

COURT OF APPEAL FOR ONTARIO

**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, NORTEL NETWORKS TECHNOLOGY CORPORATION, NORTEL
COMMUNICATIONS INC., ARCHITEL SYSTEMS CORPORATION and
NORTHERN TELECOM CANADA LIMITED**

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

FACTUM OF THE NORTEL CANADIAN CONTINUING EMPLOYEES

Date: February 21, 2017

NELLIGAN O'BRIEN PAYNE LLP
Suite 1500, 50 O'Connor Street
Ottawa, Ontario K1P 6L2
Janice Payne
Christopher C. Rootham
Email: janice.payne@nelligan.ca
christopher.rootham@nelligan.ca
Tel: 613-231-8245
Fax: 613-788-3655

SHIBLEY RIGHTON LLP
700-250 University Avenue
Toronto, Ontario M5H 3E5
Thomas McRae
Email: thomas.mcrae@shibleyrighton.com
Tel: 416-214-5200
Fax: 416-214-5400

Lawyers for Nortel Canadian Continuing
Employees

TO: THE SERVICE LIST

AND TO: JOSEPH GREG McAVOY
Kingsland Terrace Supportive Living Facility Suite 1, Room 2
835 68 Ave SW
Calgary AB
T2V 0N5
587-582-8804
dignum.mcavoy@gmail.com

Self-represented applicant for leave to appeal

AND TO: JENNIFER HOLLEY
2034 River Road
Ompah, ON
K0H 2J0
613-479-2653
jholley@xplornet.com

Self-represented applicant for leave to appeal

OVERVIEW

1. By court order dated July 22, 2009, Dany Sylvain and Kent Felske were appointed to represent the interests of Nortel non-union Canadian employees whose employment is continuing with Nortel or with the purchasers of Nortel's assets (the "Nortel Canadian Continuing Employees"). There are approximately 2,044 Nortel Canadian Continuing Employees.

2. At the Creditors' Meeting and on the Sanction motion the Nortel Canadian Continuing Employees supported the Plan. On this motion the Nortel Canadian Continuing Employees support the position of the Monitor and the Canadian Debtors and the Court-Appointed Representatives of Former and Disabled Employees, and ask that the motion for leave to appeal be dismissed.

PART I - STATEMENT OF FACTS

3. Please see the factums of the Monitor and the Canadian Debtors and of the Court-Appointed Representatives of Former and Disabled Employees.

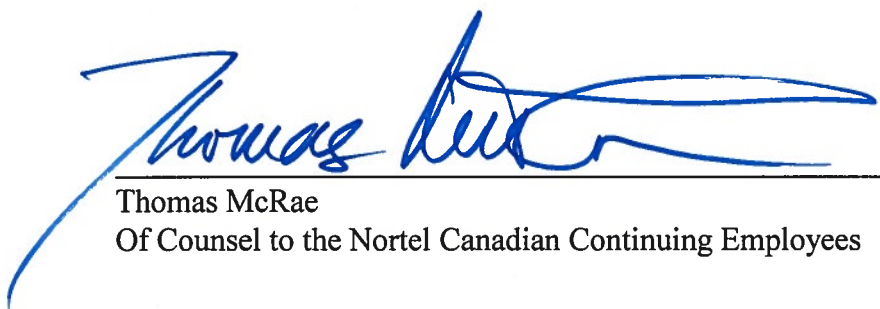
PART II - RESPONDING PARTIES' POSITIONS

4. The Nortel Canadian Continuing Employees support the positions of the Monitor and the Canadian Debtors and of the Court-Appointed Representatives of Former and Disabled Employees.

PART III - ADDITIONAL ISSUES

5. The Nortel Canadian Continuing Employees raise no additional issues.

ALL OF WHICH IS RESPECTFULLY SUBMITTED,



Thomas McRae
Of Counsel to the Nortel Canadian Continuing Employees

February 21, 2017

SCHEDULE "A"
List of Authorities Referred to

n/a

SCHEDULE "B"
Text of Relevant Provisions of Statutes, etc.

n/a

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, NORTEL NETWORKS TECHNOLOGY CORPORATION, NORTEL
COMMUNICATIONS INC., ARCHITEL SYSTEMS CORPORATION and NORTHERN TELECOM CANADA LTD.

Court of Appeal No. M47511
Court File No. 09-CL-7950

COURT OF APPEAL FOR ONTARIO

**FACTUM OF NORTEL CANADIAN
CONTINUING EMPLOYEES**

SHIBLEY RIGHTON LLP
Barristers & Solicitors
700-250 University Avenue
Toronto, Ontario
M5H 3E5

Thomas McRae (LSUC No. 32375U)
Tel: 416-214-5206
Fax: 416-214-5400

Email: thomas.mcrae@shibleyrighton.com

Lawyers for Nortel Continuing Canadian
Employees