

**LOVELLS****BILLING BREAKDOWN****APRIL 2003:**

<b>BILLER</b>	<b>BILLING RATE</b>	<b>TOTAL HOURS</b>	<b>TOTAL BILLING AMOUNT</b>
GARY LEE, PARTNER	\$525	9.6	\$5,040.0
KAREN OSTAD, OF COUNSEL	\$450	3.3	\$1,485.0

**MAY 2003:**

<b>BILLER</b>	<b>BILLING RATE</b>	<b>TOTAL HOURS</b>	<b>TOTAL BILLING AMOUNT</b>
GARY LEE, PARTNER	\$525	80.2	\$42,105.0
KAREN OSTAD, OF COUNSEL	\$450	86.7	\$39,015.0
NAZANIN LANKARANI, OF COUNSEL	\$395	9.9	\$3,910.5
DINA GIELCHINSKY, ASSOCIATE	\$210	20.7	\$4,347.0

**JUNE 2003:**

<b>BILLER</b>	<b>BILLING RATE</b>	<b>TOTAL HOURS</b>	<b>TOTAL BILLING AMOUNT</b>
GARY LEE, PARTNER	\$525	96.0	\$50,400.0
KAREN OSTAD, OF COUNSEL	\$450	69.6	\$31,320.0
JENNIFER DRISCOLL, ASSOCIATE	\$295	4.1	\$1,209.5
DINA GIELCHINSKY, ASSOCIATE	\$210	13.0	\$2,730.0

**JULY 2003:**

<b>BILLER</b>	<b>BILLING RATE</b>	<b>TOTAL HOURS</b>	<b>TOTAL BILLING AMOUNT</b>
GARY LEE, PARTNER	\$525	66.0	\$34,650.0
KAREN OSTAD, OF COUNSEL	\$450	26.1	\$11,745.0

**AUGUST 2003:**

<b>BILLER</b>	<b>BILLING RATE</b>	<b>TOTAL HOURS</b>	<b>TOTAL BILLING AMOUNT</b>
GARY LEE, PARTNER	\$525	59.5	\$31,237.5
KAREN OSTAD, OF COUNSEL	\$450	48.4	\$21,780.0

**SEPTEMBER 2003:**

<b>BILLER</b>	<b>BILLING RATE</b>	<b>TOTAL HOURS</b>	<b>TOTAL BILLING AMOUNT</b>
GARY LEE, PARTNER	\$525	51.5	\$27,037.5
KAREN OSTAD, OF COUNSEL	\$450	5.5	\$2,475.0

**OCTOBER 2003:**

<b>BILLER</b>	<b>BILLING RATE</b>	<b>TOTAL HOURS</b>	<b>TOTAL BILLING AMOUNT</b>
GARY LEE, PARTNER	\$525	30.7	\$16,117.5
KAREN OSTAD, OF COUNSEL	\$450	2.4	\$1,080.0
DINA GIELCHINSKY, ASSOCIATE	\$210	11.5	\$2,415.0

**NOVEMBER 2003:**

<b>BILLER</b>	<b>BILLING RATE</b>	<b>TOTAL HOURS</b>	<b>TOTAL BILLING AMOUNT</b>
GARY LEE, PARTNER	\$525	23.9	\$12,547.5
DINA GIELCHINSKY, ASSOCIATE	\$210	11.3	\$2,373.0

**TOTAL AMOUNT BILLED: \$345,020.00**

Nortel Networks Inc.  
FILE NUMBER: P1178.00401  
INVOICE NO.: 20005810

May 14, 2003

PAGE 2

## Time Report

## SERVICES OF Gary Lee

02/04/03	Review Wind-down analysis; CC call	1.90
21/04/03	Review a/r settlement proposals; CC call.	1.90
28/04/03	Calls with D.Feldman regarding Intercreditor issues; conferences with KO regarding same; CC call; email client regarding inter-creditor issues.	4.10
29/04/03	Consider intercreditor issues; conferences with KO and JD regarding inter-creditor analysis etc.; email to CC regarding same.	1.70

SERVICES OF Karen Ostad  
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28/04/03	Conferences with D. Feldman and GSL regarding intercreditor issues and plan issues.	2.00
29/04/03	Conferences with GSL and JD regarding strategy on intercreditor issues, information needed from Deloitte and global strategy and mediation brief.	1.30

