

SRF 19930

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

In re:	)	Chapter 11
	)	
AVAYA INC., <i>et al.</i> <sup>1</sup>	)	Case No. 17-10089 (SMB)
	)	
Debtors.	)	(Jointly Administered)
	)	

**NOTICE OF HEARING TO CONSIDER CONFIRMATION  
OF THE SECOND AMENDED CHAPTER 11 PLAN FILED BY THE  
DEBTORS AND RELATED VOTING AND OBJECTION DEADLINES**

**PLEASE TAKE NOTICE THAT** on October 31, 2017, the United States Bankruptcy Court for the Southern District of New York (the “Court”) entered an order (the “Continued Solicitation Order”), (a) authorizing Avaya Inc. and its affiliated debtors and debtors in possession (collectively, the “Debtors”), to solicit acceptances for the *Second Amended Joint Chapter 11 Plan of Reorganization of Avaya Inc. and its Debtor Affiliates* (as modified, amended, or supplemented from time to time, the “Plan”); (b) approving a supplement (the “Disclosure Statement Supplement”) to the *Disclosure Statement for the Joint Chapter 11 Plan of Reorganization of Avaya Inc. and its Debtor Affiliates* (the “Disclosure Statement”)<sup>2</sup> as, together with the Disclosure Statement, containing “adequate information” pursuant to section 1125 of the Bankruptcy Code; (c) approving the supplemental solicitation materials and documents to be included in a supplemental solicitation package; and (d) approving procedures for continued soliciting, receiving, and tabulating votes on the Plan and for filing objections to the Plan.

**PLEASE TAKE FURTHER NOTICE THAT** the hearing at which the Court will consider Confirmation of the Plan (the “Confirmation Hearing”) will commence on **November 28, 2017, at 2:00 p.m.** prevailing Eastern Time, before the Honorable Stuart M. Bernstein, in the United States Bankruptcy Court for the Southern District of New York, located at One Bowling Green, New York, New York 10004-1408.

<sup>1</sup> The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, include: Avaya Inc. (3430); Avaya CALA Inc. (9365); Avaya EMEA Ltd. (9361); Avaya Federal Solutions, Inc. (4392); Avaya Holdings Corp. (9726); Avaya Holdings LLC (6959); Avaya Holdings Two, LLC (3240); Avaya Integrated Cabinet Solutions Inc. (9449); Avaya Management Services Inc. (9358); Avaya Services Inc. (9687); Avaya World Services Inc. (9364); Octel Communications LLC (5700); Sierra Asia Pacific Inc. (9362); Sierra Communication International LLC (9828); Technology Corporation of America, Inc. (9022); Ubiquity Software Corporation (6232); VPNet Technologies, Inc. (1193); and Zang, Inc. (7229). The location of Debtor Avaya Inc.’s corporate headquarters and the Debtors’ service address is: 4655 Great America Parkway, Santa Clara, CA 95054.

<sup>2</sup> Capitalized terms not otherwise defined herein shall have the same meanings set forth in the Plan or Disclosure Statement, as applicable.

**Please be advised:** The Confirmation Hearing may be continued from time to time by the Court or the Debtors without further notice other than by such adjournment being announced in open court, by Agenda Filed with the Court, and by a Notice of Adjournment Filed with the Court and served on all parties entitled to notice.

### **CRITICAL INFORMATION REGARDING VOTING ON THE PLAN**

**Voting Record Date.** The voting record date is **August 25, 2017** (the “Voting Record Date”), which is the date for determining which Holders of Claims in Classes 3(A), 3(B), 4, 5, and 6 are entitled to vote on the Plan.

