

Form 5500 Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Annual Return/Report of Employee Benefit Plan This form is required to be filed for employee benefit plans under sections 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and sections 6047(e), and 6058(a) of the Internal Revenue Code (the Code). <p style="text-align: center;">▶ Complete all entries in accordance with the instructions to the Form 5500.</p>	OMB Nos. 1210-0110 1210-0089 2010 This Form is Open to Public Inspection
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Part I	Annual Report Identification Information
For calendar plan year 2010 or fiscal plan year beginning <u>01/01/2010</u> and ending <u>12/31/2010</u>	
A This return/report is for:	☐ a multiemployer plan; ☐ a multiple-employer plan; or ☒ a single-employer plan; ☐ a DFE (specify) ____
B This return/report is:	☐ the first return/report; ☐ the final return/report; ☐ an amended return/report; ☐ a short plan year return/report (less than 12 months).
C If the plan is a collectively-bargained plan, check here.	☐
D Check box if filing under:	☐ Form 5558; ☐ automatic extension; ☐ the DFVC program; ☒ special extension (enter description) <u>HURRICANE IRENE EXTENSION</u>

Part II	Basic Plan Information —enter all requested information				
1a Name of plan <u>TELCORDIA TECHNOLOGIES 401K SAVINGS PLAN</u>	<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 80%;">1b Three-digit plan number (PN) ▶</td> <td style="width: 20%; text-align: center;"><u>004</u></td> </tr> <tr> <td colspan="2">1c Effective date of plan <u>01/01/1984</u></td> </tr> </table>	1b Three-digit plan number (PN) ▶	<u>004</u>	1c Effective date of plan <u>01/01/1984</u>	
1b Three-digit plan number (PN) ▶	<u>004</u>				
1c Effective date of plan <u>01/01/1984</u>					
2a Plan sponsor's name and address (employer, if for a single-employer plan) (Address should include room or suite no.) <u>TELCORDIA TECHNOLOGIES</u> <u>ONE TELCORDIA DRIVE</u> <u>PISCATAWAY, NJ 08854</u>	<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <td>2b Employer Identification Number (EIN) <u>22-2478398</u></td> </tr> <tr> <td>2c Sponsor's telephone number <u>732-699-5659</u></td> </tr> <tr> <td>2d Business code (see instructions) <u>517000</u></td> </tr> </table>	2b Employer Identification Number (EIN) <u>22-2478398</u>	2c Sponsor's telephone number <u>732-699-5659</u>	2d Business code (see instructions) <u>517000</u>	
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2c Sponsor's telephone number <u>732-699-5659</u>					
2d Business code (see instructions) <u>517000</u>					

Caution: A penalty for the late or incomplete filing of this return/report will be assessed unless reasonable cause is established.

Under penalties of perjury and other penalties set forth in the instructions, I declare that I have examined this return/report, including accompanying schedules, statements and attachments, as well as the electronic version of this return/report, and to the best of my knowledge and belief, it is true, correct, and complete.

SIGN HERE	Filed with authorized/valid electronic signature.	10/18/2011	PAMELA D JOHNSON
	Signature of plan administrator	Date	Enter name of individual signing as plan administrator
SIGN HERE			
	Signature of employer/plan sponsor	Date	Enter name of individual signing as employer or plan sponsor
SIGN HERE			
	Signature of DFE	Date	Enter name of individual signing as DFE

For Paperwork Reduction Act Notice and OMB Control Numbers, see the instructions for Form 5500.

Form 5500 (2010)
v.092307.1

3a Plan administrator's name and address (if same as plan sponsor, enter "Same") TELCORDIA TECHNOLOGIES ONE TELCORDIA DRIVE PISCATAWAY, NJ 08854	3b Administrator's EIN 22-2478398 3c Administrator's telephone number 732-699-5659
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4 If the name and/or EIN of the plan sponsor has changed since the last return/report filed for this plan, enter the name, EIN and the plan number from the last return/report: a Sponsor's name	4b EIN 4c PN	
5 Total number of participants at the beginning of the plan year	5	5367
6 Number of participants as of the end of the plan year (welfare plans complete only lines 6a , 6b , 6c , and 6d).		
a Active participants.....	6a	2245
b Retired or separated participants receiving benefits.....	6b	185
c Other retired or separated participants entitled to future benefits.....	6c	2759
d Subtotal. Add lines 6a , 6b , and 6c	6d	5189
e Deceased participants whose beneficiaries are receiving or are entitled to receive benefits.....	6e	6
f Total. Add lines 6d and 6e	6f	5195
g Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item).....	6g	5042
h Number of participants that terminated employment during the plan year with accrued benefits that were less than 100% vested.....	6h	8
7 Enter the total number of employers obligated to contribute to the plan (only multiemployer plans complete this item)	7	

8a If the plan provides pension benefits, enter the applicable pension feature codes from the List of Plan Characteristic Codes in the instructions:
 2E 2F 2G 2J 2K 2T

b If the plan provides welfare benefits, enter the applicable welfare feature codes from the List of Plan Characteristic Codes in the instructions:

9a Plan funding arrangement (check all that apply) (1) ☐ Insurance (2) ☐ Code section 412(e)(3) insurance contracts (3) ☒ Trust (4) ☐ General assets of the sponsor	9b Plan benefit arrangement (check all that apply) (1) ☐ Insurance (2) ☐ Code section 412(e)(3) insurance contracts (3) ☒ Trust (4) ☐ General assets of the sponsor
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10 Check all applicable boxes in 10a and 10b to indicate which schedules are attached, and, where indicated, enter the number attached. (See instructions)

a Pension Schedules

- (1) ☒ **R** (Retirement Plan Information)
 (2) ☐ **MB** (Multiemployer Defined Benefit Plan and Certain Money Purchase Plan Actuarial Information) - signed by the plan actuary
 (3) ☐ **SB** (Single-Employer Defined Benefit Plan Actuarial Information) - signed by the plan actuary

b General Schedules

- (1) ☒ **H** (Financial Information)
 (2) ☐ **I** (Financial Information – Small Plan)
 (3) ☐ **A** (Insurance Information)
 (4) ☒ **C** (Service Provider Information)
 (5) ☒ **D** (DFE/Participating Plan Information)
 (6) ☐ **G** (Financial Transaction Schedules)

SCHEDULE C (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Service Provider Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA). ▶ File as an attachment to Form 5500.	OMB No. 1210-0110
		2010
		This Form is Open to Public Inspection.
For calendar plan year 2010 or fiscal plan year beginning 01/01/2010 and ending 12/31/2010		
A Name of plan TELCORDIA TECHNOLOGIES 401K SAVINGS PLAN	B Three-digit plan number (PN) ▶	004
C Plan sponsor's name as shown on line 2a of Form 5500 TELCORDIA TECHNOLOGIES	D Employer Identification Number (EIN) 22-2478398	

Part I	Service Provider Information (see instructions)
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You must complete this Part, in accordance with the instructions, to report the information required for **each person** who received, directly or indirectly, \$5,000 or more in total compensation (i.e., money or anything else of monetary value) in connection with services rendered to the plan or the person's position with the plan during the plan year. If a person received **only** eligible indirect compensation for which the plan received the required disclosures, you are required to answer line 1 but are not required to include that person when completing the remainder of this Part.

1 Information on Persons Receiving Only Eligible Indirect Compensation

a Check "Yes" or "No" to indicate whether you are excluding a person from the remainder of this Part because they received only eligible indirect compensation for which the plan received the required disclosures (see instructions for definitions and conditions)..... ☒ Yes ☐ No

b If you answered line 1a "Yes," enter the name and EIN or address of each person providing the required disclosures for the service providers who received only eligible indirect compensation. Complete as many entries as needed (see instructions).

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation
THE VANGUARD GROUP, INC.
23-1945930

(b) Enter name and EIN or address of person who provided you disclosure on eligible indirect compensation
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2. Information on Other Service Providers Receiving Direct or Indirect Compensation. Except for those persons for whom you answered "yes" to line 1a above, complete as many entries as needed to list each person receiving, directly or indirectly, \$5,000 or more in total compensation (i.e., money or anything else of value) in connection with services rendered to the plan or their position with the plan during the plan year. (See instructions).

(a) Enter name and EIN or address (see instructions)

THE VANGUARD GROUP, INC.