Nortel Networks Inc.  
 FILE NUMBER: P1178.00401  
 INVOICE NO.: 20005881

Jun 10, 2003

PAGE 2

## Time Report

## SERVICES OF Gary Lee

01/05/03	Telephone conference with D. Feldman regarding intercreditor issues; work on factual analysis of same.	5.50
02/05/03	Consider Intercreditor issues; review CC emails regarding same; calls with client regarding same and analysis.	3.20
05/05/03	CC call; consider intercreditor issues.	3.10
06/05/03	Prepare for and attend at Genuity meeting to discuss intercreditor issues.	11.50
09/05/03	Telephone conference with D. Feldman; consider inter-creditor issues.	2.90
14/05/03	Email to client regarding CC call and bank meeting; consider intercreditor issues; CC call; call with client; consider recharacterization issues.	5.10
16/05/03	Reviewing inter-creditor materials and working on analysis; meeting with CC counsel.	4.90
20/05/03	Call with C. Hemme; work on intercreditor analysis; meeting with CC counsel and Deloitte; email CC regarding analysis of creditor distribution scenarios; calls with CC.	8.10
21/05/03	Prepare for and attend at meeting with CC and banks regarding intercreditor issues; Nortel meetings regarding same.	9.10
22/05/03	Calls with CC; work on intercreditor issues; conference with KO regarding intercreditor issues; review bank guarantee; consider bank damage limitation issues; call with DT; call with Alix Partners; call with T. Jones (Nortel).	5.80
23/05/03	Work on intercreditor analysis/issues; conferences with KO regarding same and materials provided by DT and Genuity; call with C. Hemme (Nortel).	6.10

Nortel Networks Inc.  
 FILE NUMBER: P1178.00401  
 INVOICE NO.: 20005881

Jun 10, 2003

PAGE 3

27/05/03	Call with D. Feldman; conference call; calls conference call; calls with Chase et al.; consider intercreditor issues.	5.50
28/05/03	Consider fraudulent conveyence and preference issues.	2.50
29/05/03	Review intercreditor issues and set project regarding same; multiple extended calls with CC; AlixPartners call.	5.80
30/05/03	Telephone conference with D. Feldman; review cash flow analysis-actual and projection.	1.10
SERVICES OF Karen Ostad -----		
01/05/03	Call with GSL and D. Feldman regarding inter-creditor issues.	1.50
02/05/03	Calls with GSL, client, and D. Feldman regarding intercreditor issues.	3.20
06/05/03	Call with GSL regarding meeting in Boston; email to Kramer Levin requesting certain dockets; review Genuity public SEC filings.	2.00
07/05/03	Calls with GSL regarding results of inter-creditor issues meeting.	1.50
08/05/03	Calls with Nortel in preparation of meeting with banks and debtor re Intercreditor issues.	2.50
13/05/03	Meet with GSL and JD regarding meeting with Genuity; review of bank loan documents; research bank guaranty issue.	6.00
14/05/03	Review bank proof of claim; continue research on intercreditor issues.	4.40
15/05/03	Review bank guaranty, proof of claim and credit agreement; review 10K and related documents; review Deloitte & Touche report.	5.50
16/05/03	Review Verizon loan documentation and Bank group documentation; research on recharacterization and equitable subordination.	6.50
19/05/03	Continue research on intercreditor issues, standing and leave to sue on behalf of estate; review Deloitte & Touche distribution scenarios and discuss with C. Hemme, GSL, JD, and NL.	7.50

Nortel Networks Inc.  
 FILE NUMBER: P1178.00401  
 INVOICE NO.: 20005881

Jun 10, 2003

PAGE 4

20/05/03	Review cases and work on intercreditor litigation memo; attend meetings with T. Jones, C. Hemme, D. Feldman, J. Narmore, Deloitte & Touche and Lovells team regarding plan and intercreditor issues.	7.50
21/05/03	Prepare for and attend meeting at Kramer Levin with bank representatives; research on constructive trust; work on intercreditor memo; email to D. Feldman regarding due diligence needed from Debtors; conference with C. Hemme, T. Jones and GSL re same.	10.00
22/05/03	Calls with M. Taylor of D&T regarding our due diligence request; call with debtor's professionals regarding same; review non-consolidated financials received from Deloitte & Touche; continue research on inter-creditor issues.	6.00
23/05/03	Research 502d, fraudulent conveyance, and preference claims; continue drafting research memo; conferences with GSL regarding same.	8.00
27/05/03	Continue draft of intercreditor issue memo; teleconference with T. Jones, C. Hemme, and GSL regarding result of bank intercreditor discussion; call with Genuity representative Roger Kueber regarding our due diligence request.	6.00
28/05/03	Discuss bank intercreditor issues with GSL and D. Feldman.	1.80
29/05/03	Conference with GSL, JD, and DG regarding intercreditor claim issues; conference with DG regarding fraudulent conveyance research; call with debtors' representatives regarding due diligence demands.	6.80

