



600 Mountain Avenue
Room 2B-410
Murray Hill, NJ 07974

	ACTIVE MANAGEMENT and NON-REPRESENTED EMPLOYEES	
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Summary Annual Reports

FOR PLAN YEAR JANUARY 1, 2012 THROUGH DECEMBER 31, 2012

ALCATEL-LUCENT SUMMARY ANNUAL REPORTS

The following are summaries of the Annual Reports of employee benefit plans sponsored by Alcatel-Lucent USA Inc. ("Alcatel-Lucent") and certain of its affiliates covering eligible active employees for which distribution of summary annual reports is required under federal law. These summaries, and the Annual Reports they summarize, are for the plan year January 1, 2012 through December 31, 2012. The Annual Reports have been filed with the U.S. Department of Labor's Employee Benefits Security Administration, as required under the Employee Retirement Income Security Act of 1974 (ERISA).

As a participant in one or more of these Plans during this period, you have the right to receive a copy of the full Annual Report, or any part thereof, on request. See the end of these reports for information on your rights under ERISA and where to write for copies of any of the full Annual Reports and/or where to examine them.

I – CAPITAL ACCUMULATION PLAN

Alcatel-Lucent Savings Plan — PN 003

Basic Financial Statement

Alcatel-Lucent pays the costs associated with providing benefits under the Plan through a Trust Fund. Plan expenses were \$449,519,000, including \$447,760,000 in benefits paid to participants and beneficiaries and \$1,759,000 in administrative expenses. A total of 37,399 persons were participants in or beneficiaries of the Plan at the end of the plan year.

The value of the Plan assets, after subtracting liabilities of the Plan, was \$6,398,344,000 as of December 31, 2012, compared to \$6,009,806,000 as of January 1, 2012. During the plan year, the Plan experienced an increase in its net assets of \$388,538,000. This increase includes unrealized appreciation or depreciation in the value of the Plan's assets; that is, the difference between the value of the Plan's assets at the end of the year and the value of the assets at the beginning of the year or the cost of assets acquired during the year.

Plan income was \$837,958,000, including \$158,008,000 in employee contributions, employer matching contributions of \$74,172,000, and earnings from investments of \$605,778,000. Transfers into the Plan from the Lucent Technologies Inc. Long Term Savings and Security Plan totaled \$99,000.

II – LIFE INSURANCE PLANS

Alcatel-Lucent Group Term Life Insurance Plan — PN 509

Insurance Information

The Plan has contracts with MetLife to pay all life insurance claims incurred under the terms of the Plan.

A total of 17,663 persons were participants in the Plan at the end of the plan year.

The total premiums paid for the plan year ending December 31, 2012 were \$25,804,713. Because these are so-called "experience-rated" contracts, the premium costs are affected by, among other things, the number and size of claims. All insurance premiums paid during the plan year were paid under these "experience-rated" contracts. The total of all benefit claims paid under these contracts during the plan year was \$22,700,928.

Alcatel-Lucent Dependent Group Life Insurance Plan — PN 510

Insurance Information

The Plan has a contract with MetLife to pay all death benefit claims incurred under the terms of the Plan. A total of 6,747 persons were participants in the Plan at the end of the plan year.

The total premiums paid for the plan year ending December 31, 2012 were \$127,774. Because this is a so-called "experience-rated" contract, the premium costs are affected by, among other things, the number and size of claims. All insurance premiums paid during the plan year were paid under this "experience-rated" contract. The total of all benefit claims paid under this contract during the plan year was \$503,420.

Alcatel-Lucent Dependent Accidental Loss Insurance Plan — PN 511

Insurance Information

The Plan has a contract with MetLife to pay all death and covered loss claims incurred under the terms of the Plan. A total of 6,391 persons were participants in the Plan at the end of the plan year.

The total premiums paid for the plan year ending December 31, 2012 were \$24,961. Because this is a so-called “experience-rated” contract, the premium costs are affected by, among other things, the number and size of claims. All insurance premiums paid during the plan year were paid under this “experience-rated” contract. The total of all benefit claims paid under this contract during the plan year was \$260,132.

Alcatel-Lucent Supplementary Accidental Loss Insurance Plan — PN 512

Insurance Information

The Plan has a contract with MetLife to pay all death and covered loss claims incurred under the terms of the Plan. A total of 6,897 persons were participants in the Plan at the end of the plan year.

The total premiums paid for the plan year ending December 31, 2012 were \$56,692. Because this is a so-called “experience-rated” contract, the premium costs are affected by, among other things, the number and size of claims. All insurance premiums paid during the plan year were paid under this “experience-rated” contract. The total of all benefit claims paid under this contract during the plan year was (\$538,447).

Alcatel-Lucent Business Travel Accident Insurance Plan — PN 514

Insurance Information

The Plan has contracts with the Life Insurance Company of North America (CIGNA) to pay all accidental death and dismemberment insurance claims incurred under the terms of the Plan. A total of 14,018 persons were participants in the Plan at the end of the plan year. The total premiums paid for the plan year ending December 31, 2012 were \$25,743.

