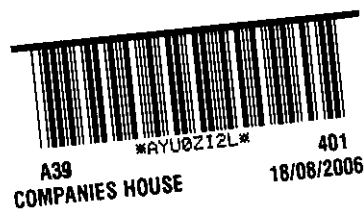


Company No: 2480308

**NORTHERN TELECOM PCN LIMITED**  
**DIRECTORS' REPORT AND ACCOUNTS**  
**FOR THE YEAR ENDED 31 DECEMBER 2005**



**NORTHERN TELECOM PCN LIMITED**

**REPORT OF THE DIRECTORS**

**FOR THE YEAR ENDED 31 DECEMBER 2005**

The director submits the annual report and accounts for the year ended 31 December, 2005.

**PRINCIPAL ACTIVITY AND RESULTS**

The Company has not traded during the year ended 31 December 2005. There has been no income or expenditure and therefore no change in the Company's position. Any expenses have been met by the Company's parent company, Nortel Networks UK Limited.

**DIRECTORS**

The following served as directors of the Company during the period:

DS Gill

**DIRECTORS' INTERESTS**

The directors held no declarable interests in any Group company at 31 December 2005.

**AUDITORS**

For the year ended 31 December 2005 the company was entitled to exemption under section 249aa(1) of the Companies Act 1985.

**BY ORDER OF THE BOARD**

Registered Office:

Maidenhead Office Park  
Westacott Way  
Maidenhead  
Berkshire  
SL6 3QH



DS Gill  
Sole Director

Date 8 August 2006

**NORTHERN TELECOM PCN LIMITED**  
**BALANCE SHEET at 31 December 2005**

	Note	2005 £	2004 £
<b>CURRENT ASSETS</b>			
Debtors - Amounts owed by fellow subsidiary undertakings		30	30
<b>CURRENT LIABILITIES</b>			
Creditors – Amounts owed to fellow subsidiary undertakings		(9,200)	(9,200)
		<hr/>	<hr/>
<b>NET ASSETS</b>		(9,170)	(9,170)
		<hr/>	<hr/>
<b>CAPITAL AND RESERVES</b>			
Called up share capital	2	5	5
Profit and Loss Account		(9,175)	(9,175)
		<hr/>	<hr/>
<b>TOTAL SHAREHOLDERS FUNDS</b>		(9,170)	(9,170)
		<hr/>	<hr/>

For the year ended 31 December 2005 the company was entitled to exemption under section 249aa(1) of the Companies Act 1985.

No members have required the company to obtain an audit of its accounts for the year in question in accordance with Section 249b(2).

The director's acknowledge their responsibility for: (i) ensuring the company keeps accounting records which comply with section 221: and (ii) preparing accounts which give a true and fair view of the state of affairs of the company as at the end of its financial year, and of its profit and loss for the financial year in accordance with section 226, and which otherwise comply with the requirements of the Companies Act relating to accounts, so far as applicable to the company.

These financial statements were approved by the Sole Director.  
Signed by Sole Director



DS Gill  
Director

Date 8 August 2006

The accompanying notes are an integral part of this balance sheet.

**NORTHERN TELECOM PCN LIMITED**

**NOTES TO THE ACCOUNTS  
FOR THE YEAR ENDED 31 DECEMBER 2005**

**1. ACCOUNTING POLICIES**

The financial statements have been prepared in accordance with applicable accounting standards. The particular accounting policy, which has been applied consistently, is set out below.

**Basis of Accounting:**

The financial statements have been prepared in accordance with the historical cost basis of accounting.

**2. CALLED UP SHARE CAPITAL**

The authorised share capital consists of five thousand Ordinary shares of £1 each which are allotted and fully paid up.

**3. ULTIMATE HOLDING COMPANY**

The Company's ultimate parent company and the parent undertaking of the largest group which includes the Company and for which group accounts are prepared is Nortel Networks Corporation, a company registered in Canada. The parent undertaking of the smallest such group is Nortel Networks UK Limited, a company registered in England. Copies of the group financial statements of Nortel Networks Corporation are available from Nortel Networks, One Brunswick Square, Atrium Suite 100, Saint John, New Brunswick, E2L 4VL, Canada. Copies of the group financial statements of Nortel Networks UK Limited are available from Companies House, Crown Way, Maindy, Cardiff, CF4 3UZ.

**Week Commencing: 7<sup>th</sup> August 2006**

<b>Name/Contact No.</b>	<b>Monday</b>	<b>Tuesday</b>	<b>Wednesday</b>	<b>Thursday</b>	<b>Friday</b>
Dave Andrews x 742 2980 Mob: 6 748 1456 (07740 531456)	HAL	HAL	HAL	HAL	HAL
Pascale Frossard 560-8057 Mob: 6 748 1503 (07740 671503)	MOP	Teleworking	Teleworking	MOP	MOP
Philip Thomas x 560 2076 Mob: 6 748 9148	MOP	MOP	MOP	LEAVE	MOP
Stephen Gutsell x 742 5680 Mob: 6 748 1724 (07740 671724)	HAL	HAL	LEEDS	LEEDS	Teleworking
Lynne Powell x 742 3720 Mob : 6 748 0707 (07740 670707)	HAL	HAL	HAL	HAL	HAL
Robert Shales x742 5460 Mob : 6 749 2417 (07909 532417)	Teleworking	Teleworking	Teleworking	Teleworking	Teleworking
Graham Sinyard x 742 2910 Mob : 5 748 3503	HAL	HAL	LEEDS	LEEDS	Teleworking
Alan Shiell x 560 8478 Mob : 6 748 5289	LEAVE	LEAVE	LEAVE	LEAVE	LEAVE
Brenda Dandridge x 560 2017	MOP	MOP	MOP	MOP	MOP
Svetlana Kuznetsova x 724 5020 Mob : +7 495 410 4862	OFFICE	OFFICE	OFFICE	OFFICE	OFFICE