

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:)	Chapter 11
)	
CONEXANT SYSTEMS, INC., <i>et al.</i> , ¹)	Case No. 13-10367 (MFW)
)	
Debtors.)	Joint Administration Requested

**NOTICE OF AGENDA OF MATTERS SCHEDULED FOR
FIRST DAY HEARING ON MARCH 1, 2013 AT 10:30 A.M. (ET)**

Time and Date of Hearing: March 1, 2013 at 10:30 a.m. (Prevailing Eastern Time)

Location of Hearing: The Honorable Mary F. Walrath, Bankruptcy Judge
United States Bankruptcy Court for the District of Delaware
824 Market Street, 5th Floor, Courtroom No. 4
Wilmington, Delaware 19801

Copies of Motions: A copy of each pleading can be viewed on the Court's website at <https://ecf.deb.uscourts.gov> and at the website of the Debtors' proposed notice and claims agent, BMC Group, Inc., at www.bmcgroup.com/conexant. Further information may be obtained by calling (888) 909-0100.

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal taxpayer-identification number, are: Conexant Systems, Inc. (9439); Conexant CF, LLC (6434); Brooktree Broadband Holding, Inc. (5436); Conexant, Inc. (8218); Conexant Systems Worldwide, Inc. (0601). The Debtors' main corporate address is 4000 MacArthur Blvd., Newport Beach, California 92660.

RELATED MATTERS

1. **VOLUNTARY CHAPTER 11 PETITIONS**
 - A. Voluntary Petition of Conexant Systems, Inc.
 - B. Voluntary Petition of Conexant CF, LLC
 - C. Voluntary Petition of Brooktree Broadband Holding, Inc.
 - D. Voluntary Petition of Conexant, Inc.
 - E. Voluntary Petition of Conexant Systems Worldwide, Inc.
2. ***First Day Declaration.*** Declaration of Sailesh Chittipeddi, Chief Executive Officer of Conexant Systems, Inc., in Support of First Day Pleadings [Docket No. 3, filed 3/28/2013].

MATTERS GOING FORWARD

ADMINISTRATIVE PLEADINGS

3. ***Joint Administration.*** Debtors' Motion for Entry of an Order Directing Joint Administration of Related Chapter 11 Cases [Docket No. 2, filed 3/28/2013].

Status: This matter is going forward.

4. ***Claims Agent Retention*** Debtors' Application for Entry of an Order Pursuant to 28 U.S.C. §156(c) Authorizing the Employment and Retention of BMC Group, Inc. as Claims and Noticing Agent, Effective *Nunc Pro Tunc* to the Petition Date [Docket No. 4, filed 3/28/2013]

Status: This matter is going forward.

FINANCING MOTIONS

5. ***DIP Motion.*** [Debtors' Motion for Entry of Interim and Final Orders Pursuant to 11 U.S.C. §§ 105, 361, 362, 363(c), 363(e), 364 and 507 and Fed. R. Bankr. P. 2002, 4001 and 9014 (I) Authorizing Debtors to Obtain Postpetition Financing Pursuant to Section 364 of the Bankruptcy Code, (II) Authorizing Use of Cash Collateral Pursuant to Section 363 of the Bankruptcy Code, (III) Granting Liens and Super-Priority Claims, (IV) Granting Adequate Protection to the Prepetition Secured Parties and (V) Scheduling a Final Hearing Pursuant to Fed. R. Bankr. P. 4001(b) and (c)] [Docket No. 5], filed 3/28/2013].

Status: This matter is going forward on an interim basis.

6. **Cash Management Motion.** Debtors' Motion for Entry of Interim and Final Orders Authorizing the Debtors to (A) Continue to Operate their Cash Management System; (B) Maintain Existing Business Forms; (C) Grant Administrative Priority for Intercompany Claims and Perform Under Certain Intercompany Arrangements and Historical Practices Between Debtors and Non-Debtor Subsidiaries [Docket No. 6, filed 3/28/2013].

Status: This matter is going forward on an interim basis.

OPERATIONAL MOTIONS

7. **Wages.** Debtors' Motion for Entry of Interim and Final Orders Authorizing, but Not Directing, the Debtors to (A) Pay Prepetition Employee Wages, Other Compensation and Reimbursable Employee Expenses and (B) Continue Employee Benefits Programs [Docket No. 7, filed 3/28/2013].

Status: This matter is going forward on an interim basis.

8. **Foreign Vendors and Lien Claimants.** Debtors' Motion for Entry of Interim and Final Orders Authorizing the Debtors to Pay Prepetition Obligations of Certain Foreign Vendors and Lien Claimants [Docket No. 8, filed 3/28/2013].

Status: This matter is going forward on an interim basis.

9. **Customer Programs.** Debtors' Motion for Entry of Interim and Final Orders Authorizing, but Not Directing, the Debtors to Maintain and Administer Customer Programs and Honor Prepetition Obligations Related Thereto [Docket No. 9, filed 3/28/2013].

Status: This matter is going forward on an interim basis.

10. **Utilities.** Debtors' Motion for Entry of Interim and Final Orders (I) Determining Adequate Assurance of Payment for Future Utility Services, (II) Prohibiting Utility Providers from Altering, Refusing or Discontinuing Service and (III) Establishing Adequate Assurance Procedures [Docket No. 10, filed 3/28/2013].

Status: This matter is going forward on an interim basis.

Dated: February 28, 2013
Wilmington, Delaware

/s/ Domenic E. Pacitti

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