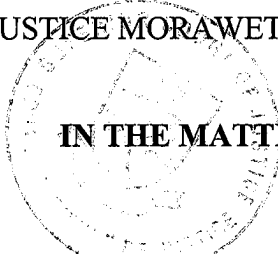


**ONTARIO
SUPERIOR COURT OF JUSTICE
COMMERCIAL LIST**

THE HONOURABLE MR.) TUESDAY, THE 28th
)
JUSTICE MORAWETZ) DAY OF APRIL, 2009



**IN THE MATTER OF THE *COMPANIES' CREDITORS ARRANGEMENT ACT*,
R.S.C. 1985, c. C-36, AS AMENDED**

**AND IN THE MATTER OF A PLAN OF COMPROMISE OR ARRANGEMENT OF
NORTEL NETWORKS CORPORATION, NORTEL NETWORKS LIMITED,
NORTEL NETWORKS GLOBAL CORPORATION, NORTEL NETWORKS
INTERNATIONAL CORPORATION AND NORTEL NETWORKS TECHNOLOGY
CORPORATION**

**APPLICATION UNDER THE *COMPANIES' CREDITORS ARRANGEMENT ACT*,
R.S.C. 1985, c. C-36, AS AMENDED**

ORDER

THIS MOTION, made by Nortel Networks Corporation (“NNC”), Nortel Networks Limited, Nortel Networks Technology Corporation, Nortel Networks Global Corporation and Nortel Networks International Corporation (collectively, the “Applicants”) for the relief set out in the Applicants’ notice of motion dated April 24, 2009 was heard this day at 330 University Avenue, Toronto, Ontario.

ON READING the affidavit of John Doolittle sworn April 24, 2009 (the “Doolittle Affidavit”) and the eighth report of the Monitor dated April 24, 2009 (the “Eighth Report”) and on hearing submissions of counsel for the Applicants, the Monitor and the other parties present, no one appearing for any other person on the service list, although served as appears from the Affidavit of Service of Jennifer Stam sworn April 27, 2009, filed.

1. **THIS COURT ORDERS** that the time for the service of the Notice of Motion, the Eighth Report and the Motion Record is hereby abridged so that this Motion is properly returnable today and hereby dispenses with further service thereof.

2. **THIS COURT ORDERS** that capitalized terms used herein and not otherwise defined shall have the meaning given to them in the Doolittle Affidavit.

3. **THIS COURT ORDERS** that the Second, Third and Fourth extensions of the Interim GSPA all as attached as Exhibits "C", "D" and "E" to the Doolittle Affidavit be and are hereby approved, *nunc pro tunc* to their respective dates of execution.

4. **THIS COURT ORDERS** that the paragraph 33 of the Initial Order be and is hereby deleted in its entirety and replaced with the following:

"33. THIS COURT ORDERS that EDC shall be entitled to the benefit of and is hereby granted a charge on the Property (the "EDC Charge") as security for the Secured Support (as that term is used in the second amended and restated short-term support agreement between NNL and EDC dated April 24, 2009 and any amendments thereto made with the written approval of the Monitor (collectively, the "Support Agreement")) including agreed to fees and expenses, but excluding any Unsecured Renewal Support (as that term is used in the Support Agreement). The EDC Charge shall have the priority set out in paragraphs 42 and 44 hereof."

5. **THIS COURT ORDERS** that the Stay Period be and is hereby extended to July 30, 2009.

ENTERED AT / INSCRIT A TORONTO
ON / BOOK NO:
LE / DANS LE REGISTRE NO.:

APR 28 2009



PER / PAR: TV

**IN THE MATTER OF A PLAN OF COMPROMISE OR ARRANGEMENT OF NORTEL
NETWORKS CORPORATION, NORTEL NETWORKS LIMITED, NORTEL NETWORKS
GLOBAL CORPORATION, NORTEL NETWORKS INTERNATIONAL CORPORATION AND
NORTEL NETWORKS TECHNOLOGY CORPORATION**

Court File No: 09-CL-7950

**ONTARIO
SUPERIOR COURT OF JUSTICE
(COMMERCIAL LIST)**

Proceeding commenced at Toronto

ORDER
(dated April 28, 2009)

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