this claim is attached. 	
Signature	
Dated at	Signed at

6 Filing of Other Compensation Claim		
<p>This Canadian Compensation Proof of Claim must be received by the Monitor by no later than 4:00 p.m. (Eastern Standard Time) on <u>January 6, 2012</u>, by prepaid ordinary mail, courier, personal delivery or electronic or digital transmission at the following address:</p>	Ernst & Young Inc. 222 Bay St., P.O. Box 251 Toronto-Dominion Centre Toronto, ON M5K 1J7 CANADA Attention: Nortel Claims	Fax: 416-943-2808 Tel: 1-866-942-7177 or 416-943-4439 e-mail: nortel.monitor@ca.ey.com

¹ These claims are for compensation-related claims only and are limited by other claims Orders.

GUIDE TO COMPLETING FORM C

You do not need to complete and submit *Form C* with respect to any Compensation Claim set out in *Form A*.

You may complete and submit *Form C* if you believe that you have: (a) a claim for compensation for acting as a director of Nortel Canada; (b) a claim against Nortel Canada for indemnification and/or contribution arising from your service to Nortel Canada as a director or officer; or (c) a grievance claim for monetary compensation; or (d) any other employment related claim not referred to above or in *Form A* (collectively a “Other Compensation Claim”). If you believe you have a grievance claim for monetary compensation, please contact your union as your union is to submit that claim on your behalf. Please submit your claim in its original currency and indicate if it is not expressed in Canadian Dollars. If not indicated, the Monitor will assume the Compensation Claim is in Canadian Dollars.

Please note that pursuant to the Order of the Court dated March 31, 2010 and the settlement agreement approved by that order, certain claims are barred or otherwise limited.

This Guide has been prepared to assist Creditors with Compensation Claims in filling out *Form C* with respect to the Debtors listed in Section 1, below. If you have any additional questions regarding completion of the *Form C*, please consult the Monitor’s website at www.ey.com/ca/nortel or contact the Monitor, whose contact information is shown below.

Additional copies of the *Canadian Compensation Proof of Claim re: Other Compensation Claims* form may be found at the Monitor’s website address noted above.

Please note that this is a guide only, and that, in the event of any inconsistency between the terms of this guide and the terms of the Compensation Claims Procedure Order made on October 7, 2011, the terms of the Compensation Claims Procedure Order will govern.

Section 1 – Name of Debtor:

- The following is a list of Debtor companies against whom a claim may be asserted in this claims process. Indicate on the form the name of the Debtor by ticking the appropriate box(es):
 - Nortel Networks Corporation
 - Nortel Networks Limited
 - Nortel Networks Global Corporation
 - Nortel Networks International Corporation
 - Nortel Networks Technology Corporation.

Section 2 – Original Creditor

- A separate *Canadian Compensation Proof of Claim re: Other Compensation Claims* form must be filed by each person asserting a claim against any Debtor listed in Section 1.
- The Creditor shall include any and all Claims it asserts against any Debtor in a single Proof of Claim.
- The full legal name of the Creditor must be provided.
- If the Creditor uses a different name or names, please indicate this in a separate schedule in the supporting documentation.
- All future correspondence, notices, etc. regarding the Claim will be directed to the address and contact indicated in this section.

Section 3 – Amount of Claim of Creditor against Debtor

- Indicate the amount the Debtor / Officer(s) or Director(s) was, and still is, indebted to the Creditor

Currency, Original Currency Amount

- The amount of the Claim must be provided in the currency in which it arose.
- Indicate the appropriate currency in the Currency column.
- If the Claim is denominated in multiple currencies, use a separate line to indicate the Claim amount in each such currency. If there are insufficient lines to record these amounts, attach a separate schedule indicating the required information.

Secured

- Check the Secured box ONLY if the Claim recorded on that line is secured. Do not check this box if your Claim is unsecured. **NOTE:** Compensation Claims in general are unsecured claims.

- If the value of the collateral securing your Claim is less than the amount of your Claim, enter the shortfall portion on a separate line as an unsecured claim
- Evidence supporting the security you hold must be submitted with the Proof of Claim form. Provide full particulars of the nature of the security, including the date on which the security was given and the value you attribute to the collateral securing your Claim. Attach a copy of all related security documents.

Officers and Directors

- Check this box only if the Claim you are making is also being asserted against a current or former officer or director of the Debtor.
- You must identify the individual officer(s) or director(s) against whom you are asserting the Claim.

Section 4 – Documentation

- Attach to the claim form all particulars of the Claim and supporting documentation, including amount, description of transaction(s) or agreement(s) giving rise to the Claim and name of any guarantor which has guaranteed the Claim.

Section 5 – Certification

- The person signing the Compensation Proof of Claim form should
 - Have knowledge of all the circumstances connected with this Claim.
 - Be the Creditor, or an Authorized Representative of the Creditor.
 - An Authorized Representative is someone who has a Continuing/Non-continuing Power of Attorney for Property; or Estate Trustee/Administrator/Executor. You will need to attach a notarized copy of the Power of Attorney document, a notarized copy of the last will and testament of the deceased naming you as the estate trustee/executor, certificate of appointment of estate trustee, or other documents acceptable to the Monitor to the Compensation Proof of Claim form. All copies must be notarized by a Notary Public.
- By signing and submitting the Proof of Claim, the Creditor is asserting the claim against the Debtor and / or the indicated officer(s) or director(s)

Section 6 – Filing of Claim

- This Compensation Proof of Claim **must be received** by the Monitor by no later than 4:00 p.m. (Eastern Standard Time) on January 6, 2012. Proofs of Claim should be sent by prepaid ordinary mail, courier, personal delivery or electronic or digital transmission to the following address:

Ernst & Young Inc.
 Court-appointed Monitor of Nortel Networks Corporation & others
 222 Bay Street, P.O. Box 251
 Toronto, Ontario
 Canada M5K 1J7
 Attention: Nortel Claims
 Telephone: 1-866-942-7177 or 416-943-4439
 E-mail:nortel.monitor@ca.ey.com
 Fax:416-943-2808

Failure to file your *Compensation Proof of Claim re: Other Compensation Claims* so that it is received by the Monitor by 4:00 p.m. (Eastern Standard Time) on the Claims Bar Date of January 6, 2012 will result in your Other Compensation Claim being barred and you will be prevented from making or enforcing your Other Compensation Claim against the Debtor or any current or former officer or director of any of the Debtors. In addition, you shall not be entitled to further notice in and shall not be entitled to participate as a creditor in these proceedings with respect to your Other Compensation Claim.