

EXHIBIT B

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

In re

CONEXANT SYSTEMS, INC., *et al.*,¹

Reorganized Debtors.

Chapter 11

Case No. 13-10367 (MFW)

(Jointly Administered)

Re: Docket ~~No~~Nos. 529, 530

FINAL DECREE CLOSING CHAPTER 11 CASE OF CONEXANT SYSTEMS, INC.

Upon consideration of the Motion of the Reorganized Debtors for Entry of Order Issuing a Final Decree Closing Chapter 11 Case and Granting Related Relief (the “Motion”)² filed by Conexant Systems, Inc., on behalf of itself and its affiliated debtors (collectively, the “Reorganized Debtors”); and it appearing that this Court has jurisdiction to consider the Motion pursuant to 28 U.S.C. §§ 157 and 1334; and it appearing that venue of this chapter 11 case and the Motion in this district is proper pursuant to 28 U.S.C. §§ 1408 and 1409; and it appearing that this matter is a core proceeding pursuant to 28 U.S.C. § 157(b); and this Court having determined that the relief requested in the Motion is in the best interests of the Reorganized Debtors, their estates, their creditors, and other parties-in-interest; and it appearing that proper and adequate notice of the Motion has been given and that no other or further notice is necessary; and after due deliberation thereon; and good and sufficient cause appearing therefor;

IT IS HEREBY ORDERED THAT:

1. The Motion is GRANTED as set forth herein.
2. This order constitutes a final decree in the chapter 11 case of Conexant Systems,

Inc., which shall be effective on the date of entry of the decree. The Clerk of the Court shall forthwith close this case.

¹ The Debtors in these cases, along with the last four digits of each Debtor’s federal tax 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.

² Capitalized terms used herein but not otherwise defined shall retain the meaning ascribed to them in the Motion.

3. Pursuant to section 350 of the Bankruptcy Code and Bankruptcy Rule 3022, effective immediately as of the entry of this Order, the chapter 11 case of Conexant Systems, Inc. is hereby closed and a final decree is hereby granted. The caption of the case to be closed is as follows:

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4. The Liquidating Trustee, its professionals, employees and agents are hereby discharged and released from all liability related to the Trust.

5. The entry of this final decree is without prejudice to the rights of any party in interest, including without limitation any of the Reorganized Debtors or the United States Trustee, to seek to reopen this case pursuant to section 350(b) of the Bankruptcy Code.

6. Conexant Systems, Inc. shall (a) file ~~or otherwise~~ and provide to the Office of the United States Trustee its Chapter 11 Post-Confirmation Quarterly Summary Report for the period from October 4, 2014 through and including the date of the entry of this Order (the "Final Order"), on or before January 31, 2015, and (b) pay all United States Trustee quarterly fees due and owing for the Final Period on or before January 31, 2015.

7. This Court shall retain jurisdiction with respect to any and all matters arising from or related to the interpretation of this Order.

³ The Debtors in these cases, along with the last four digits of each Debtor's federal tax 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 1901 Main Street, Suite 300, Irvine, CA 92614. The chapter 11 cases of the Reorganized Debtor's affiliated debtors have been closed.

Date: _____
Wilmington, DE

THE HONORABLE MARY F. WALRATH
UNITED STATES BANKRUPTCY JUDGE

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