23-1945930

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
15 25 33 37 52 59	NONE	12000	Yes ☒ No ☐	Yes ☒ No ☐	0	Yes ☒ No ☐

(a) Enter name and EIN or address (see instructions)

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
			Yes ☐ No ☐	Yes ☐ No ☐		Yes ☐ No ☐

(a) Enter name and EIN or address (see instructions)

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
			Yes ☐ No ☐	Yes ☐ No ☐		Yes ☐ No ☐

(a) Enter name and EIN or address (see instructions)

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
			Yes ☐ No ☐	Yes ☐ No ☐		Yes ☐ No ☐

(a) Enter name and EIN or address (see instructions)

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
			Yes ☐ No ☐	Yes ☐ No ☐		Yes ☐ No ☐

(a) Enter name and EIN or address (see instructions)

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
			Yes ☐ No ☐	Yes ☐ No ☐		Yes ☐ No ☐

Part I Service Provider Information (continued)

3 If you reported on line 2 receipt of indirect compensation, other than eligible indirect compensation, by a service provider, and the service provider is a fiduciary or provides contract administrator, consulting, custodial, investment advisory, investment management, broker, or recordkeeping services, answer the following questions for (a) each source from whom the service provider received \$1,000 or more in indirect compensation and (b) each source for whom the service provider gave you a formula used to determine the indirect compensation instead of an amount or estimated amount of the indirect compensation. Complete as many entries as needed to report the required information for each source.

(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
THE VANGUARD GROUP	60	0
<div style="display: flex; justify-content: space-between;"> <div style="width: 60%;"> <p>(d) Enter name and EIN (address) of source of indirect compensation</p> <p>MORGAN STANLEY INVESTMENT MANAGEMENT</p> <p>13-2655998</p> </div> <div style="width: 40%;"> <p>(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.</p> <p>10 BPS - OTHER</p> </div> </div>		
<div style="display: flex; justify-content: space-between;"> <div style="width: 60%;"> <p>(a) Enter service provider name as it appears on line 2</p> <p>THE VANGUARD GROUP</p> </div> <div style="width: 20%;"> <p>(b) Service Codes (see instructions)</p> <p style="text-align: center;">60</p> </div> <div style="width: 20%;"> <p>(c) Enter amount of indirect compensation</p> <p style="text-align: center;">0</p> </div> </div>		
<div style="display: flex; justify-content: space-between;"> <div style="width: 60%;"> <p>(d) Enter name and EIN (address) of source of indirect compensation</p> <p>DODGE & COX</p> <p>94-1441976</p> </div> <div style="width: 40%;"> <p>(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.</p> <p>10 BPS - OTHER</p> </div> </div>		
<div style="display: flex; justify-content: space-between;"> <div style="width: 60%;"> <p>(a) Enter service provider name as it appears on line 2</p> </div> <div style="width: 20%;"> <p>(b) Service Codes (see instructions)</p> </div> <div style="width: 20%;"> <p>(c) Enter amount of indirect compensation</p> </div> </div>		
<div style="display: flex; justify-content: space-between;"> <div style="width: 60%;"> <p>(d) Enter name and EIN (address) of source of indirect compensation</p> </div> <div style="width: 40%;"> <p>(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.</p> </div> </div>		

Part II Service Providers Who Fail or Refuse to Provide Information

4 Provide, to the extent possible, the following information for each service provider who failed or refused to provide the information necessary to complete this Schedule.

(a) Enter name and EIN or address of service provider (see instructions)	(b) Nature of Service Code(s)	(c) Describe the information that the service provider failed or refused to provide
(a) Enter name and EIN or address of service provider (see instructions)	(b) Nature of Service Code(s)	(c) Describe the information that the service provider failed or refused to provide
(a) Enter name and EIN or address of service provider (see instructions)	(b) Nature of Service Code(s)	(c) Describe the information that the service provider failed or refused to provide
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(a) Enter name and EIN or address of service provider (see instructions)	(b) Nature of Service Code(s)	(c) Describe the information that the service provider failed or refused to provide
(a) Enter name and EIN or address of service provider (see instructions)	(b) Nature of Service Code(s)	(c) Describe the information that the service provider failed or refused to provide

Part III **Termination Information on Accountants and Enrolled Actuaries (see instructions)**
(complete as many entries as needed)

a Name:	b EIN:
c Position:	
d Address:	e Telephone: <div style="border: 1px solid black; height: 40px; margin-top: 5px;"></div>

Explanation:

a Name:	b EIN:
c Position:	
d Address:	e Telephone: <div style="border: 1px solid black; height: 40px; margin-top: 5px;"></div>

Explanation:

a Name:	b EIN:
c Position:	
d Address:	e Telephone: <div style="border: 1px solid black; height: 40px; margin-top: 5px;"></div>

Explanation:

a Name:	b EIN;
c Position:	
d Address:	e Telephone: <div style="border: 1px solid black; height: 40px; margin-top: 5px;"></div>

Explanation:

a Name:	b EIN;
c Position:	
d Address:	e Telephone: <div style="border: 1px solid black; height: 40px; margin-top: 5px;"></div>

Explanation:

a Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
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103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
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103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)

Part II Information on Participating Plans (to be completed by DFEs)

(Complete as many entries as needed to report all participating plans)

a Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
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plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN

SCHEDULE H (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Financial Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA), and section 6058(a) of the Internal Revenue Code (the Code). ► File as an attachment to Form 5500.	OMB No. 1210-0110
		2010
		This Form is Open to Public Inspection

For calendar plan year 2010 or fiscal plan year beginning 01/01/2010 and ending 12/31/2010		
A Name of plan TELCORDIA TECHNOLOGIES 401K SAVINGS PLAN	B Three-digit plan number (PN) ►	004
C Plan sponsor's name as shown on line 2a of Form 5500 TELCORDIA TECHNOLOGIES	D Employer Identification Number (EIN) 22-2478398	

Part I	Asset and Liability Statement
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1 Current value of plan assets and liabilities at the beginning and end of the plan year. Combine the value of plan assets held in more than one trust. Report the value of the plan's interest in a commingled fund containing the assets of more than one plan on a line-by-line basis unless the value is reportable on lines 1c(9) through 1c(14). Do not enter the value of that portion of an insurance contract which guarantees, during this plan year, to pay a specific dollar benefit at a future date. **Round off amounts to the nearest dollar.** MTIAs, CCTs, PSAs, and 103-12 IEs do not complete lines 1b(1), 1b(2), 1c(8), 1g, 1h, and 1i. CCTs, PSAs, and 103-12 IEs also do not complete lines 1d and 1e. See instructions.

Assets		(a) Beginning of Year	(b) End of Year
a Total noninterest-bearing cash	1a	0	89000
b Receivables (less allowance for doubtful accounts):			
(1) Employer contributions	1b(1)		
(2) Participant contributions	1b(2)		
(3) Other.....	1b(3)	17000	220000
c General investments:			
(1) Interest-bearing cash (include money market accounts & certificates of deposit)	1c(1)	131274000	109961000
(2) U.S. Government securities.....	1c(2)	0	59000
(3) Corporate debt instruments (other than employer securities):			
(A) Preferred	1c(3)(A)		
(B) All other.....	1c(3)(B)	0	4000
(4) Corporate stocks (other than employer securities):			
(A) Preferred	1c(4)(A)	13000	52000
(B) Common	1c(4)(B)	1695000	3810000
(5) Partnership/joint venture interests	1c(5)	37000	0
(6) Real estate (other than employer real property)	1c(6)		
(7) Loans (other than to participants)	1c(7)		
(8) Participant loans	1c(8)	4438000	3857000
(9) Value of interest in common/collective trusts.....	1c(9)	282431000	286822000
(10) Value of interest in pooled separate accounts.....	1c(10)		
(11) Value of interest in master trust investment accounts	1c(11)		
(12) Value of interest in 103-12 investment entities	1c(12)		
(13) Value of interest in registered investment companies (e.g., mutual funds).....	1c(13)	948338000	1075723000
(14) Value of funds held in insurance company general account (unallocated contracts).....	1c(14)		
(15) Other	1c(15)		

1d Employer-related investments:		(a) Beginning of Year	(b) End of Year
(1) Employer securities	1d(1)		
(2) Employer real property	1d(2)		
e Buildings and other property used in plan operation	1e		
f Total assets (add all amounts in lines 1a through 1e)	1f	1368243000	1480597000

Liabilities

g Benefit claims payable	1g		
h Operating payables	1h		
i Acquisition indebtedness	1i		
j Other liabilities	1j	21000	103000
k Total liabilities (add all amounts in lines 1g through 1j)	1k	21000	103000

Net Assets

l Net assets (subtract line 1k from line 1f)	1l	1368222000	1480494000
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Part II Income and Expense Statement

2 Plan income, expenses, and changes in net assets for the year. Include all income and expenses of the plan, including any trust(s) or separately maintained fund(s) and any payments/receipts to/from insurance carriers. Round off amounts to the nearest dollar. MTIAs, CCTs, PSAs, and 103-12 IEs do not complete lines 2a, 2b(1)(E), 2e, 2f, and 2g.

