

June 21, 2011
Court File No: 09-CL-7950

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 NORTEL NETWORKS CORPORATION, NORTEL NETWORKS LIMITED, NORTEL TECHNOLOGY CORPORATION

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

M. Wagner + 6 Carleton for Trustee.
A. Newby + J. Stan for NNL
D. Ins LTD for Insurers.
A. O. Tracy for NDEC
W.E. Powell for Former Employee Rs.
A. D. McFarlane for Committee.
M. R. S. for Former Employees.

June 21, 2011

ONTARIO
SUPERIOR COURT OF JUSTICE
COMMERCIAL LIST

Proceeding commenced at Toronto

MOTION RECORD
(Motion Returnable June 21, 2011
Re: Third HWT Interim Distribution)

Goodmans LLP
Barristers & Solicitors
333 Bay Street, Suite 3400
Toronto, Canada M5H 2S7

Jay Carfagnini LSUC#: 222936
Fred Myers LSUC#: 26301A
Gale Rubenstein LSUC#: 17088E
Melaney J. Wagner LSUC#: 44063B

Tel: 416.979.2211
Fax: 416.979.1234

Lawyers for the Monitor, Ernst & Young Inc.



Counsel to the Trustee advised that
The motion was proceeded in absent
I am satisfied that the record
supports the requested relief
and that it is appropriate to
grant the requested relief which
provides for the Third Interim

Distribution from the HWT.

It is understood, having heard the
views of counsel for the Committee
that my distribution received under
this Order by a Income Beneficiary
from the HWT corpus will reduce
the amount of such Income Beneficiary's
claim against the estate of the
Applicants. Further directions
may be sought in the context
of the cooperative claim process.
The order is granted and
an order has been signed in
the form presented.

Approved