**Voting Deadline.** The deadline for voting on the Plan is on **November 24, 2017, at 4:00 p.m.** prevailing Eastern Time (the “Voting Deadline”). If you received a Supplemental Solicitation Package, including a Ballot and intend to vote on the Plan you **must**: (a) follow the instructions carefully; (b) complete **all** of the required information on the ballot; and (c) execute and return your completed Ballot according to and as set forth in detail in the voting instructions so that it (or the Master Ballot submitted on your behalf, as applicable) is **actually received** by the Debtors’ notice and claims agent, Prime Clerk LLC (the “Notice and Claims Agent”) on or before the Voting Deadline. **A failure to follow such instructions may disqualify your vote.**

### **CRITICAL INFORMATION REGARDING OBJECTING TO THE PLAN**

**Article VIII of the Plan contains Release, Exculpation, and Injunction provisions, and Article VIII.D contains a Third-Party Release. Thus, you are advised to review and consider the Plan carefully because your rights might be affected thereunder.**

**Plan Objection Deadline.** The deadline for filing objections to the Plan is **November 24, 2017, at 4:00 p.m.** prevailing Eastern Time (the “Plan Objection Deadline”). All objections to the relief sought at the Confirmation Hearing **must**: (a) be in writing; (b) conform to the Bankruptcy Rules, the LBRs, and any orders of the Court; (c) state, with particularity, the legal and factual basis for the objection and, if practicable, a proposed modification to the Plan (or related materials) that would resolve such objection; and (d) be filed with the Court (contemporaneously with a proof of service) and served upon the following parties so as to be **actually received** on or before **November 24, 2017, at 4:00 p.m.** prevailing Eastern Time:



<p><b>Debtors</b></p> <p>Avaya Inc. 4655 Great America Parkway Santa Clara, CA 95054 Attn.: Amy Fliegelman Olli</p>	<p><b>Counsel to the Debtors</b></p> <p>Kirkland &amp; Ellis LLP 601 Lexington Avenue New York, New York 10022-4611 Attn.: James H.M. Sprayregan, P.C. Jonathan S. Henes</p> <p>300 North LaSalle Chicago, Illinois 60654 Attn.: Patrick J. Nash, Jr., P.C. Ryan Preston Dahl Bradley Thomas Giordano</p>
<p><b>United States Trustee</b></p> <p>Office of the United States Trustee for the Southern District of New York 201 Varick Street, Suite 1006 New York, New York 10014 Attn.: Susan Golden</p>	<p><b>Counsel to the Creditors' Committee</b></p> <p>Morrison &amp; Foerster LLP 250 West 55th Street New York, New York 10019-9601 Attn: Lorenzo Marinuzzi; Erica J. Richards</p>
<p><b>Administrative agent under the Debtors' Cash Flow Credit Agreement</b></p> <p>Citibank, National Association, 1615 Brett Road OPS III, New Castle, Delaware 19720, Attn: David Leland</p>	<p><b>Counsel to the agent under the Debtors' Cash Flow Credit Agreement</b></p> <p>Davis Polk &amp; Wardwell LLP 450 Lexington Avenue New York, New York 10017 Attn: Damian S. Schaible; Aryeh Falk</p>
<p><b>Administrative agent under the Debtors' Domestic ABL Credit Agreement</b></p> <p>Citicorp USA, Inc., 390 Greenwich St., 1/F, New York, New York 10013 Attn: Brendan Mackay</p>	<p><b>Counsel to the agent under the Debtors' Domestic ABL Credit Agreement</b></p> <p>Skadden, Arps, Slate, Meagher &amp; Flom LLP Four Times Square New York, New York 10036 Attn: J. Eric Ivester; Christopher M. Dressel</p>
<p><b>Indenture trustee under the Debtors' 7.00% Senior Secured Notes</b></p> <p>The Bank of New York Mellon Trust Company, N.A., 525 William Penn Place, 38th Floor, Pittsburgh PA 15259 Attn: J. Christopher Howe</p>	<p><b>Counsel to the indenture trustee under the Debtors' 7.00% Senior Secured Notes</b></p> <p>Morgan, Lewis &amp; Bockius LLP 101 Park Avenue New York, New York 10178 Attn: Glenn E. Siegel; Joshua Dorchak; Rachel Jaffe Mauceri</p>