Income

		(a) Amount	(b) Total
a Contributions:			
(1) Received or receivable in cash from: (A) Employers	2a(1)(A)	6488000	
(B) Participants	2a(1)(B)	26770000	
(C) Others (including rollovers)	2a(1)(C)	1976000	
(2) Noncash contributions	2a(2)		
(3) Total contributions. Add lines 2a(1)(A) , (B) , (C) , and line 2a(2)	2a(3)		35234000
b Earnings on investments:			
(1) Interest:			
(A) Interest-bearing cash (including money market accounts and certificates of deposit)	2b(1)(A)	74000	
(B) U.S. Government securities	2b(1)(B)		
(C) Corporate debt instruments	2b(1)(C)		
(D) Loans (other than to participants)	2b(1)(D)		
(E) Participant loans	2b(1)(E)	210000	
(F) Other	2b(1)(F)		
(G) Total interest. Add lines 2b(1)(A) through (F)	2b(1)(G)		284000
(2) Dividends: (A) Preferred stock	2b(2)(A)		
(B) Common stock	2b(2)(B)	50000	
(C) Registered investment company shares (e.g. mutual funds)	2b(2)(C)	23606000	
(D) Total dividends. Add lines 2b(2)(A) , (B) , and (C)	2b(2)(D)		23656000
(3) Rents	2b(3)		
(4) Net gain (loss) on sale of assets: (A) Aggregate proceeds	2b(4)(A)	10237000	
(B) Aggregate carrying amount (see instructions)	2b(4)(B)	10034000	
(C) Subtract line 2b(4)(B) from line 2b(4)(A) and enter result	2b(4)(C)		203000

		(a) Amount	(b) Total
2b (5) Unrealized appreciation (depreciation) of assets: (A) Real estate.....	2b(5)(A)		
(B) Other	2b(5)(B)	337000	
(C) Total unrealized appreciation of assets. Add lines 2b(5)(A) and (B)	2b(5)(C)		337000
(6) Net investment gain (loss) from common/collective trusts	2b(6)		13652000
(7) Net investment gain (loss) from pooled separate accounts	2b(7)		
(8) Net investment gain (loss) from master trust investment accounts	2b(8)		
(9) Net investment gain (loss) from 103-12 investment entities	2b(9)		
(10) Net investment gain (loss) from registered investment companies (e.g., mutual funds).....	2b(10)		112767000
c Other income.....	2c		
d Total income. Add all income amounts in column (b) and enter total.....	2d		186133000

Expenses

e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	73835000	
(2) To insurance carriers for the provision of benefits	2e(2)		
(3) Other	2e(3)	6000	
(4) Total benefit payments. Add lines 2e(1) through (3)	2e(4)		73841000
f Corrective distributions (see instructions)	2f		
g Certain deemed distributions of participant loans (see instructions).....	2g		
h Interest expense.....	2h		
i Administrative expenses: (1) Professional fees	2i(1)		
(2) Contract administrator fees	2i(2)		
(3) Investment advisory and management fees	2i(3)		
(4) Other	2i(4)	20000	
(5) Total administrative expenses. Add lines 2i(1) through (4)	2i(5)		20000
j Total expenses. Add all expense amounts in column (b) and enter total.....	2j		73861000

Net Income and Reconciliation

k Net income (loss). Subtract line 2j from line 2d	2k		112272000
l Transfers of assets:			
(1) To this plan.....	2l(1)		
(2) From this plan	2l(2)		

Part III Accountant's Opinion

3 Complete lines 3a through 3c if the opinion of an independent qualified public accountant is attached to this Form 5500. Complete line 3d if an opinion is not attached.

a The attached opinion of an independent qualified public accountant for this plan is (see instructions):

(1) ☐ Unqualified (2) ☐ Qualified (3) ☒ Disclaimer (4) ☐ Adverse

b Did the accountant perform a limited scope audit pursuant to 29 CFR 2520.103-8 and/or 103-12(d)? ☒ Yes ☐ No

c Enter the name and EIN of the accountant (or accounting firm) below:

(1) Name: DELOITTE & TOUCHE LLP

(2) EIN: 13-3891517

d The opinion of an independent qualified public accountant is **not attached** because:

(1) ☐ This form is filed for a CCT, PSA, or MTIA. (2) ☐ It will be attached to the next Form 5500 pursuant to 29 CFR 2520.104-50.

Part IV Compliance Questions

- 4** CCTs and PSAs do not complete Part IV. MTIAs, 103-12 IEs, and GIAs do not complete 4a, 4e, 4f, 4g, 4h, 4k, 4m, 4n, or 5. 103-12 IEs also do not complete 4j and 4l. MTIAs also do not complete 4l.

During the plan year:

	Yes	No	Amount
a Was there a failure to transmit to the plan any participant contributions within the time period described in 29 CFR 2510.3-102? Continue to answer "Yes" for any prior year failures until fully corrected. (See instructions and DOL's Voluntary Fiduciary Correction Program.).....		X	
b Were any loans by the plan or fixed income obligations due the plan in default as of the close of the plan year or classified during the year as uncollectible? Disregard participant loans secured by participant's account balance. (Attach Schedule G (Form 5500) Part I if "Yes" is checked.).....		X	
c Were any leases to which the plan was a party in default or classified during the year as uncollectible? (Attach Schedule G (Form 5500) Part II if "Yes" is checked.)		X	
d Were there any nonexempt transactions with any party-in-interest? (Do not include transactions reported on line 4a. Attach Schedule G (Form 5500) Part III if "Yes" is checked.).....		X	
e Was this plan covered by a fidelity bond?.....	X		10000000
f Did the plan have a loss, whether or not reimbursed by the plan's fidelity bond, that was caused by fraud or dishonesty?		X	
g Did the plan hold any assets whose current value was neither readily determinable on an established market nor set by an independent third party appraiser?		X	
h Did the plan receive any noncash contributions whose value was neither readily determinable on an established market nor set by an independent third party appraiser?		X	
i Did the plan have assets held for investment? (Attach schedule(s) of assets if "Yes" is checked, and see instructions for format requirements.).....	X		
j Were any plan transactions or series of transactions in excess of 5% of the current value of plan assets? (Attach schedule of transactions if "Yes" is checked, and see instructions for format requirements.).....		X	
k Were all the plan assets either distributed to participants or beneficiaries, transferred to another plan, or brought under the control of the PBGC?.....		X	
l Has the plan failed to provide any benefit when due under the plan?		X	
m If this is an individual account plan, was there a blackout period? (See instructions and 29 CFR 2520.101-3.).....		X	
n If 4m was answered "Yes," check the "Yes" box if you either provided the required notice or one of the exceptions to providing the notice applied under 29 CFR 2520.101-3.		X	

- 5a** Has a resolution to terminate the plan been adopted during the plan year or any prior plan year?
If yes, enter the amount of any plan assets that reverted to the employer this year ☐ Yes ☒ No Amount:

- 5b** If, during this plan year, any assets or liabilities were transferred from this plan to another plan(s), identify the plan(s) to which assets or liabilities were transferred. (See instructions.)

5b(1) Name of plan(s)

5b(2) EIN(s)	5b(3) PN(s)

SCHEDULE R (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Retirement Plan Information This schedule is required to be filed under section 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6058(a) of the Internal Revenue Code (the Code). ▶ File as an attachment to Form 5500.	OMB No. 1210-0110 2010 This Form is Open to Public Inspection.
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For calendar plan year 2010 or fiscal plan year beginning 01/01/2010 and ending 12/31/2010

A Name of plan <u>TELCORDIA TECHNOLOGIES 401K SAVINGS PLAN</u>	B Three-digit plan number (PN) ▶ <u>004</u>
C Plan sponsor's name as shown on line 2a of Form 5500 <u>TELCORDIA TECHNOLOGIES</u>	D Employer Identification Number (EIN) <u>22-2478398</u>

Part I	Distributions
---------------	----------------------

All references to distributions relate only to payments of benefits during the plan year.