SERVICES OF Nazanin Lankarani

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19/05/03	Participate in meeting regarding inter-creditor issues.	1.00
20/05/03	Meeting with team regarding bank and creditor committee related issues; meeting with Kramer Levin regarding creditors issues; review of DT chart.	3.60

Nortel Networks Inc.  
 FILE NUMBER: P1178.00401  
 INVOICE NO.: 20005881

Jun 10, 2003

PAGE 5

22/05/03	Review status of recharacterization of claim and recent case law.	1.50
30/05/03	Participate in conference call; review note regarding factual background; review and discuss expert issues.	3.80
	SERVICES OF Dina Gielchinsky -----	
27/05/03	Review and analyze case law regarding fraudulent transfers.	2.00
28/05/03	Review and analyze case law regarding fraudulent transfers and constructive trusts.	4.00
29/05/03	Conference with KO regarding bank issues; telephone conference with Debtors regarding same; review and analyze case law and state statutes regarding imposition of constructive trusts in cases of constructive fraud and tracing issues in context of commingled accounts.	5.70
30/05/03	Research case law and state statutes regarding remedies available in fraudulent conveyance actions; prepare memorandum on same.	9.00

Nortel Networks, Inc.  
 FILE NUMBER: P1178.00401  
 INVOICE NO.: 20005921

Jul 15, 2003

PAGE 2

## Time Report

## SERVICES OF Gary Lee

02/06/03	Calls with bank counsel et al regarding status / Intercreditor proposal; consider same; telephone conferences with C.Hemme and T. Jones regarding bank call.	2.10
03/06/03	Calls with Genuity and CC counsel; CC and Genuity meeting; calls with S.Smith (Deloittes).	4.10
04/06/03	Telephone conferences with DT, CC et al re: intercreditor issues conference with KO regarding regarding CC meeting with debtor.	2.10
05/06/03	Telephone conference with D. Feldman and D. Bartner (bank counsel); client conferences; for and attend CC presentation re: inter-creditor issues.	2.90
09/06/03	Calls with K&E, S&S and CC counsel; exchange emails with same regarding inter-creditor and claims issues.	2.40
10/06/03	Prepare for and attend meeting to discuss inter-creditor issues with CC; conferences with KO regarding same; calls with Sherman; emails to client; email to S&S; call with C. Hemme; review FTI analysis; conference with KO regarding CC meeting; email client regarding same; email to DT.	6.80
12/06/03	Extended telephone conferences with D. Feldman; consider intercreditor resolution / proposal; consider settlement scenarios.	3.20
13/06/03	Work on intercreditor analysis; telephone conferences with DT regarding FTI numbers; calls with D. Bartner.	3.90
16/06/03	Calls with DT; telephone conferences with S. Spevak; review DT analysis; review flash report; CC - Genuity call.	2.80
17/06/03	Work on Intercreditor analysis; telephone conference with S&S; extended telephone conferences with T. Jones regarding same; calls with DT regarding inter-creditor issues; telephone conferences with D. Feldman re same; review emails from CC regarding exclusivity; work on analysis with DT.	6.20



Nortel Networks, Inc.  
 FILE NUMBER: P1178.00401  
 INVOICE NO.: 20005921

Jul 15, 2003

PAGE 3

18/06/03	Review DT revisions to intercreditor analysis; calls with DT regarding same; telephone conferences with Sherman & Sterling; review motion to extend to extend exclusivity; telephone conferences with D. Feldman; work on intercreditor analysis.	4.40
19/06/03	Prepare for inter-creditor negotiations; conferences with KO regarding preparing for negotiations; calls with C. Hemme and T. Jones re same; review emails from DT and claim analysis; calls with S&S; review Verizon motion and objections.	5.10
20/06/03	Review / respond to emails from DT regarding sharing methodology; calls with D. Feldman review objections to Verizon motion; telephone conferences with J. Pollack; telephone conferences with S&S; emails to client; calls with FTI.	4.20
23/06/03	Exchange emails with DT regarding intercreditor analysis; extended calls with DT regarding same; review DT analysis; work on counterproposal; conferences with KO regarding same; calls with FTI; telephone conferences with T. Jones and C. Hemme; calls with S&S; extended calls with CC counsel regarding Intercreditor analysis.	7.10
24/06/03	Review / respond to emails from DT regarding waterfall analysis; work on same; review FTI discussion topics; emails to client regarding same; prepare for client calls; attend on same; call with FTI; CC call; call with DT regarding waterfall analysis (and with CC counsel); review email from S&S; calls with D. Feldman.	6.90
25/06/03	Conferences with KO regarding intercreditor analysis, Judge Beatty hearing and bank meeting; multiple calls with DT and CC counsel regarding analysis; prepare for bank meeting; work on amending analysis; client calls; finalize bank presentation.	8.80
26/06/03	Prepare for and attend at bank/CC negotiation; extended calls with client regarding same; work on updated recovery analysis with DT; multiple calls with CC counsel.	9.10