Lucent Technologies Inc. Supplementary Variable Universal Life Insurance Plan — PN 531

Insurance Information

The Plan has a contract with MetLife to pay all life insurance claims incurred under the terms of the Plan. A total of 91 persons were participants in the Plan at the end of the plan year.

The total premiums paid for the plan year ending December 31, 2012 were \$532,469. Because this is a so-called “experience-rated” contract, the premium costs are affected by, among other things, the number and size of claims. All insurance premiums paid during the plan year were paid under this “experience-rated” contract. The total of all benefit claims paid under this contract during the plan year was \$517,231.

Alcatel-Lucent Group Life Insurance Plan for Active Employees — PN 533

Insurance Information

This Plan has a contract with MetLife to pay all life insurance claims incurred under the terms of the Plan. A total of 14,100 persons were participants in the Plan at the end of the plan year.

The total premiums paid for the plan year ending December 31, 2012 were \$3,741,557.

III – HEALTH AND WELFARE PLANS

Alcatel-Lucent Medical Expense Plan for Management Employees — PN 502

A total of 11,932 persons were participants in the Plan at the end of the plan year.

Claims Administration

Alcatel-Lucent has committed itself to pay certain medical claims incurred under the terms of the Plan.

During the plan year, the Plan had contracts with CIGNA, UnitedHealthcare and Express Scripts, among others, which administered medical claims incurred under the terms of the Plan.

Insurance Information

An approved Health Maintenance Organization (HMO) may be selected as an alternate choice under the Plan.

During the plan year, the Plan had contracts with 12 HMOs, which provided medical coverage to those employees who elected to participate in an HMO. The total

premiums paid to the HMOs for the plan year ending December 31, 2012 were \$4,663,219.

The Plan also had contracts with CIGNA to pay certain medical and dental claims incurred by International Assignees under the terms of the Plan and Medical Benefits Abroad coverage for international business travelers. The total premiums paid to CIGNA for the plan year ending December 31, 2012 were \$791,024.

Alcatel-Lucent Dental Expense Plan for Active Employees — PN 505

A total of 13,450 persons were participants in the Plan at the end of the plan year.

Claims Administration

The Plan has contracts with MetLife and Aetna Inc., which administer dental claims incurred under the terms of the Plan. MetLife administers claims for Management employees and Aetna Inc. administers claims for Represented/Occupational employees. In addition, Aetna Inc. administers a Dental Maintenance Organization[®] (DMO[®]) feature for those Occupational employees who elect to participate in it.

Insurance Information

During the plan year, the Plan had a contract with Aetna to pay dental claims incurred under the DMO[®] feature. The total premiums paid for the plan year ending December 31, 2012 were \$93,574.

V – OTHER PLAN

Lucent Technologies Inc. Long-Term Care Plan — PN 524

Insurance Information

The Plan has a contract with MetLife to pay all claims incurred under the terms of the Plan. A total of 13,685 persons were participants in the Plan at the end of the plan year.

The total premiums paid for the plan year ending December 31, 2012 were \$9,682,904. Because this is a so-called “experience-rated” contract, the premium costs are affected by, among other things, the number and size of claims. All insurance premiums paid during the plan year were paid under this “experience-rated” contract. The total of all benefit claims paid under this contract during the plan year was \$14,805,683.

YOUR RIGHTS TO ADDITIONAL INFORMATION

You have the right to receive a copy of any of the full Annual Reports, or any part thereof, on request (where applicable). Insurance information, including sales commissions or fees, if any, is included in Schedule A of those reports. The following items are included in reports where the assets of a Plan are held in a Trust Fund:

- an accountant’s report;
- financial information and information on payments to service providers;
- assets held for investment;
- fiduciary information, including non-exempt transactions between the Plan and parties-in-interest (that is, persons who have certain relationships with the Plan);
- transactions in excess of 5% of Plan assets; and
- information regarding any common or collective trusts, pooled separate accounts, master trusts or 103-12 investment entities in which a Plan participates.

Note: For these Plans, all financial amounts have been rounded to the nearest \$1,000.

To obtain a copy of any one of the full Annual Reports or any part thereof, write to:

Alcatel-Lucent
Plan Administrator
600 Mountain Avenue
Room 2B-410
Murray Hill, NJ 07974

You also have the right to receive from the Plan Administrator, at the above address, on request and at no charge, a Statement of Net Assets Available for Benefits of the Plan and accompanying notes, or a Statement of Changes in Net Assets Available for Benefits of the Plan and accompanying notes, or both. If you request a copy of the full Annual Report from the Plan Administrator, these statements and accompanying notes will be included as part of that report. Note: These statements are only available for the Plans with a Trust Fund.

You also have the legally protected right to examine the Annual Reports at the principal office of the Plan Administrator:

Alcatel-Lucent
Benefits Administration
600 Mountain Avenue
Murray Hill, NJ 07974

You may also examine the Annual Reports at the U.S. Department of Labor in Washington, D.C., or obtain a copy from the U.S. Department of Labor upon payment of copying costs. Requests to the Department of Labor should be addressed to:

Public Disclosure Room, Room N1513
Employee Benefits Security Administration
U.S. Department of Labor
200 Constitution Avenue, N.W.
Washington, DC 20210