

EXHIBIT B

The Scheduling Order

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:) Chapter 11
)
INTEGRATED TELECOM EXPRESS, INC.,) Case No. 02- 12945 (PJW)
)
Debtor.) Re: Docket No. 59

ORDER (A) APPROVING DISCLOSURE STATEMENT; (B) APPROVING VOTING PROCEDURES WITH RESPECT TO PLAN OF LIQUIDATION OF THE DEBTOR; AND (C) SCHEDULING CERTAIN DATES IN CONNECTION THEREWITH

Upon consideration of the *Disclosure Statement Accompanying Debtor's Plan of Liquidation Under Chapter 11 of the Bankruptcy Code* (Docket No. 37) (the "Disclosure Statement") filed by Integrated Telecom Express, Inc. (the "Debtor"); and upon consideration of the motion filed by the Debtor for entry of an order: (a) approving certain voting procedures, including the form of ballot, the voting instructions, and the voting agent; and (b) scheduling certain dates, including a confirmation hearing on the *Debtor's Plan of Liquidation Under Chapter 11 of the Bankruptcy Code* (Docket No. 36) (as may be amended or supplemented, the "Plan") and a voting deadline to accept or reject the Plan (the "Motion")¹; and it appearing that the Court has jurisdiction to consider the Motion pursuant to 28 U.S.C. § 1334 and that this matter is a core matter pursuant to 28 U.S.C. § 157(b)(2); and the Court having determined that the relief requested in the Motion is in the best interests of the Debtor, its estate, its creditors, holders of its equity interests and parties in interest; and it appearing that due notice of the Motion, the Notice, and the Disclosure Statement has been given, and that no further notice need

¹ Unless otherwise defined herein, all capitalized terms shall have the meanings ascribed to them in the Motion.

be given; and the appearances of all interested parties having been duly noted on the record of the hearing on the Motion and the Disclosure Statement (the "Hearing"); and each of the objections, if any, filed to the Motion and the Disclosure Statement having been either (a) withdrawn or rendered moot by modifications to the Disclosure Statement or (b) overruled by the Court; and the Debtor having made the conforming additions, changes, corrections and deletions to the Disclosure Statement necessary to comport with the record of the Hearing and the agreements, if any, reached with the parties, if any, that had filed objections; and after due deliberation and sufficient cause appearing therefore;

IT IS HEREBY ORDERED, FOUND, AND DETERMINED THAT:

1. The Motion is hereby approved.
2. The Disclosure Statement is hereby approved as containing "adequate information" (as such term is defined in section 1125(a) of the Bankruptcy Code).
3. The Debtor shall mail the Solicitation Packages to all known holders of claims and equity interests in the Voting Classes, except that the Debtor shall only be required to serve counsel for the securities class action plaintiffs in Class 3B.
4. The Debtor shall provide a copy of the Confirmation Notice to all holders of claims in Classes 1 and 2.
5. Only the Voting Classes may vote to accept or reject the Plan. Each holder of a claim who has filed a proof of claim in the Chapter 11 Case as to which claim an objection is pending and is not resolved before the Confirmation Hearing shall not be permitted to vote on the Plan unless the holder of such claim has obtained an order of the Court on or

before three (3) business days prior to the Confirmation Hearing, pursuant to Bankruptcy Rule 3018(a), temporarily allowing its claim for the purposes of voting on the Plan.

6. For purposes of voting, the amount of a claim used to tabulate acceptance or rejection of the Plan shall be (i) the amount set forth on the Ballot received for that particular creditor or (ii) the greater of the following:

- a. the amount set forth as a claim in the Schedules as not contingent, unliquidated or disputed (excluding scheduled claims that have been superseded by filed claims);
- b. the amount set forth on a filed proof of claim which has been timely filed and has not been disallowed, disqualified, suspended, reduced or estimated and temporarily allowed for voting purposes prior to computation of the vote on the Plan; or
- c. the amount estimated and temporarily allowed with respect to a claim pursuant to an order of this Court.