Nortel Networks, Inc.  
 FILE NUMBER: P1178.00401  
 INVOICE NO.: 20005921

Jul 15, 2003

PAGE 4

27/06/03	Respond to emails from DT; calls with CC counsel and bank counsel; consider and worn on settlement; telephone conference with D. Bartner.	8.80
30/06/03	Work on Intercreditor Term sheet; exchange emails with FTI, CC counsel et al regarding same; telephone conference with T.Jones; telephone conferences with CC counsel and bank counsel.	5.10
SERVICES OF Karen Ostad -----		
30/05/03	Conference with G. Lee, J. Driscoll, D. Gielchinsky regarding intercreditor issues and research.	1.50
02/06/03	Review and analyze documents received from Alix Associates responding to due diligence requests; calls with D. Bartner and GSL regarding banks' proposed plan distribution scheme; call with T. Jones, C. Hemme and GSL regarding same; review D. Gielchinsky research memo on guaranty infirmities.	8.00
03/06/03	Attend creditors' committee meeting at Kramer Levin regarding Debtors' top 50 claim analysis and Verizon claim matters; and C. Hemme regarding committee meeting and related issues.	4.50
04/06/03	Meet with T. Jones to prepare claims recovery spread sheet based on debtor's claims presentation yesterday; meetings with C. Hemme and T. Jones regarding intercreditor issues; meet with J. Reynolds regarding Mass business tax issue; review further responses to information request to Alix Associates.	12.50
05/06/03	Meet with J. Reynolds regarding Business Trust tax issues.	.80
10/06/03	Attend committee call; review FTI analysis regarding analysis regarding plan distributions; meeting at D. Bartner's office regarding FTI analysis.	4.10
12/06/03	Call with J. Pollock and GSL regarding FTI numbers.	1.20
16/06/03	Review Deloitte & Touche revised analysis; call with GSL and T. Jones regarding Deloitte & Touche numbers.	2.50

Nortel Networks, Inc.  
 FILE NUMBER: P1178.00401  
 INVOICE NO.: 20005921

Jul 15, 2003

PAGE 5

17/06/03	Call with T. Jones regarding exclusivity; call with GSL and J. Pollock of Deloitte and Touche regarding revised claims and distribution projectus; review revised Deloitte & Touche numbers.	3.00
18/06/03	Call with J. Pollock and GSL regarding revised numbers and potential meeting with banks and committee on Friday; review exclusivity motion.	3.80
19/06/03	Review J. Pollock e-mails, charts; conference with G. Lee regarding same; call with J. Pollock regarding plan distribution numbers and top 50 claims.	3.50
20/06/03	Conferences with G. Lee, T. Jones, C. Hemme regarding call with D. Feldman; review amended D&T charts.	2.80
23/06/03	Call with J. Pollock, M. Taylor of D&T and G. Lee regarding revised waterfall; conference with G. Lee regarding counter offer to banks.	2.90
25/06/03	Calls with D&T and D. Feldman regarding revised charts and numbers for plan distribution; calls with T. Jones and conferences with G. Lee regarding formulating plan proposal to banks.	9.50
26/06/03	Preparation for and attend meeting at Shearman regarding plan distribution; calls with T. Jones, C. Hemme regarding same; conference with GSL regarding plan term sheet.	7.00
30/06/03	Review amended term sheet for plan distribution. Calls with K. Drewski and C. Hemme regarding same. Call with J. Narmore regarding same.	2.00
SERVICES OF Jennifer Driscoll		
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05/06/03	Attended meeting w/bank creditors.	3.00
09/06/03	Correspondence w/S. Spevak of Shearman & Sterling.	.30

Nortel Networks, Inc.  
 FILE NUMBER: P1178.00401  
 INVOICE NO.: 20005921

Jul 15, 2003

PAGE 6

25/06/03 Participated in conference calls w/GSL, KO, D&T and D. Feldman (Kramer Levin) regarding projected recovery analysis. .80