1 Total value of distributions paid in property other than in cash or the forms of property specified in the instructions.....	1
2 Enter the EIN(s) of payor(s) who paid benefits on behalf of the plan to participants or beneficiaries during the year (if more than two, enter EINs of the two payors who paid the greatest dollar amounts of benefits): EIN(s): <u>23-2186884</u>	
Profit-sharing plans, ESOPs, and stock bonus plans, skip line 3.	
3 Number of participants (living or deceased) whose benefits were distributed in a single sum, during the plan year.....	3

Part II	Funding Information (If the plan is not subject to the minimum funding requirements of section 412 of the Internal Revenue Code or ERISA section 302, skip this Part)
----------------	--

4 Is the plan administrator making an election under Code section 412(d)(2) or ERISA section 302(d)(2)?.....	☐ Yes	☐ No	☐ N/A
If the plan is a defined benefit plan, go to line 8.			
5 If a waiver of the minimum funding standard for a prior year is being amortized in this plan year, see instructions and enter the date of the ruling letter granting the waiver. Date: Month _____ Day _____ Year _____ If you completed line 5, complete lines 3, 9, and 10 of Schedule MB and do not complete the remainder of this schedule.			
6 a Enter the minimum required contribution for this plan year	6a		
b Enter the amount contributed by the employer to the plan for this plan year	6b		
c Subtract the amount in line 6b from the amount in line 6a. Enter the result (enter a minus sign to the left of a negative amount).....	6c		
If you completed line 6c, skip lines 8 and 9.			
7 Will the minimum funding amount reported on line 6c be met by the funding deadline?	☐ Yes	☐ No	☐ N/A
8 If a change in actuarial cost method was made for this plan year pursuant to a revenue procedure providing automatic approval for the change or a class ruling letter, does the plan sponsor or plan administrator agree with the change?.....	☐ Yes	☐ No	☐ N/A

Part III	Amendments
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9 If this is a defined benefit pension plan, were any amendments adopted during this plan year that increased or decreased the value of benefits? If yes, check the appropriate box(es). If no, check the "No" box.....	☐ Increase	☐ Decrease	☐ Both	☐ No
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Part IV	ESOPs (see instructions). If this is not a plan described under Section 409(a) or 4975(e)(7) of the Internal Revenue Code, skip this Part.
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10 Were unallocated employer securities or proceeds from the sale of unallocated securities used to repay any exempt loan?.....	☐ Yes	☐ No
11 a Does the ESOP hold any preferred stock?	☐ Yes	☐ No
b If the ESOP has an outstanding exempt loan with the employer as lender, is such loan part of a "back-to-back" loan? (See instructions for definition of "back-to-back" loan.)	☐ Yes	☐ No
12 Does the ESOP hold any stock that is not readily tradable on an established securities market?	☐ Yes	☐ No

For Paperwork Reduction Act Notice and OMB Control Numbers, see the instructions for Form 5500.

Schedule R (Form 5500) 2010
v.092308.1

Part V Additional Information for Multiemployer Defined Benefit Pension Plans

13 Enter the following information for each employer that contributed more than 5% of total contributions to the plan during the plan year (measured in dollars). See instructions. *Complete as many entries as needed to report all applicable employers.*

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month Day Year

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete items 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents)

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify):

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month Day Year

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete items 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents)

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify):

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month Day Year

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete items 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents)

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify):

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month Day Year

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete items 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents)

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify):

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month Day Year

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete items 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents)

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify):

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month Day Year

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete items 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents)

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify):

- 14** Enter the number of participants on whose behalf no contributions were made by an employer as an employer of the participant for:

a The current year	14a	
b The plan year immediately preceding the current plan year	14b	
c The second preceding plan year	14c	

- 15** Enter the ratio of the number of participants under the plan on whose behalf no employer had an obligation to make an employer contribution during the current plan year to:

a The corresponding number for the plan year immediately preceding the current plan year	15a	
b The corresponding number for the second preceding plan year	15b	

- 16** Information with respect to any employers who withdrew from the plan during the preceding plan year:

a Enter the number of employers who withdrew during the preceding plan year	16a	
b If item 16a is greater than 0, enter the aggregate amount of withdrawal liability assessed or estimated to be assessed against such withdrawn employers	16b	

- 17** If assets and liabilities from another plan have been transferred to or merged with this plan during the plan year, check box and see instructions regarding supplemental information to be included as an attachment. ☐

Part VI Additional Information for Single-Employer and Multiemployer Defined Benefit Pension Plans

- 18** If any liabilities to participants or their beneficiaries under the plan as of the end of the plan year consist (in whole or in part) of liabilities to such participants and beneficiaries under two or more pension plans as of immediately before such plan year, check box and see instructions regarding supplemental information to be included as an attachment ☐

- 19** If the total number of participants is 1,000 or more, complete items (a) through (c)

- a** Enter the percentage of plan assets held as:

Stock: _____% Investment-Grade Debt: _____% High-Yield Debt: _____% Real Estate: _____% Other: _____%

- b** Provide the average duration of the combined investment-grade and high-yield debt:

☐ 0-3 years ☐ 3-6 years ☐ 6-9 years ☐ 9-12 years ☐ 12-15 years ☐ 15-18 years ☐ 18-21 years ☐ 21 years or more

- c** What duration measure was used to calculate item 19(b)?

☐ Effective duration ☐ Macaulay duration ☐ Modified duration ☐ Other (specify):

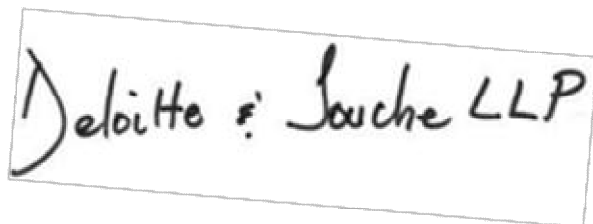
INDEPENDENT AUDITORS' REPORT

To the Administrator and Participants of
Telcordia Technologies 401(k) Savings Plan:

We were engaged to audit the financial statements and supplemental schedule of the Telcordia Technologies 401(k) Savings Plan (the "Plan") as of December 31, 2010 and 2009 and for the year ended December 31, 2010, listed in the Table of Contents. These financial statements and supplemental schedule are the responsibility of the Plan's management.

As permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, the Plan administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the information summarized in Note 4 which was certified by Vanguard Fiduciary Trust Company, the trustee of the Plan, except for comparing the information with the related information included in the financial statements and supplemental schedule. We have been informed by the Plan administrator that the trustee holds the Plan's assets and executes investment transactions. The Plan administrator has obtained certifications from the trustee that the information as of December 31, 2010 and 2009 and for the year ended December 31, 2010 provided to the Plan administrator by the trustee is complete and accurate.

Because of the significance of the information that we did not audit, we are unable to express, and we do not express, an opinion on the accompanying financial statements and supplemental schedule taken as a whole. The form and content of the information included in the financial statements and supplemental schedule, other than that derived from the information certified by the trustee, have been audited by us in accordance with auditing standards generally accepted in the United States of America and, in our opinion, are presented in compliance with the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974.

A rectangular box containing a handwritten signature in black ink that reads "Deloitte & Touche LLP".

October 17, 2011

Telcordia Technologies 401(k) Savings Plan

EMPLOYER ID # 22-2478398
PLAN # 004

Financial Statements as of December 31, 2010 and
2009, and for the Year Ended December 31, 2010,
Supplemental Schedule as of December 31, 2010,
and Independent Auditors' Report

TELCORDIA TECHNOLOGIES 401(k) SAVINGS PLAN

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FINANCIAL STATEMENTS:	
Statements of Net Assets Available for Benefits as of December 31, 2010 and 2009	2
Statement of Changes in Net Assets Available for Benefits for the Year Ended December 31, 2010	3
Notes to Financial Statements as of December 31, 2010 and 2009, and for the Year Ended December 31, 2010	4–16
SUPPLEMENTAL SCHEDULE —	17
Form 5500, Schedule H, Part IV, Line 4i — Schedule of Assets (Held at End of Year) as of December 31, 2010	18
NOTE: All other schedules required by Section 2520.103-10 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974 have been omitted because they are not applicable.	

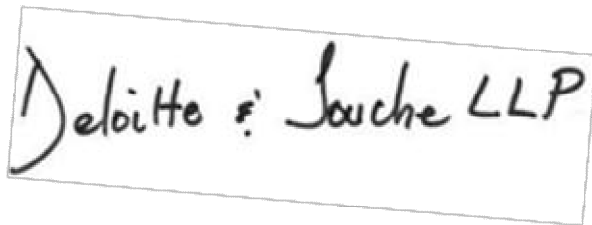
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A rectangular box containing a handwritten signature in black ink that reads "Deloitte & Touche LLP".

