

**UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK**

IN RE NORTEL NETWORKS CORP.
SECURITIES LITIGATION

This Document Relates To:

ALL ACTIONS

Master File No. 05 MD 1659 (LAP)

ECF Filed

**NOTICE OF LEAD PLAINTIFFS' MOTION FOR FINAL APPROVAL OF
PROPOSED SETTLEMENT AND PLAN OF ALLOCATION;
FOR CERTIFICATION OF THE CLASS FOR SETTLEMENT PURPOSES; AND
FOR AN AWARD OF ATTORNEYS' FEES AND REIMBURSEMENT OF
LITIGATION EXPENSES**

PLEASE TAKE NOTICE that on October 26, 2006, upon the accompanying (i) Lead Plaintiffs' Memorandum of Law in Support of Final Approval of Settlement and Plan of Allocation and Certification of the Class for Settlement Purposes, (ii) Memorandum of Law in Support of Lead Counsel's Application for an Award of Attorneys' Fees and Reimbursement of Litigation Expenses, (iii) the Declaration of John P. Coffey in Support of Proposed Settlement, Plan of Allocation and Award of Attorneys' Fees and Reimbursement of Litigation Expenses (the "Coffey Declaration"), and, as exhibits to the Coffey Declaration, (iv) the Joint Declaration of Michael Padfield and C. Judson Hamlin in Support of Final Approval of Settlement, Plan of Allocation and Awards to Counsel of Attorneys' Fees and Reimbursement of Litigation Expenses; (v) the Joint Declaration of David C. Light and Joseph E. Mullin in Support of Final Approval of Settlement and Awards to Counsel of Attorneys' Fees and Reimbursement of Litigation Expenses; and (vi) Affidavit of Candace L. Preston, Lead Plaintiffs, through

their undersigned counsel, will move this court pursuant to Rule 23 of the Federal Rules of Civil Procedure and the Preliminary Order for Notice and Hearing in Connection with Settlement Proceedings, entered June 29, 2006, before the Honorable Loretta A. Preska, United States District Judge, at the United States District Court for the Southern District of New York, Daniel Patrick Moynihan United States Courthouse, Courtroom 12A, 500 Pearl Street, New York, New York, for entry of an order (i) approving the settlement with all defendants, (ii) approving the plan of allocation, (iii) certifying the Class for settlement purposes, and (iv) awarding attorneys' fees and reimbursement of litigation expenses to Lead Counsel on behalf of Plaintiffs' Counsel.

Dated: September 5, 2006
New York, New York

Respectfully submitted,

/s/ John P. Coffey

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