SERVICES OF Dina Gielchinsky  
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01/06/03 Prepare memorandum regarding avoiding fraudulent conveyance from GI to GSI; research caselaw and secondary materials regarding fraudulent conveyances in context of guarantees. 5.00

02/06/03 Prepare memorandum regarding fraudulent conveyance of guaranty; research caselaw regarding equitable subordination of bank claims. 7.00

09/06/03 Examine secondary case law regarding banks' behavior amounting to equitable subordination. 1.00

Nortel Networks, Inc.  
 FILE NUMBER: P1178.00401  
 INVOICE NO.: 20006182

Aug 15, 2003

PAGE 2

## Time Report

## SERVICES OF Gary Lee

01/07/03	Meet with D. Feldman; Genuity call; calls with D. Bartner; review summary of intercreditor issues; working on term sheets.	5.10
02/07/03	Work on term sheets; calls with CC counsel and bank counsel; exchange emails with CC counsel.	4.10
07/07/03	Work on term sheets; conferences with KO regarding settlement; telephone conference with C.Hemme re same.	3.10
08/07/03	Review July outlook; email DT regarding same; same; review Verizon objection; review emails from DT regarding waterfall analysis; emails to CC counsel.	3.40
09/07/03	CC call; call with CC counsel regarding disclosure statement issues; consider same; exchange emails with CC.	2.40
10/07/03	Telephone conferences with CC counsel; calls with debtors counsel regarding settlement.	.70
11/07/03	Calls with CC counsel regarding settlement; call to C.Hemme regarding status; telephone conference with debtor's counsel regarding settlement.	.90
15/07/03	Calls with T.Jones and C.Hemme; review emails from DT regarding estate outlook and set-off issues; email to DT regarding waterfall analysis; email to debtor's counsel.	2.80
16/07/03	Review emails from J. Narmore regarding Verizon and disclosure statement; review disclosure statement insert regarding intercreditor analysis; telephone conference with D. Moynihan, emails to client regarding settlement status; review email from debtor counsel; respond to same.	5.80
17/07/03	Complete reviews of disclosure statement; review / respond to emails from FTI, debtor and CC counsel regarding waterfall analysis; email to Genuity; conference with KO regarding disclosure issues; consider comments on disclosure statement; calls with M. Taylor regarding updated analysis; telephone	5.40

Nortel Networks, Inc.  
 FILE NUMBER: P1178.00401  
 INVOICE NO.: 20006182

Aug 15, 2003

PAGE 3

conference with S. Spevak and D. Bartner;  
 telephone conference with D. Feldman; calls  
 with debtor's counsel.

18/07/03 Calls with debtor regarding settlement; review disclosure statement amendments; calls with CC and bank counsel regarding same; calls with DT et al regarding disclosure statement; review edits to disclosure statement. 2.20

21/07/03 Calls with CC counsel and banks regarding calls disclosure statement; call with Genuity; with Debtor's counsel; review emails regarding disclosure statement. 2.90

22/07/03 Calls with D.Feldman and D. Bartner regarding disclosure; timing of plan and board approval; review set-off motion by Citibank; conferences with KO regarding same; review draft disclosure statement; review amended waterfall analysis. 3.80

23/07/03 Calls with DT regarding waterfall analysis; review flow of changes to same; telephone conference with D.Feldman. 2.60

24/07/03 Review/respond to emails from CC counsel and banks regarding disclosure issues; extended calls with CC counsel, banks and debtor regard same; begin to review plan. 2.10

25/07/03 Review and consider draft plan and liquidating trust; calls with debtor's counsel; exchange emails with Genuity; client calls; review and consider comments on plan of liquidation; exchange emails with CC counsel regarding trust structure; review amendments to disclosure statement insert from debtor; calls with bank counsel; CC calls. 5.80

28/07/03 Calls with D. Feldman and Sherman regarding plan, disclosure statement. .60

29/07/03 Review emails regarding plan, disclosure statement and liquidating trust; extended telephone conferences with S. Spevak regarding same; conferences with KO; extended telephone conferences with D. Feldman; calls with debtors counsel; work on disclosure issues. 4.10