October 17, 2011

TELCORDIA TECHNOLOGIES 401(k) SAVINGS PLAN

STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS AS OF DECEMBER 31, 2010 AND 2009 (Dollars in thousands)

	2010	2009
ASSETS:		
Investments — at fair value:		
Participant-directed investments	<u>\$ 1,476,520</u>	<u>\$ 1,363,788</u>
Total investments — at fair value	<u>1,476,520</u>	<u>1,363,788</u>
Receivables:		
Notes receivable from participants	3,857	4,438
Receivables for securities sold	<u>220</u>	<u>17</u>
Total receivables	<u>4,077</u>	<u>4,455</u>
Total assets	<u>1,480,597</u>	<u>1,368,243</u>
LIABILITIES:		
Payables for securities purchased	<u>103</u>	<u>21</u>
NET ASSETS AVAILABLE FOR BENEFITS AT FAIR VALUE	1,480,494	1,368,222
ADJUSTMENT FROM FAIR VALUE TO CONTRACT VALUE FOR FULLY BENEFIT-RESPONSIVE INVESTMENT CONTRACTS	<u>(11,297)</u>	<u>(6,105)</u>
NET ASSETS AVAILABLE FOR BENEFITS	<u>\$ 1,469,197</u>	<u>\$ 1,362,117</u>

See notes to financial statements.

TELCORDIA TECHNOLOGIES 401(k) SAVINGS PLAN

STATEMENT OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS FOR THE YEAR ENDED DECEMBER 31, 2010 (Dollars in thousands)

ADDITIONS:

Contributions:

Participant contributions	\$ 26,770
Rollover contributions	1,976
Employer contributions	<u>6,488</u>

Total contributions	<u>35,234</u>
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Investment income:

Net appreciation in fair value of investments	113,306
Interest and dividend income	<u>32,191</u>

Net investment income	<u>145,497</u>
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Interest income on notes receivable from participants	<u>210</u>
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DEDUCTIONS:

Benefits paid to participants	73,841
Administrative expenses	<u>20</u>

Total deductions	<u>73,861</u>
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INCREASE IN NET ASSETS	107,080
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NET ASSETS AVAILABLE FOR BENEFITS:

Beginning of year	<u>1,362,117</u>
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End of year	<u>\$1,469,197</u>
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See notes to financial statements.

TELCORDIA TECHNOLOGIES 401(k) SAVINGS PLAN

NOTES TO FINANCIAL STATEMENTS

AS OF DECEMBER 31, 2010 AND 2009, AND FOR THE YEAR ENDED DECEMBER 31, 2010

(Dollars in thousands)

1. DESCRIPTION OF PLAN

General — The Telcordia Technologies 401(k) Savings Plan (the “Plan”) was established by Telcordia Technologies, Inc. (“Telcordia” or the “Company”) to provide a way for employees to save on a regular and long-term basis. The following brief description of the Plan is provided for general informational purposes only. Participants should refer to the Plan document for more complete information.

The Plan is a defined contribution plan covering eligible employees of the Company age 21 and over from the first of the month after their date of hire. It is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA).

Contributions — The Plan permits participants to elect to defer a percentage of their eligible compensation on a pre- or post-tax basis, as defined in the Plan, up to \$16.5 for 2010. The maximum percentage salary deferral limit was 25% of participant’s annual compensation. Participants may also contribute amounts representing distributions from other qualified defined benefit or contribution plans. The Company makes a matching contribution equal to 50% of the first 6% up to 3% of covered compensation that a participant contributes to the Plan. Contributions are subject to certain Internal Revenue Service (IRS) limitations.

Participant Accounts — Individual accounts are maintained for each Plan participant. Each participant’s account is credited with the participant’s contribution and allocations of the Company’s contribution and fund earnings, net of administrative expenses. The benefit to which a participant is entitled is the vested balance of his or her account.

Investments — As of December 31, 2010, participants could direct the investment of their contributions in any combination of 20 mutual funds, 1 common collective trust fund and a brokerage account which allows participants to buy and sell mutual funds, individuals stocks and other investments based on Plan provisions.

Participants may transfer their funds among investment options and change their future contribution allocations at any time under rules prescribed by the Employees’ Benefit Committee (the “Committee”).

Vesting — Participants are vested immediately in their contributions, plus actual earnings thereon. Vesting in the Company’s matching contributions plus actual earnings thereon is based on years of continuous service vesting 20% if the participant has at least one year but less than two, 40% if the participant has at least two years but less than three, and 100% if the participant has three or more vesting years.

Notes Receivable from Participants — Participants may borrow from their fund accounts a minimum of \$1 per loan up to a combined maximum of the lesser of \$50 reduced by the highest outstanding loan balance during the preceding 12 months and 50% of the participant’s vested account balance. The maximum loan term is 56 months. Loans are secured by participant account balances and bear interest at a rate commensurate with local prevailing rates as determined monthly by the Plan administrator. Principal and interest are collected ratably through payroll deductions. The Plan’s recordkeeper charges an annual maintenance fee directly to participant accounts on the anniversary date of the loan. Loans bear interest at rates ranging from 4.25% — 10.5% and have maturities through August 2015.

Payment of Benefits — Participants may receive their vested account balance in a single lump sum payment in cash following their termination of employment with the Company, retirement date, permanent disability, or in the event of death. If a participant's balance is greater than \$1 at time of termination, participants may leave their assets in the Plan until a later date. Terminated participants are allowed to take two partial distributions per calendar year with a \$1 minimum per distribution. A participant employed by the Company may withdraw after-tax contributions and the earnings thereon from the Plan prior to age 59-1/2, but before-tax contributions and earnings may be withdrawn from the Plan prior to age 59-1/2 only if the Plan determines that the participant is incurring a financial hardship. After age 59-1/2, a participant may withdraw before- and after-tax contributions regardless of Company employment status.

Forfeited Accounts — At December 31, 2010 and 2009, forfeited non-vested accounts totaled \$52 and \$17, respectively. These accounts will be used to reduce future employer contributions. During the year ended December 31, 2010, employer contributions were reduced by \$0 from forfeited non-vested accounts.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of Accounting — The accompanying financial statements have been prepared in accordance with accounting principles generally accepted in the United States of America (GAAP).

Use of Estimates — The preparation of financial statements in conformity with GAAP requires management to make estimates and assumptions that affect the reported amounts of assets, liabilities, and changes therein and disclosure of contingent assets and liabilities. Actual results could differ from those estimates.

Risks and Uncertainties — The Plan utilizes various investment instruments, including mutual funds and a stable value fund. Investment securities, in general, are exposed to various risks, such as interest rate risk, credit risk, and overall market volatility. Due to the level of risk associated with certain investment securities, Plan management believes it is reasonably possible that changes in the values of investment securities will occur in the near term and, that such changes could materially affect the amounts reported in the financial statements.

Investment Valuation and Income Recognition — The Plan's investments are stated at fair value. Fair value of a financial instrument is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date.

Investment in Mutual Funds — Shares of mutual funds are valued at quoted market prices, which represent the net asset value of shares held by the Plan at year-end.

Investment in Common Collective Trusts — The Plan's investment in the Vanguard Retirement Savings Trust A, a common collective trust, has underlying investments in investment contracts issued by insurance companies, investment contracts issued by banks, synthetic investment contracts (SICs) issued by banks, insurance companies, and other issuers, and securities supporting such SICs, and other such instruments which are intended to maintain a constant net asset value. The fund is valued by Vanguard based on the unit values of the funds. Unit values are determined by dividing the fund's net assets, which represent the fair market value of the underlying investments, by its units outstanding at the valuation dates. In accordance with GAAP, the Vanguard Retirement Savings Trust A is included at fair value in participant-directed investments in the statements of net assets available for benefits, and an additional line item is presented representing the adjustment from fair value to contract value. The statement of changes in net assets available for benefits is presented on a contract value basis.

Purchase and sales of securities are recorded on a trade-date basis. Interest income is recorded on the accrual basis. Dividends are recorded on the ex-dividend date.

Management fees and operating expenses charged to the Plan for investments in the mutual funds are deducted from income earned on a daily basis and are not separately reflected. Consequently, management fees and operating expenses are reflected as a reduction of investment return for such investments.

The gains or losses realized on distributions of investments and the unrealized appreciation or depreciation are calculated as the difference between the current fair value and the fair value of the investments at the beginning of the year, or purchase price if purchased during the year.

Notes Receivable from Participants — Notes receivable from participants are measured at their unpaid principal balance plus accrued but unpaid interest. Delinquent participant loans are recorded as distributions based on the terms of the Plan document.

