

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

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|--|---|---------------------------------|
| In re: |) | Chapter 11 |
| |) | |
| CONEXANT SYSTEMS, INC., <i>et al.</i> , ¹ |) | Case No. 13-10367 (MFW) |
| |) | |
| Debtors. |) | Jointly Administered |
| |) | |
| |) | Related to Docket No. 110 , 149 |

**ORDER AUTHORIZING THE DEBTORS'
MOTION FOR ENTRY OF AN ORDER AUTHORIZING
THE REJECTION OF THEIR CORPORATE HEADQUARTERS LEASE**

Upon the motion (the “*Motion*”)² of the Debtors for entry of an order authorizing the rejection of the Corporate Headquarters Lease, as specified on **Exhibit 1** annexed hereto, effective on entry of this Order, all as more fully described in the Motion; and the Court having jurisdiction to consider the Motion and the relief requested therein in accordance with 28 U.S.C. §§ 157 and 1334; and consideration of the Motion and the relief requested therein being a core proceeding pursuant to 28 U.S.C. § 157(b)(2); and venue being proper in this District pursuant to 28 U.S.C. § 1408; and due and proper notice of the Motion being adequate and appropriate under the particular circumstances; and a hearing having been held to consider the relief requested in the Motion (the “*Hearing*”); and upon consideration of the record of the Hearing and all proceedings had before the Court; and the Court having found and determined that the relief sought in the Motion is in the best interests of the Debtors’ estates, their creditors and other


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); and Conexant Systems Worldwide, Inc. (0601). The Debtors’ main corporate address is 4000 MacArthur Blvd., Newport Beach, California 92660

² Capitalized terms used but not otherwise defined herein shall have the meanings set forth in the Motion.

parties in interest, and that the legal and factual bases set forth in the Motion establish just cause for the relief granted herein; and any objections to the requested relief having been withdrawn or overruled on the merits; and after due deliberation and sufficient cause appearing therefor, it is hereby ORDERED:

1. The Motion is granted to the extent set forth herein.
2. Pursuant to section 365 of the Bankruptcy Code and Bankruptcy Rule 6006, the Debtors' rejection of the Corporate Headquarters Lease (including its associated subleases) set forth on Exhibit 1 as of April 30, 2013 is approved.
3. Notice of the Motion as provided therein shall be deemed good and sufficient notice of such motion and the requirements of the Bankruptcy Rules and the Local Rules are satisfied by such notice.
4. The terms and conditions of this Order shall be immediately effective and enforceable upon its entry.
5. The Debtors are authorized to take all actions necessary to effectuate the relief granted pursuant to this Order in accordance with the Motion.
6. This Court retains jurisdiction with respect to all matters arising from or related to the implementation of this Order.

Wilmington, Delaware
Date: April 10, 2013



The Honorable Mary F. Walrath
United States Bankruptcy Judge