Nortel Networks, Inc.  
 FILE NUMBER: P1178.00401  
 INVOICE NO.: 20006182

Aug 15, 2003

PAGE 4

30/07/03	Review amended disclosure statement inserts from banks and CC counsel.; respond to same; review emails regarding plan timing; respond to same; review emails regarding plan structure; respond to same; conferences with KO regarding same.	3.60
31/07/03	Reviewing plan liquidation trust amendments; calls with CC counsel regarding same; conference with KO regarding same; emails to debtor's counsel; calls with CC counsel regarding liquidation trust; call with C. Hemme; review disclosure statement draft from banks.	4.60
SERVICES OF Karen Ostad		
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01/07/03	Calls with C. Hemme, J. Narmore regarding termsheets. Review and revise same. Attend Genuity Committee conference call.	4.50
02/07/03	Review and comment on revised intercreditor term sheets.	1.00
07/07/03	Review revised intercreditor termsheet. Review July estate outlook.	1.50
08/07/03	Review revised intercreditor termsheet.	.30
16/07/03	Review and revise disclosure statement insert regarding intercreditor settlement.	2.50
17/07/03	Conference with J. Driscoll and D. Gielchinsky, regarding comments to disclosure statement insert. Call and email with J. Narmore regarding same. Conference with G. Lee regarding same.	3.00
18/07/03	Review revised disclosure statement insert. Calls with J Narmore, G. Lee regarding same. Email J. Narmore regarding same.	2.00
22/07/03	Review updated waterfall analysis.	.30
24/07/03	Review draft plan.	3.00
25/07/03	Review revised disclosure statement. Discuss same with G. Lee.	3.50
29/07/03	Review and draft comments to disclosure statement insert. Conference with G. Lee regarding same.	1.50

Nortel Networks, Inc.  
FILE NUMBER: P1178.00401  
INVOICE NO.: 20006182

Aug 15, 2003

PAGE 5

31/07/03	Review and comment on Plan and Disclosure Statement; conference with GSL regarding settlement issues.	3.00
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Nortel Networks, Inc.  
 FILE NUMBER: P1178.00401  
 INVOICE NO.: 20006237

Sep 29, 2003

PAGE 2

SERVICES OF Gary Lee

01/08/03	Review 8/1 draft of disclosure statement; comment on same; extended calls with D. Feldman; calls with CC counsel and bank counsel regarding comments on plan, liquidating trust and amendments to disclosure statement; work on revisions to liquidation trust and plan; telephone conferences with debtor's counsel.	4.30
04/08/03	Review plan comments from S&S; Review motions to extend exclusivity and shorter notice on disclosure hearing / statement; review plan amendments by CC and Lovells; end comments on plan; call with C. Hemme regarding settlement status and liquidating trust; review flash report; extended calls with CC counsel and bank counsel regarding plan and comments on same, and regarding liquidating trust; call with debtor; CC call.	5.40
05/08/03	Review disclosure statement draft of 8/5; review CC comments on disclosure statement; calls with debtor's counsel and debtor; client calls regarding same; calls with CC counsel; exchange emails with CC and debtor regarding disclosure statement comments; conference with JD regarding same.	5.00
06/08/03	Meet with debtors, CC counsel and banks regarding plan and disclosure statements and regarding process; review debtor's mark - up of plan; telephone conference with C. Hemme; exchange emails with D. Moynihan; calls with D. Feldman regarding disclosure / plan issues; review bank comments on disclosure statement.	6.30
08/08/03	Review mutual / orders regarding plan exclusivity and notice; review 8/7 CC draft of disclosure statement; review / respond to client emails; telephone conferences with debtor's counsel; client calls; calls with D. Feldman and with D. Bartner.	3.30

Nortel Networks, Inc.  
 FILE NUMBER: P1178.00401  
 INVOICE NO.: 20006237

Sep 29, 2003

PAGE 2

11/08/03	Conferences with D. Feldman regarding disclosure issues; CC call; call with debtor; review Flash report; calls to C. Hemme; call to T. Jones.	2.90
12/08/03	Meet with D. Feldman regarding disclosure, disclosure statement, debtor negotiations and liquidating trust; review email from D. Feldman regarding status; client calls; calls with CC counsel; review letter from Ropes & Gray; and hearing transcript; work on disclosure insert; email regarding Nortel position to CC; calls with S. Spevak D. Bartner; begin to review amended trust agreement.	6.80
13/08/03	Work on disclosure language; review revised Intercreditor disclosure; emails to client regarding same; review amended trust agreement; multiple client calls; review emails from client; emails to CC; meet with KO regarding settlement and open issues; work on plan amendments; prepare for meeting with Ropes and Gray; call with CC counsel and banks regarding plan amendments.	8.00
14/08/03	Meet with D. Feldman regarding plan and disclosure issues; attend meeting with debtor, CC etc., regarding plan; emails to client; client calls; work on plan riders.	4.50
20/08/03	Review revised (8/20) plan and disclosure statement; emails to KO regarding same; calls with KO regarding status.	5.80
22/08/03	Review amended trust, plan and disclosure statement.	3.90
25/08/03	Review 8/25 plan and disclosure statement.	3.30
SERVICES OF Karen Ostad		
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04/08/03	Review and comment on revised disclosure statement; call w/GSL regarding same.	3.00
05/08/03	Review and comment on revised disclosure statement.	2.50