Administrative Expenses — Administrative expenses of the Plan are paid by the Plan sponsor and participants as provided in the Plan document. Certain funds charge redemption fees when you exchange money between these funds within the Plan. Money invested in these funds must remain for a certain period of time, or holding period. The redemption-fee holding period begins on the date money is invested into the fund. Redemption fees are charged when money is exchanged out of the fund before the end of that fund's holding period.

Payment of Benefits — Benefit payments to participants are recorded upon distribution. There are no amounts allocated to accounts of persons who have elected to withdraw from the Plan that have not yet been paid as of December 31, 2010 or 2009.

Subsequent Events — Subsequent events were evaluated through October 17, 2011 the date the financial statements were available to be issued and determined there were no subsequent events requiring adjustment or disclosure in the financial statements.

New Accounting Standards

ASU No. 2010-06, Fair Value Measurements and Disclosures — In January 2010, the Financial Accounting Standards Board (FASB) issued Accounting Standards Update (ASU) No. 2010-06, *Fair Value Measurements and Disclosures*, which amends ASC 820 *Fair Value Measurements and Disclosures*, adding new disclosure requirements for Levels 1 and 2, separate disclosures of purchases, sales, issuances, and settlements relating to Level 3 measurements and clarification of existing fair value disclosures. ASU No. 2010-06 is effective for periods beginning after December 15, 2009, except for the requirement to provide Level 3 activity of purchases, sales, issuances, and settlements on a gross basis, which will be effective for fiscal years beginning after December 15, 2010. The Plan prospectively adopted the new guidance on January 1, 2010, except for Level 3 reconciliation disclosures, which are required in 2011. The adoption in 2010 did not materially affect, and Plan management does not believe the future adoption will materially affect, the Plan's financial statements.

ASU No. 2010-25, Reporting Loans to Participants by Defined Contribution Pension Plans — In September 2010, the FASB issued ASU No. 2010-25, *Reporting Loans to Participants by Defined Contribution Pension Plans*. The ASU requires that participant loans be classified as notes receivable rather than a plan investment and measured at the unpaid principal balance plus accrued but unpaid interest rather than fair value. The Plan retrospectively adopted the new accounting in 2010. The adoption did not have a material effect on the Plan's financial statements.

ASU No. 2011-04, Fair Value Measurements and Disclosures — In May 2011, FASB issued an update which includes amendments that result in common fair value measurement and disclosure requirements in GAAP and International Financial Reporting Standards. Consequently, the amendments change the wording used to describe many of the requirements in GAAP for measuring fair value and for disclosing information about fair value measurements. Certain of the amendments could change how the fair value measurement guidance is applied, fair value of an instrument classified in the Plan's net assets available for benefits, and disclosures about fair value measurements. The update is effective for annual periods beginning after December 15, 2011 for nonpublic entities with the amendments to be applied prospectively. Plan management does not expect the adoption of this guidance is not expected to have a material impact on the Plan's financial statements.

3. FAIR VALUE MEASUREMENTS

ASC 820, *Fair Value Measurements and Disclosures*, provides a framework for measuring fair value. That framework provides a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value as follows: Level 1, which refers to securities valued using unadjusted quoted prices from active markets for identical assets; Level 2, which refers to securities not traded on an active market but for which observable market inputs are readily available; and Level 3, which refers to securities valued based on significant unobservable inputs. Assets are classified in their entirety based on the lowest level of input that is significant to the fair value measurement. The Plan's policy is to recognize significant transfers between levels at the beginning of the reporting period. The following tables set forth by level within the fair value hierarchy a summary of the Plan's investments measured at fair value on a recurring basis at December 31, 2010 and 2009.

	Fair Value Measurements at December 31, 2010, Using			
	Quoted Prices in Active Markets for Identical Assets (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)	Total
Mutual funds:				
Short-term reserves	\$ 109,926	\$ -	\$ -	\$ 109,926
Bond funds	151,487	-	-	151,487
Balanced funds	113,783	-	-	113,783
Domestic stock funds	633,113	-	-	633,113
International stock funds	171,373	-	-	171,373
Total mutual funds	1,179,682	-	-	1,179,682
Common collective trust*	-	286,822	-	286,822
Vanguard brokerage option:				
Cash	89	-	-	89
Interest-bearing cash	35	-	-	35
US Government securities	59	-	-	59
Other corporate debt instruments	4	-	-	4
Preferred stock	52	-	-	52
Common stock	3,810	-	-	3,810
Mutual funds	5,967	-	-	5,967
Total Vanguard brokerage account	10,016	-	-	10,016
Total	\$ 1,189,698	\$ 286,822	\$ -	\$ 1,476,520

**Fair Value Measurements
at December 31, 2009, Using**

	Quoted Prices in Active Markets for Identical Assets (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)	Total
Mutual funds:				
Short-term reserves	\$ 131,214	\$ -	\$ -	\$ 131,214
Bond funds	135,455	-	-	135,455
Balanced funds	97,044	-	-	97,044
Domestic stock funds	557,565	-	-	557,565
International stock funds	155,522	-	-	155,522
Total mutual funds	<u>1,076,800</u>	<u>-</u>	<u>-</u>	<u>1,076,800</u>
Common collective trust*	<u>-</u>	<u>282,431</u>	<u>-</u>	<u>282,431</u>
Vanguard brokerage option:				
Interest-bearing cash	60	-	-	60
Preferred stock	13	-	-	13
Common stock	1,694	-	-	1,694
Partnerships/joint ventures	-	37	-	37
Mutual funds	<u>2,753</u>	<u>-</u>	<u>-</u>	<u>2,753</u>
Total Vanguard brokerage option	<u>4,520</u>	<u>37</u>	<u>-</u>	<u>4,557</u>
Total	<u>\$1,081,320</u>	<u>\$282,468</u>	<u>\$ -</u>	<u>\$1,363,788</u>

* The fair value of the common collective trust at December 31, 2010 and 2009 was not certified by the trustee. The contract value at December 31, 2010 of \$275,525 and December 31, 2009 of \$276,326 was certified. (See Note 4).

For the year ended December 31, 2010, there were no significant transfers in or out of Levels 1, 2 or 3.

The following is a description of the valuation methodologies used for assets measured at fair value as of December 31, 2010 and 2009.

Mutual Funds — Valued at the NAV of shares held by the Plan at year-end, per close of New York Stock Exchange, categorized as Level 1.

Common Collective Trust — Valued using the market value approach based on: the present value of the expected cash flows for traditional insurance contracts and at the aggregate market value of the underlying investments for the alternative investment contracts (based primarily on quoted market prices), and is categorized as Level 2 Investments.

Vanguard Brokerage Option — Mutual funds are valued at the NAV of shares held by the Plan at year-end, per close of the New York Stock Exchange, and are categorized as Level 1. Equities are valued at the last quoted sales prices as of the close of trading at year-end; such securities not traded on the year-end date are valued at the last quoted bid prices, and are categorized as Level 1.

The valuation methods as described in Note 2 and above may produce a fair value calculation that may not be indicative of net realizable value or reflective of future fair values. Furthermore, although the Plan believes its valuation methods are appropriate and consistent with other market participants, the use of different methodologies or assumptions to determine the fair value of certain financial instruments could result in a different fair value measurement at the reporting date.

4. INFORMATION CERTIFIED BY THE TRUSTEE (UNAUDITED)

The following is a summary of the unaudited information regarding the Plan as of December 31, 2010 and 2009, and for the year ended December 31, 2010, included in the Plan's financial statements and supplemental schedule, that was prepared by or derived from information prepared by Vanguard Fiduciary Trust Company, the trustee of the Plan, and furnished to the Plan administrator. The Plan administrator has obtained certifications from the trustee that such information is complete and accurate.

