

February 21, 2008

Mail Stop 3720

*By U.S. Mail and facsimile to (905) 863-7386*

Gordon A. Davies  
General Counsel—Corporate and Corporate Secretary  
Nortel Networks Corporation  
195 The West Mall  
Toronto A6 M9C 5K1  
Canada

**Re: Nortel Networks Corporation  
Definitive Schedule 14A  
Filed March 16, 2007  
File No. 001-07260**

Dear Mr. Davies:

We have reviewed your February 8, 2008 response to our comments of January 16, 2008. Without more detail, we cannot agree or disagree with your conclusion that you have an appropriate basis to omit the identified performance targets. Since you are in possession of all of the facts related to your disclosure, we have decided that we have no basis to disagree with your decision to omit this information from your filing. As in all cases, we remind you that you are responsible for the adequacy and accuracy of the disclosure in your filings. We do not have any further comments on your filing.

If you have any further questions regarding our review of your filing, please call me at (202) 551-3350.

Sincerely,

Kathleen Krebs  
Special Counsel