Nortel Networks, Inc.  
FILE NUMBER: P1178.00401  
INVOICE NO.: 20006237

Sep 29, 2003

PAGE 3

12/08/03	Review R. Martin letter to D. Feldman regarding open issues on disclosure statement; review related transcript; call with GSL regarding same.	1.30
13/08/03	Review Kramer Levin inserts to disclosure statement; review trust agreement; review amended plan.	7.00
14/08/03	Review disclosure statement comments; attend meeting at Ropes and Gray regarding plan comments.	5.50
18/08/03	Attend committee call; Review flash report.	1.30
20/08/03	Review revised plan and disclosure statement.	5.00
21/08/03	Call with J. Tadelis of Kramer regarding Plan trust agreement.	.50
22/08/03	Attend committee call with Debtor regarding plan; Review revised plan and disclosure statement.	2.50
24/08/03	Attend committee call with debtor regarding disclosure statement. Review comments of debtor and committee to plan and disclosure statement.	4.00
25/08/03	Review revised plan and disclosure statement.	2.80
26/08/03	Review and revise trust agreement; Review filed plan and disclosure statement.	7.50
27/08/03	Review and revise liquidating trust agreement.	4.50
29/08/03	Review disclosure statement markup.	1.00

Nortel Networks, Inc.  
 FILE NUMBER: P1178.00401  
 INVOICE NO.: 20006414

Oct 16, 2003

PAGE 2

## Time Report

## SERVICES OF Gary Lee

02/09/03	Review cash flow summaries; draft comments on Liquidation Agreement.	2.00
04/09/03	Review comments on plan and disclosure statement; extended conferences with CC counsel regarding liquidating trust issues; plan status and comments on disclosure statement.	3.30
05/09/03	Call with D. Feldman regarding status, liquidating trust, potential claims etc...; telephone conference with C. Hemme; review amended disclosure statement and trust.	3.80
08/09/03	Review flash report; call with debtors CC meeting; review draft order approving disclosure statement.	2.20
09/09/03	Review tax comments on plan; review draft order regarding administrative claims; review disclosure statement objections; conference with KO and DG regarding same.	1.90
10/09/03	Review comments on disclosure statement order and related pleadings.	.80
12/09/03	Review emails from CC counsel; review amended Liquidating Trust agreement; telephone conferences D. Feldman.	1.20
15/09/03	Meet with D. Feldman; review flash report; call with debtor; CC call.	2.30
16/09/03	Calls with D. Feldman.	.40
18/09/03	Review modified Plan and Disclosure Statement.	4.20
19/09/03	Review comments on Genuity plan.	1.90
22/09/03	Review disclosure statement objections; call with D. Feldman regarding bank amendments to plan.	2.20
23/09/03	Review plan comments; review/consider multiple disclosure statement objections (Deutsche Bank, Trustee etc...); review CC amendments to disclosure statement and comments.	4.10

Nortel Networks, Inc.  
 FILE NUMBER: P1178.00401  
 INVOICE NO.: 20006414

Oct 16, 2003

PAGE 3

24/09/03	Continue review of disclosure statements objections; review emails from debtor regarding disclosure statement objections; extended call with D. Feldman regarding same; email to debtor's counsel regarding same.	3.30
25/09/03	Calls to C. Hemme and T. Jones regarding disclosure statement; calls with D. Feldman and D. Bartner; call with debtor review / respond to emails from debtor regarding disclosure statement hearing issues; emails to client regarding same; review / respond to emails regarding disclosure statement conferences; review disclosure statement mark - up.	4.20
26/09/03	Review multiple emails from CC counsel; debtor counsel and Sherman regarding DS hearing; consider DS objections; review amended plan and solicitation package.	2.50
29/09/03	Call with debtors, CC counsel and Sherman regarding disclosure statement revisions and hearing; review draft response to disclosure statement objections; prepare for hearing; review flash report; call with D. Feldman regarding hearing; review debtor response to objections.	6.90
30/09/03	Review amended liquidation trust agreement; review emails regarding disclosure statement amendments; attend disclosure statement hearing.	4.30
SERVICES OF Karen Ostad		
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05/09/03	Review and comment on plan markup.	.50
10/09/03	Review and consider D.S. markup.	1.00
15/09/03	Review and discuss liquidating trust agreement amendment.	3.00
28/09/03	Review responses to disclosure statement objections.	1.00