	2010	2009
Statements of net assets available for plan benefits:		
Investments at fair value:		
Mutual funds:		
Dodge & Cox Intl Stock	\$ 26,614	\$ 25,470
Dodge & Cox Stock Fund	88,350	85,653
Longleaf Partners Small Cap	29,720	24,454
Morgan Stanley Emerging Mrkt I	61,062	53,466
PIMCO Total Return Fd, Instit	60,897	51,633
T. Rowe Price Mid-Cap Growth	23,183	15,739
T. Rowe Price Mid-Cap Value	29,324	25,585
Vanguard Devel Mkts Idx	18,516	18,143
Vanguard Institutional Index Fund	196,962	179,244
Vanguard Explorer Fund Inv	-	32,377
Vanguard Intl Growth Fund Inv	65,181	58,443
Vanguard LifeSt Conserv Growth	-	15,880
Vanguard LifeSt Growth Fund	-	22,260
Vanguard LifeSt Mod Growth	-	58,904
Vanguard Mid-Cap Index Fund	48,484	34,935
Vanguard PRIMECAP Fund Inv	150,028	141,703
Vanguard Prime Money Mkt	109,926	131,214
Vanguard ST Bond Index Inv	19,957	17,676
Small-Cap Index Signal	67,061	17,875
Vanguard Target Retirement 2005 Fund	3,968	-
Vanguard Target Retirement 2010 Fund	8,784	-
Vanguard Target Retirement 2015 Fund	24,231	-
Vanguard Target Retirement 2020 Fund	29,451	-
Vanguard Target Retirement 2025 Fund	22,383	-
Vanguard Target Retirement 2030 Fund	12,649	-
Vanguard Target Retirement 2035 Fund	5,572	-
Vanguard Target Retirement 2040 Fund	2,894	-
Vanguard Target Retirement 2045 Fund	1,143	-
Vanguard Target Retirement 2050 Fund	240	-
Vanguard Target Retirement Income Fund	2,469	-
Total Bond Mkt Idx Signal	70,633	66,146
	<u>1,179,682</u>	<u>1,076,800</u>
Vanguard Retirement Savings Trust A *	275,525	276,326
VGI brokerage option	<u>10,016</u>	<u>4,557</u>
	<u>\$ 1,465,223</u>	<u>\$ 1,357,683</u>
Notes receivable from participants	<u>\$ 3,857</u>	<u>\$ 4,438</u>

	2010
Statement of changes in net assets available for plan benefits:	
Interest and dividends	\$ 32,191
Net appreciation in fair value of investments	113,306
Interest on notes receivable from participants	210

* Amount stated at contract value. The fair value of \$286,822 and \$282,431 at December 31, 2010 and 2009, respectively, was not certified by the trustee.

All investment balances and information in Notes 3 and 5 (except as it relates to the fair value of the Vanguard Retirement Savings Trust A) have been certified by the Trustee except for the classification of each investment in the fair value heirarchy as disclosed in Note 3 as of December 31, 2010 and 2009.

Supplemental schedule — All investment and notes receivable from participants balances and information included in the supplemental schedule of assets (held at end of year) (except as it relates to the fair value of the Vanguard Retirement Savings Trust A) have been certified by the trustee.

5. INVESTMENTS

The Plan's investments that represented 5% or more of the Plan's net assets available for benefits as of December 31, 2010 and 2009, are as follows:

	2010	2009
Mutual funds:		
Vanguard Institutional Index Fund (1)	\$ 196,962	\$ 179,244
Vanguard PRIMECAP Fund (1)	150,028	141,703
Vanguard Prime Money Market Fund (1)	109,926	131,214
Dodge & Cox Stock Fund	88,350	85,653
Common collective trusts —		
Vanguard Retirement Savings Trust A (1) (2)	286,822	282,431

(1) Represents a party-in-interest to the Plan.

(2) Stated at fair value. The fair value at December 31, 2010 and 2009 was not certified by the trustee. The contract values at December 31, 2010 and 2009 of \$275,525 and \$276,326 were certified. See Note 4.

During the year ended December 31, 2010, the Plan's investments (including gains and losses on investments bought and sold, as well as held, during the year) appreciated in value as follows:

	2010
Mutual funds:	
Bond funds	\$ 1,739
Balanced funds	11,046
Domestic stock funds	79,676
International stock funds	<u>20,306</u>
Total mutual funds	112,767
VGI brokerage option	<u>539</u>
Net appreciation of investments	<u><u>\$ 113,306</u></u>

6. STABLE VALUE FUND

The stable value fund (the "Fund") is a collective trust fund sponsored by Vanguard Fiduciary Trust Company. The beneficial interest of each participant is represented by units. Units are issued and redeemed daily at the Fund's constant net asset value (NAV) of \$1 per unit. Distribution to the Fund's unit holders is declared daily from the net investment income and automatically reinvested in the Fund on a monthly basis, when paid. It is the policy of the Fund to use its best efforts to maintain a stable net asset value of \$1 per unit, although there is no guarantee that the Fund will be able to maintain this value.

Participants ordinarily may direct the withdrawal or transfer of all or a portion of their investment at contract value. Contract value represents contributions made to the Fund, plus earnings, less participant withdrawals and administrative expenses. The Fund imposes certain restrictions on the Plan, and the

Fund itself may be subject to circumstances that impact its ability to transact at contract value, as described in the following paragraphs. Plan management believes that the occurrence of events that would cause the Fund to transact at less than contract value is not probable.

Limitations on the Ability of the Fund to Transact at Contract Value:

Restrictions on the Plan — Participant-initiated transactions are those transactions allowed by the Plan, including withdrawals for benefits, loans, or transfers to noncompeting funds within a plan, but excluding withdrawals that are deemed to be caused by the actions of the Plan Sponsor. The following employer-initiated events may limit the ability of the Fund to transact at contract value:

- A failure of the Plan or its trust to qualify for exemption from federal income taxes or any required prohibited transaction exemption under ERISA
- Any communication given to Plan participants designed to influence a participant not to invest in the Fund or to transfer assets out of the Fund
- Any transfer of assets from the Fund directly into a competing investment option
- The establishment of a defined contribution plan that competes with the Plan for employee contributions
- Complete or partial termination of the Plan or its merger with another plan

Circumstances That Impact the Fund — The Fund invests in assets, typically fixed income securities or bond funds, and enters into “wrapper” contracts issued by third parties. A wrap contract is an agreement by another party, such as a bank or insurance company to make payments to the Fund in certain circumstances. Wrap contracts are designed to allow a stable value portfolio to maintain a constant NAV and protect a portfolio in extreme circumstances. In a typical wrap contract, the wrap issuer agrees to pay a portfolio the difference between the contract value and the market value of the underlying assets once the market value has been totally exhausted.

The wrap contracts generally contain provisions that limit the ability of the Fund to transact at contract value upon the occurrence of certain events. These events include:

- Any substantive modification of the Fund or the administration of the Fund that is not consented to by the wrap issuer
- Any change in law, regulation, or administrative ruling applicable to a plan that could have a material adverse effect on the Fund’s cash flow
- Employer-initiated transactions by participating plans as described above

In the event that wrap contracts fail to perform as intended, the Fund’s NAV may decline if the market value of its assets declines. The Fund’s ability to receive amounts due pursuant to these wrap contracts is dependent on the third-party issuer’s ability to meet their financial obligations. The wrap issuer’s ability to meet its contractual obligations under the wrap contracts may be affected by future economic and regulatory developments.

The Fund is unlikely to maintain a stable NAV if, for any reason, it cannot obtain or maintain wrap contracts covering all of its underlying assets. This could result from the Fund’s inability to promptly find a replacement wrap contract following termination of a wrap contract. Wrap contracts are not

transferable and have no trading market. There are a limited number of wrap issuers. The Fund may lose the benefit of wrap contracts on any portion of its assets in default in excess of a certain percentage of portfolio assets.

7. EXEMPT PARTY-IN-INTEREST TRANSACTIONS

Certain officers and employees of the Company (who may also be participants in the Plan) perform administrative services related to the operation, recordkeeping and financial reporting of the Plan.

Certain Plan investments are shares of mutual funds managed by The Vanguard Group, the Plan's recordkeeper and affiliate of the trustee; therefore, these transactions qualify as party-in-interest transactions. Fees paid by the Plan for investment management services were included as a reduction of the return of each fund. Fees paid by Plan participants to the recordkeeper for loan maintenance costs amounted to \$9 for the year ended December 31, 2010.

8. PLAN TERMINATION

Although it has not expressed any intent to do so, the Company has the right under the Plan to discontinue its contributions at any time and to terminate the Plan subject to the provisions set forth in ERISA. In the event that the Plan is terminated, participants would become 100% vested in their accounts.

9. FEDERAL INCOME TAX STATUS

The Internal Revenue Service (the "IRS") has determined and informed the Company by letter dated July 13, 2010 that the Plan and related trust are designed in accordance with applicable sections of the Internal Revenue Code (the "IRC"). The Plan has been amended since receiving the determination letter; however, the Company, Plan management and the Plan's legal counsel believe that the Plan is currently designed and operated in compliance with the applicable requirements of the IRC, and the Plan and related trust continue to be tax-exempt. Therefore, no provision for income taxes has been included in the Plan's financial statements.

