

OTHER IMPORTANT INFORMATION

This section contains administrative information about the Vacation Buy Plan and other details required under the terms of a federal law, the Employee Retirement Income Security Act of 1974, as amended (ERISA).

Claim Procedures

Participants, their beneficiaries (if applicable) or any individual duly authorized by them have the right under ERISA and the Vacation Buy Plan to file a written claim for benefits with the Plan Administrator (see “Important Contacts”).

You (or another person) cannot challenge a claim decision in court until the following claim and appeal procedures have been complied with and exhausted.

Claim Processing

When the vacation buy benefit is provided or denied, you will receive a notice explaining how the coverage level was calculated or why benefits have been denied. This notice will be provided within 90 days after the Plan Administrator (see “Important Contacts”) receives the claim.

If the Plan Administrator needs more than 90 days to make a decision, a representative will notify you in writing within the initial 90-day period and explain why more time is required. An additional 90 days (for a total of 180 days) may be taken if the Plan Administrator sends this notice. The extension notice will include the date by which the Plan Administrator’s decision will be sent.

Appeal Procedures

After the Plan Administrator (see “Important Contacts”) denies your claim, you, your dependents, or your authorized representative may request a full review by the Plan Administrator if you disagree with the denial. You, your dependents, or your authorized representative must submit a written request for review within 60 days after you receive the denial notice. In connection with your appeal, you (or your authorized representative) may review relevant documents and submit issues and comments in writing.

The relevant documents that must be made available to you upon request include documents, records and other information that:

- Were relied on in deciding your benefit claim;
- Were submitted, considered or generated in the course of deciding your benefit claim;

- Demonstrate that the decision complied with the Vacation Buy Plan's administrative procedures or safeguards; or
- State the Vacation Buy Plan's policy or guidelines regarding the benefits, whether or not it was relied upon.

If you want to appeal a decision on benefits, send your appeal to the Plan Administrator (see "Important Contacts").

Your appeal will be reviewed. Someone other than the person who made the first decision on your claim must make this review.

After a decision by the Plan Administrator is made concerning your appeal, you will be notified of the findings and decision in writing. This notice will be provided no later than 60 days after receiving the appeal.

If the Plan Administrator needs more than 60 days to make a decision, a representative will notify you in writing within the initial 60-day period and explain why more time is required. An additional 60 days (for a total of 120 days) may be taken if the Plan Administrator sends this notice.

This decision is final and is not subject to further internal review.

Claims Decision Notices

The notice given to you concerning the decision on either your initial claim or your appeal will include:

- The specific reason or reasons for the decision;
- The specific Vacation Buy Plan provisions upon which the benefit decision is based;
- A statement that you are entitled to receive upon request (and free of charge) reasonable access to, and copies of, all document, records and other information relevant to your claim;
- A description of any additional material or information that is necessary for you to complete your claim and an explanation of why such material or information is necessary;
- If an internal rule, guideline, protocol or similar criterion was relied on in making the decision, either a copy of that document or a statement that such a document was relied upon and that a copy will be furnished (free of charge) upon request;
- For an initial claim, a description of the appeal procedures; and

- A statement that the claimant has the right to bring a civil action under ERISA Section 502(a) following a denial upon appeal.

Your Rights Under ERISA

It is Avaya Inc.'s policy to provide meaningful benefits -- above and beyond your paycheck. Part of your benefit program is the additional personal flexibility you get from the Vacation Buy Plan. You are entitled to certain rights and protection under ERISA. These rights are described in this section.

Right to Receive Information About the Plan and Its Benefits

It is your right to know about your benefits. Therefore, in addition to this SPD of your benefits under the Vacation Buy Plan, you will have the opportunity to obtain a summary of the Vacation Buy Plan's annual financial report. You may examine all Vacation Buy Plan documents governing the Vacation Buy Plan and a copy of the latest annual report (Form 5500 Series) filed with the U.S. Department of Labor. These documents are available for you to examine without charge in the Plan Administrator's office.

You can receive a copy of any of these documents, for a reasonable charge, by making a written request to the Plan Administrator (see "Important Contacts").

