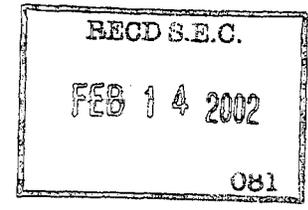


1-7260

20 Broad Street  
New York, NY 10005

tel: 212.656.5026  
fax: 212.656.5893  
pmadho@nyse.com

Cert NYS



February 14, 2002

Ms. Krista M. Hughes  
Branch Chief  
Securities and Exchange Commission  
Branch of Filer Support 2  
Room 1004 -- STOP/1-4  
450 Fifth Street, NW  
Judiciary Plaza  
Washington, DC 20549

Dear Ms. Hughes:

The New York Stock Exchange certifies approval for listing and registration under the Securities Exchange Act of 1934, Nortel Networks Corporation, 4.25% Convertible Senior Notes Due 2008, Guarantee of Nortel Networks Limited of 4.25% Convertible Senior Notes due 2008 and requests immediate acceleration of registration. Adequate distribution assured. Form 8-A received on February 14, 2002. Tentative listing date - February 15, 2002.

1-7260-01

Sincerely,

*Barat elasho*

PROCESSED

FEB 27 2002

P THOMSON FINANCIAL