GAAP requires Plan management to evaluate tax positions taken by the Plan and recognize a tax liability (or asset) if the Plan has taken an uncertain position that more likely than not would not be sustained upon examination by the IRS. The Plan administrator has analyzed the tax positions taken by the Plan, and has concluded that as of December 31, 2010, there are no uncertain positions taken or expected to be taken that would require recognition of a liability (or asset) or disclosure in the financial statements. The Plan is subject to routine audits by taxing jurisdictions; however, there are currently no audits for any tax periods in progress. The Plan administrator believes it is no longer subject to income tax examinations for years prior to 2008.

10. RECONCILIATION OF FINANCIAL STATEMENTS TO FORM 5500

A reconciliation of net assets available for benefits per the financial statements to the total net assets per the Form 5500 as of December 31, 2010 and 2009, and the increase in net assets per the financial statements to the net income per the Form 5500 for the year ended December 31, 2010, is as follows:

	2010	2009
Net assets available for benefits per the financial statements	\$ 1,469,197	\$ 1,362,117
Adjustment from contract value to fair value for fully benefit-responsive investment contracts	11,297	6,105
Less participant loans deemed distributed	<u>-</u>	<u>-</u>
Total net assets per Form 5500	<u>\$ 1,480,494</u>	<u>\$ 1,368,222</u>

The following is a reconciliation of the increase in net assets available for benefits per the financial statements to the Form 5500 for the year ended December 31, 2010:

	2010
Statement of changes in net assets available for benefits:	
Increase in net assets available for benefits per the financial statements	\$ 107,080
Change in adjustment from contract value to fair value for fully benefit-responsive investment contracts	<u>5,192</u>
Net income per Form 5500	<u>\$ 112,272</u>

11. NET ASSET VALUE (NAV) PER SHARE

The following tables set forth a summary of the Plan's investments with a reported NAV at December 31, 2010 and 2009.

Fair Value Estimated Using Net Asset Value per Share December 31, 2010					
Investment	Fair Value *	Unfunded Commitment	Redemption Frequency	Other Redemption Restrictions	Redemption Notice Period
Stable Value Fund (a)	<u>\$ 286,822</u>	<u>\$ -</u>	Immediate	None	None
Total	<u>\$ 286,822</u>	<u>\$ -</u>			

**Fair Value Estimated Using Net Asset Value per Share
December 31, 2009**

Investment	Fair Value *	Unfunded Commitment	Redemption Frequency	Other Redemption Restrictions	Redemption Notice Period
Stable Value Fund (a)	<u>\$ 282,431</u>	<u>\$ -</u>	Immediate	None	None
Total	<u><u>\$ 282,431</u></u>	<u><u>\$ -</u></u>			

* The fair values of the investments have been estimated using the net asset value of the investment.

- (a) The fund invests primarily in synthetic investment contracts backed by high-credit-quality fixed income investments and traditional investments issued by insurance companies and banks. The fund seeks to achieve its objective by diversifying among high-credit-quality investments and investment contracts that are structured to smooth market gains and losses over time. The two broad categories of investment contracts, traditional and synthetic, are discussed in the glossary of investment terms.

* * * * *

SUPPLEMENTAL SCHEDULE

TELCORDIA TECHNOLOGIES
401(k) SAVINGS PLAN

PN 004
EIN 22-2478398

FORM 5500, SCHEDULE H, PART IV, LINE 4i — SCHEDULE OF ASSETS (HELD AT END OF YEAR)
AS OF DECEMBER 31, 2010

(a)	(b) Identity of Issuer, Borrower, Lessor, or Similar Party	(c) Description of Investment, Including Maturity Date, Rate of Interest, Collateral	(d) Cost	(e) Current Value
Mutual Funds:				
	Dodge & Cox Intl Stock	Mutual Funds	**	\$ 26,614,000
	Dodge & Cox Stock Fund	Mutual Funds	**	88,350,000
	LongLeaf Partne Small Cap	Mutual Funds	**	29,720,000
	Morgan Stanley Emerging Mrkt I	Mutual Funds	**	61,062,000
	PIMCO Total Return Fd, Instit	Mutual Funds	**	60,897,000
	T. Rowe Price Mid-Cap Grwth; R	Mutual Funds	**	23,183,000
	T Rowe Price Mid-Cap Value	Mutual Funds	**	29,324,000
*	Vanguard Institutional Index Fund	Mutual Funds	**	196,962,000
*	Vanguard Devel Mkts Idx	Mutual Funds	**	18,516,000
*	Vanguard Intl Growth Fund Inv	Mutual Funds	**	65,181,000
*	Vanguard Mid-Cap Index Signal	Mutual Funds	**	48,484,000
*	Vanguard PRIMECAP Fund Inv	Mutual Funds	**	150,028,000
*	Vanguard Prime Money Mkt	Mutual Funds	**	109,926,000
*	Vanguard ST Bond Index Inv	Mutual Funds	**	19,957,000
*	Small-Cap Index Signal	Mutual Funds	**	67,061,000
*	Vanguard Target Retirement 2005 Fund	Mutual Funds	**	3,968,000
*	Vanguard Target Retirement 2010 Fund	Mutual Funds	**	8,784,000
*	Vanguard Target Retirement 2015 Fund	Mutual Funds	**	24,231,000
*	Vanguard Target Retirement 2020 Fund	Mutual Funds	**	29,451,000
*	Vanguard Target Retirement 2025 Fund	Mutual Funds	**	22,383,000
*	Vanguard Target Retirement 2030 Fund	Mutual Funds	**	12,649,000
*	Vanguard Target Retirement 2035 Fund	Mutual Funds	**	5,572,000
*	Vanguard Target Retirement 2040 Fund	Mutual Funds	**	2,894,000
*	Vanguard Target Retirement 2045 Fund	Mutual Funds	**	1,143,000
*	Vanguard Target Retirement 2050 Fund	Mutual Funds	**	240,000
*	Vanguard Target Retirement Income Fund	Mutual Funds	**	2,469,000
*	Vanguard Total Bond Mkt Idx	Mutual Funds	**	<u>70,633,000</u>
	Subtotal Mutual Funds			1,179,682,000
Other Investments:				
*	Vanguard Retirement Savings Trust A	Common Collective Trust	**	286,822,000
*	VGI Brokerage Option	Vanguard brokerage option	**	10,016,000
*	Various Participants	Notes receivable from participants — maturing 2011 to 2015 at interest rates ranging from 4.25% to 10.50%	**	<u>3,857,000</u> <u>\$1,480,377,000</u>

* Indicates party-in-interest to the Plan.

** Cost information is not required for participant-directed investments and therefore is not included.

See accompanying Independent Auditors' Report.

**TELCORDIA TECHNOLOGIES
401(k) SAVINGS PLAN**

**PN 004
EIN 22-2478398**

**FORM 5500, SCHEDULE H, PART IV, LINE 4i — SCHEDULE OF ASSETS (HELD AT END OF YEAR)
AS OF DECEMBER 31, 2010**

(a)	(b) Identity of Issuer, Borrower, Lessor, or Similar Party	(c) Description of Investment, Including Maturity Date, Rate of Interest, Collateral	(d) Cost	(e) Current Value
Mutual Funds:				
	Dodge & Cox Intl Stock	Mutual Funds	**	\$ 26,614,000
	Dodge & Cox Stock Fund	Mutual Funds	**	88,350,000
	LongLeaf Partne Small Cap	Mutual Funds	**	29,720,000
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*	Vanguard Target Retirement 2035 Fund	Mutual Funds	**	5,572,000
*	Vanguard Target Retirement 2040 Fund	Mutual Funds	**	2,894,000
*	Vanguard Target Retirement 2045 Fund	Mutual Funds	**	1,143,000
*	Vanguard Target Retirement 2050 Fund	Mutual Funds	**	240,000
*	Vanguard Target Retirement Income Fund	Mutual Funds	**	2,469,000
*	Vanguard Total Bond Mkt Idx	Mutual Funds	**	<u>70,633,000</u>
	Subtotal Mutual Funds			1,179,682,000
Other Investments:				
*	Vanguard Retirement Savings Trust A	Common Collective Trust	**	286,822,000
*	VGI Brokerage Option	Vanguard brokerage option	**	10,016,000
*	Various Participants	Notes receivable from participants — maturing 2011 to 2015 at interest rates ranging from 4.25% to 10.50%	**	<u>3,857,000</u> <u>\$1,480,377,000</u>

* Indicates party-in-interest to the Plan.

** Cost information is not required for participant-directed investments and therefore is not included.

See accompanying Independent Auditors' Report.