Prudent Action by Plan Fiduciaries

You also have the right to expect the fiduciaries -- the people responsible for the operation of the Vacation Buy Plan -- to act prudently and in the best interest of those who participate as a whole. The Vacation Buy Plan's fiduciaries must act in the best interest of all Vacation Buy Plan participants.

No one, including the Company may dismiss you or discriminate against you to prevent you from obtaining benefits or exercising any of your rights under ERISA.

Enforce Your Rights

If your claim for Vacation Buy Plan benefits is denied or ignored, in whole or in part, you have a right to know why this was done, to obtain copies of the documents relating to the decision without charge, and to appeal any denial, all within certain time schedules. Under ERISA, there are steps you can take to enforce your ERISA rights. For instance:

- If you request a copy of plan documents or the latest annual report (Form 5500 Series) from the Plan Administrator and do not receive them within 30 days, you may file suit in federal court. In such a case, the court may require the Plan Administrator to provide the materials and pay you up to \$110 a day until you

receive the materials – unless the materials were not sent for reasons beyond the control of the Plan Administrator.

- If you have a claim for benefits that is denied or ignored – in whole or in part – after going through the appeals procedures, you may file suit in a state or federal court.
- If you are discriminated against for asserting your ERISA rights, you may seek assistance from the U.S. Department of Labor, or you may file suit in federal court.
- If you file suit against the Vacation Buy Plan, the court will decide who should pay court costs and legal fees. If you are successful, the court may order the person you sued to pay these costs and fees. If you lose, the court may order you to pay these costs and fees – if, for example, it finds your claim is frivolous.

If You Have Questions

For answers to questions about the Vacation Buy Plan, contact the Plan Administrator (see “Important Contacts”). If you have any questions about this statement of your rights, or about your rights under ERISA, contact the nearest Regional or District Office of the U.S. Department of Labor’s Employee Benefits Security Administration (EBSA) listed in your telephone directory; or contact the Division of Technical Assistance and Inquiries, U.S. Department of Labor, EBSA, 200 Constitution Avenue N.W., Washington, D.C. 20210. You may also obtain certain publications about your rights and responsibilities under ERISA by calling the publications hotline of the EBSA or visit the EBSA Web site at www.dol.gov/ebsa. (Addresses and phone numbers of Regional and District EBSA Offices are available through the EBSA Web site.)

Plan Funding and Payment of Benefits

The source of funds for the Vacation Buy Plan is your elected payroll deduction and general operating assets of Avaya Inc. Avaya Inc. pays the cost of administering these plans.

Benefits Cannot Be Assigned

Assignment or alienation of any benefits provided by the Vacation Buy Plan will not be permitted or recognized, except as otherwise required by applicable law. This means that benefits provided under the Vacation Buy Plan are not subject to sale, assignment, anticipation, alienation, attachment, garnishment, levy, execution or any other form of transfer. Generally, state and local laws will not be recognized unless permitted by or under applicable federal law, such as ERISA.

Plan May Be Amended or Terminated

The Company expects to continue the Vacation Buy Plan, but reserves the right to amend or terminate the Plan at any time by the resolution of the Board of Directors or a properly authorized designee. However, changes to or termination of the Vacation Buy Plan will not adversely affect your rights to any benefits under the Vacation Buy Plan that you may have become eligible to receive before the change or termination.

Plan Administrator

The Plan Administrator has the full discretionary authority and power to control and manage all aspects of the Vacation Buy Plan, to determine eligibility for Vacation Buy Plan benefits, to interpret and construe the terms and provisions of the Vacation Buy Plan, to determine questions of fact and law, to direct disbursements and to adopt rules for the administration of the Vacation Buy Plan as they may deem appropriate in accordance with the terms of the Vacation Buy Plan and all applicable laws.

Plan Sponsor

The Plan Sponsor may allocate or delegate its responsibilities for the administration of the Vacation Buy Plan to others and employ others to carry out or render advice with respect to its responsibilities under the Vacation Buy Plan, including discretionary authority to interpret and construe the terms of the Vacation Buy Plan, to direct disbursements and to determine eligibility for Vacation Buy Plan benefits.