To the extent that the amount of the claim listed in subsection (i) above is greater than the amount of the claim listed in subsection (ii), the amount listed in subsection (ii) shall govern.

With respect to a Class 3B Ballot, if the amount of the claim is listed as unliquidated, such claim shall be valued at \$100.00 for purposes of voting only.

7. For purposes of voting an equity interest, the number of shares used to tabulate acceptance or rejection of the Plan shall be the number of shares indicated on the stock transfer list as of the Record Date.

8. With respect to Ballots submitted by a holder of a claim or equity interest:

- a. any Ballot that is properly completed, executed and timely returned to the Balloting Agent that does not indicate an acceptance or rejection of the Plan shall not be counted;

- b. any Ballot that is returned to the Balloting Agent indicating acceptance or rejection of the Plan but that is unsigned shall not be counted;
- c. whenever a creditor or equity interest holder casts more than one Ballot voting the same claim or equity interest prior to the Voting Deadline, only the last timely ballot received by the Balloting Agent shall be counted;
- d. if a creditor or equity interest holder casts simultaneous Ballots that are duplicative, such Ballots shall only be counted as one Ballot;
- c. each creditor or equity interest holder shall be deemed to have voted the full amount of its claim or the full amount of its equity interests;
- f. creditors and equity interest holders shall not split their vote within a class, thus, by way of example, each creditor holding a Class 3A claim shall vote all of its Class 3A claim either to accept or reject the Plan;
- g. if a holder holds a claim or equity interest in more than one class, such holder is only permitted to vote its claim or equity interest in the appropriate class;
- h. Ballots that partially reject and partially accept the Plan (*i.e.*, inconsistent Ballots) shall not be counted; and
- i. any Ballot received by the Balloting Agent by telecopier, facsimile or other electronic communication shall not be counted.

9. Counsel for the securities class action plaintiffs in Class 3B shall be permitted to file one ballot on behalf of the entire class.

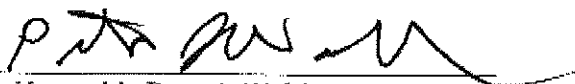
10. The following dates and procedures with respect to the Plan are hereby established:

- a. March 25, 2003 at 3:30 p.m. Eastern Time shall be the date and time for the Confirmation Hearing;
- b. February 3, 2003 shall be the record date for voting on the Plan. To be entitled to vote to accept or reject the Plan, a holder of a claim against the Debtor or a holder of an equity interest in the

Debtor must be the record holder of such claim or equity interest at the close of business on the record date;

- c. February 14, 2003 shall be the deadline for the Debtor to serve the Solicitation Packages;
- d. February 14, 2003 shall be the deadline for the Debtor to serve the Confirmation Notice;
- e. March 14, 2003 at 5:00 p.m. Eastern Time (the "Voting Deadline"), shall be the deadline by which Ballots to accept or reject the Plan must be received from eligible creditors. Unless otherwise ordered by the Court with respect to a specific Ballot, all ballots must be completed, signed, returned to and actually received by the Solicitation Agent on or before the Voting Deadline in order to be counted;
- f. March 14, 2003 at 4:00 p.m. Eastern Time shall be the last date to file and serve any objections and evidence in opposition to confirmation of the Plan, which must be (i) in writing; (ii) set forth in detail the name and address of the party filing the objection, the grounds for the objection, any evidentiary support therefor in the nature of the declarations submitted under penalty of perjury, and the amount of the objector's claims or such other grounds that give the objector standing to assert the objection; and (iii) be served upon the parties at the addresses set forth in the Confirmation Notice; and
- g. Any objection not properly and timely filed and served shall be deemed to be waived and to be a consent to the Court's entry of an order confirming the Plan.

Dated: February 3, 2003


The Honorable Peter J. Walsh
Chief United States Bankruptcy Judge