<b>Indenture trustee under the Debtors' 9.00% Senior Secured Notes</b>	<b>Counsel to the indenture trustee under the Debtors' 9.00% Senior Secured Notes</b>
The Bank of New York Mellon Trust Company, N.A., 525 William Penn Place, 38th Floor, Pittsburgh PA 15259, Attn: Mellissa Urishko	Morgan, Lewis & Bockius LLP 101 Park Avenue New York, New York 10178 Attn: Glenn E. Siegel; Joshua Dorchak; Rachel Jaffe Mauceri
<b>Indenture trustee under the Debtors' Second Lien Notes</b>	<b>Counsel to the indenture trustee of the Debtors' Second Lien Notes</b>
Wilmington Savings Fund Society, FSB 500 Delaware Avenue, 11th Floor Wilmington, Delaware 19801 Attn: Geoffrey J. Lewis	Wilmer Cutler Pickering Hale and Dorr LLP 7 World Trade Center 250 Greenwich Street New York, New York 10007 Attn: Andrew Goldman

**ADDITIONAL INFORMATION**

**Obtaining Solicitation Materials.** The materials in the Supplemental Solicitation Package are intended to be self-explanatory. If you should have any questions or if you would like to obtain additional solicitation materials (or paper copies of solicitation materials if you received a flash drive or CD-ROM), please feel free to contact the Debtors' Notice and Claims Agent, by: (a) calling the Debtors' restructuring hotline at (855) 252-2156; (b) visiting the Debtors' restructuring website at: <https://cases.primeclerk.com/avaya>; and/or (c) writing to Prime Clerk LLC, Attn: Avaya Inc. Ballot Processing, c/o Prime Clerk LLC, 830 3rd Avenue, 3rd Floor, New York, NY 10022. You may also obtain copies of any pleadings filed in these Chapter 11 Cases for a fee via PACER at: <http://www.nysb.uscourts.gov>. Please be advised that the Notice and Claims Agent is authorized to answer questions about, and provide additional copies of, solicitation materials, but may **not** advise you as to whether you should vote to accept or reject the Plan.

**Filing the Plan Supplement.** The Debtors will file the Plan Supplement (as defined in the Plan) on or before **November 14, 2017** and will serve notice on all Holders of Claims entitled to vote on the Plan, which will: (a) inform parties that the Debtors filed the Plan Supplement; (b) list the information contained in the Plan Supplement; and (c) explain how parties may obtain copies of the Plan Supplement.

**Binding Nature of the Plan:**

**If confirmed, the Plan shall bind all Holders of Claims and Interests to the maximum extent permitted by applicable law, whether or not such Holder will receive or retain any property or interest in property under the Plan, has filed a Proof of Claim in these Chapter 11 Cases, or failed to vote to accept or reject the Plan or voted to reject the Plan.**

Dated: November 1, 2017  
New York, New York

*Jonathan S. Henes, P.C.*

James H.M. Sprayregen, P.C.

Jonathan S. Henes, P.C.

KIRKLAND & ELLIS LLP

KIRKLAND & ELLIS INTERNATIONAL LLP

601 Lexington Avenue

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- and -

Patrick J. Nash, Jr., P.C. (admitted *pro hac vice*)

Ryan Preston Dahl (admitted *pro hac vice*)

Bradley Thomas Giordano (admitted *pro hac vice*)

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Telephone: (312) 862-2000

Facsimile: (312) 862-2200

*Counsel to the Debtors and Debtors in Possession*

If you have questions about this notice, please call (855) 252-2156 (domestic) or (917) 651-0441 (international), email [avayainfo@primeclerk.com](mailto:avayainfo@primeclerk.com), or visit <https://cases.primeclerk.com/avaya>

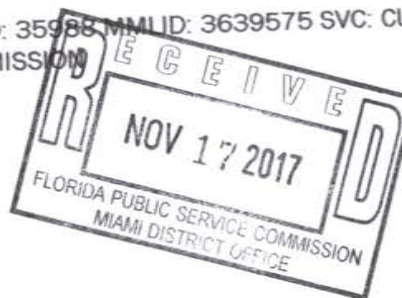


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**LEGAL NOTICE ENCLOSED. DIRECT TO ATTENTION OF ADDRESSEE OR PRESIDENT/ GENERAL COUNSEL.**

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FLORIDA PUBLIC SERVICE COMMISSION  
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MIAMI FL 33166



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