Nortel Networks, Inc.  
 FILE NUMBER: P1178.00401  
 INVOICE NO.: 20006483

Nov 18, 2003

PAGE 2

## Time Report

## SERVICES OF Gary Lee

01/10/03	Review amended disclosure statement inserts regarding intercreditor issues; call with debtor's and CC regarding objections to disclosure statement; telephone conferences with D. Feldman and banks regarding edits to disclosure statement.	3.00
02/10/03	Review marked disclosure statement for filing; review amended plan.	3.20
03/10/03	Review amended plan and disclosure statement (10/2 filed versions).	2.70
07/10/03	Review flash report; read disclosure order; committee call.	.90
09/10/03	Exchange emails regarding confirmation hearing; calls for CC counsel; emails to debtor; consider potential areas of direct testimony by Nortel for approval of plan and strategy for dealing with same.	2.70
10/10/03	Emails to CC counsel regarding confirmation hearing and solicitation package.	.40
14/10/03	Review flash report; review Verizon settlement recovery analysis.	.90
15/10/03	Debtor/CC call regarding Verizon; review proposals; review / respond to email from DT.	1.20
16/10/03	Calls with T. Jones regarding Verizon negotiations and call with debtors / CC; calls D. Feldman; call with debtor's / CC counsel; email to C. Hemme.	1.50
17/10/03	Conference with KO regarding Verizon call.	.20
20/10/03	Review flash report; call with debtor; review Verizon settlement analysis.	2.20
21/10/03	Review motion to authorize discovery of Verizon; review confirmation objection; review Deutsche objection.	1.80

Nortel Networks, Inc.  
 FILE NUMBER: P1178.00401  
 INVOICE NO.: 20006483

Nov 18, 2003

PAGE 3

23/10/03	Meet with D. Feldman regarding Verizon, L3 deal and confirmation hearing; review objections / motions filed with respect to Verizon; review settlement analysis prepared by debtor and CC counsel; call with debtor et al.	2.30
24/10/03	Review Deutsche objection to confirmation.	.90
27/10/03	Review flash report; call with debtor; OC call; review OC budget; review settlement scenarios.	.20
28/10/03	Review objection to confirmation; review / respond to emails regarding discovery on Committee.	.90
29/10/03	Review plan supplement; CC call regarding discovery from CC; review discovery requests; client call regarding discovery / confirmation hearing.	3.30
30/10/03	Conferences with DG regarding extent/scope of subpoena; telephone conference with D. Feldman; call to client regarding same.	.90
31/10/03	Review emails and attachments regarding DB discovery; respond to same.	1.50
	SERVICES OF Karen Ostad	
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02/10/03	Review comments of committee to plan and d.s.	1.00
28/10/03	Conference re Deutsche Bank discovery request.	.20
29/10/03	Attend call w/committee regarding Deutsche Bank subpoena.	1.20
	SERVICES OF Dina Gielchinsky	
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29/10/03	Attend conference call regarding discovery requests; attend conference call with C. Hemme and T. Jones regarding same; research regarding subpoenas issued on creditor committees, applicable privileges.	7.80
30/10/03	Research regarding service of subpoenas on representatives; 100 mile rule; 30(b)(6) deposition notices.	3.00
30/10/03	Research Rule 30(b)(6) service.	.70

Nortel Networks, Inc.  
 FILE NUMBER: P1178.00401  
 INVOICE NO.: 20006560

Dec 22, 2003

PAGE 2

## Time Report

## SERVICES OF Gary Lee

07/11/03	CC call with Genuity regarding L3; review objections to confirmation; telephone conference with T. Jones.	3.80
10/11/03	Review SBC objection; call with Genuity; CC call; extended call to CC counsel regarding ICG and confirmation objections; call with T. Jones regarding objections and discovery.	4.20
12/11/03	Review amended confirmation order.	.60
14/11/03	Review response to confirmation objections from CC and debtors, and marked liquidation plan; review Deutsche Bank response.	3.20
17/11/03	Prepare for and attend confirmation hearing.	9.40
18/11/03	Call with D. Feldman; meet regarding confirmation and OC issues.	.50
19/11/03	Conference with D. Feldman regarding settling confirmation order; conference with KO regarding same and ongoing issue regarding bank settlement.	1.70
20/11/03	Review amended confirmation order.	.50

## SERVICES OF Dina Gielchinsky

17/11/03	Review debtors' memorandum in support of confirmation, amended plan; attend confirmation hearing.	7.80
20/11/03	Attend hearing regarding Verizon settlement, confirmation order.	3.50