

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

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	:
In re:	: Chapter 11
	:
EXIDE TECHNOLOGIES,	: Case No. 13-11482 (KJC)
	:
Debtor. ¹	: Hrg. Date: May 14, 2014 at 10:00 a.m. (Eastern)
	: Obj. Due: April 28, 2014 at 4:00 p.m. (Eastern)
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**DEBTOR’S (NON-SUBSTANTIVE) SEVENTH OMNIBUS OBJECTION
PURSUANT TO BANKRUPTCY CODE SECTION 502(b),
BANKRUPTCY RULE 3007, AND LOCAL RULE 3007-1 TO
CERTAIN (I) AMENDED AND SUPERSEDED CLAIMS,
(II) DUPLICATE CLAIMS, (III) DUPLICATE BONDHOLDER CLAIM,
AND (IV) NO DOCUMENTATION CLAIM**

(“SEVENTH OMNIBUS CLAIMS OBJECTION”)

The debtor and debtor in possession in the above-captioned case (“Exide” or the “Debtor”), hereby files this omnibus objection (the “Objection”) to certain claims (the “Disputed Claims”) filed against the Debtor, and listed on Exhibits A, B, C, and D to the proposed form of order (the “Proposed Order”), pursuant to section 502(b) of title 11 of the United States Code (the “Bankruptcy Code”), Rule 3007 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”), and Rule 3007-1 of the Local Rules of Bankruptcy Practice and Procedure of the United States Bankruptcy Court for the District of Delaware (the “Local Rules”), and respectfully requests entry of an order in substantially the form of the Proposed Order filed concurrently herewith. The Disputed Claims set forth on (i) Exhibit A to the Proposed Order consist of claims that were amended and superseded by subsequently-filed claims, (ii) Exhibit B

¹ The last four digits of the Debtor’s taxpayer identification number are 2730. The Debtor’s corporate headquarters are located at 13000 Deerfield Parkway, Building 200, Milton, Georgia 30004.

to the Proposed Order consist of claims that are duplicative of other filed claims, (iii) Exhibit C to the Proposed Order consist of a bondholder claim that is duplicative of other filed claims, (iv) and Exhibit D to the Proposed Order consist of a claim that is not supported by any documentation to substantiate the validity of such proof of claim. In support of the Objection, the Debtor relies on the Declaration of Holden Bixler in Support of the Debtor's (Non-Substantive) Seventh Omnibus Objection Pursuant To Bankruptcy Code Section 502(b), Bankruptcy Rule 3007, And Local Rule 3007-1 To Certain (I) Amended And Superseded Claims, (II) Duplicate Claims, (III) Duplicate Bondholder Claim, and (IV) No Documentation Claim attached hereto as Exhibit 1. In further support of the Objection, the Debtor respectfully represents:

JURISDICTION AND VENUE

1. This Court has jurisdiction to consider the Objection under 28 U.S.C. §§ 157 and 1334. This is a core proceeding under 28 U.S.C. § 157(b). Venue of the case and the Objection in this District is proper under 28 U.S.C. §§ 1408 and 1409.

2. The statutory predicates for the relief requested herein are Bankruptcy Code section 502(b), Bankruptcy Rule 3007, and Local Rule 3007-1.

3. Pursuant to Local Rule 9013-1(f), the Debtor consents to the entry of a final judgment or order with respect to the Objection if it is determined that this Court would lack Article III jurisdiction to enter such final order or judgment absent the consent of the parties.

BACKGROUND

A. The Chapter 11 Case

4. On June 10, 2013 (the "Petition Date"), the Debtor commenced a case by filing a petition for relief under chapter 11 of the Bankruptcy Code (the "Chapter 11 Case").

5. The Debtor continues to operate its business and manage its property as debtor and debtor in possession pursuant to Bankruptcy Code sections 1107(a) and 1108.

6. On June 18, 2013, the United States Trustee for the District of Delaware (the “U.S. Trustee”) appointed an Official Committee of Unsecured Creditors (the “Creditors’ Committee”) in the Chapter 11 Case pursuant to Bankruptcy Code section 1102. No trustee has been appointed in the Chapter 11 Case.

7. On August 9, 2013, the Debtor filed its schedules of assets and liabilities and statements of financial affairs (Docket No. 498) (the “Schedules”).

B. Bar Dates and Proofs of Claim

8. On June 11, 2013, this Court entered an order appointing GCG, Inc. (“GCG”) as the claims and noticing agent pursuant to the Order Authorizing Employment And Retention Of GCG, Inc. As Claims And Noticing Agent, Pursuant To 28 U.S.C. § 156(c), 11 U.S.C. § 105(a) And Fed. R. Bankr. P. 2002 And Del. Bankr. L.R. 2002-1(F) *Nunc Pro Tunc* To The Petition Date (Docket No. 76). GCG is authorized to maintain (i) all proofs of claim filed against the Debtor and (ii) an official claims register by docketing all proofs of claim in a claims database containing, inter alia, information regarding the name and address of each claimant, the date the proof of claim was received by GCG, the claim number assigned to the proof of claim, and the asserted amount and classification of the claim.

9. On September 13, 2013, this Court entered the Order (I) Establishing Deadlines For (A) Submitting Proofs Of Claim And (B) Requests For Payment Under Bankruptcy Code Section 503(b)(9), (II) Approving The Form And Manner For Submitting Such Proofs Of Claim And Requests For Payment, And (III) Approving Notice Thereof (Docket No. 696) (the “Bar Date Order”). Pursuant to the Bar Date Order, all persons or entities who wished to assert claims against the Debtor’s estate were required to file a proof of claim against the Debtor in the

Chapter 11 Case by no later than October 31, 2013 at 5:00 p.m. (Eastern) (the “General Bar Date”). The General Bar Date applied to any person, other than governmental units, holding a claim (other than a personal injury claim related to the Debtor’s Vernon facility) against the Debtor allegedly owing as of the Petition Date, including claims under Bankruptcy Code section 503(b)(9), or any person with an alleged claim or expense claimed to have allegedly arisen prior to the Petition Date. Any governmental unit seeking to file a claim against the Debtor was required to do so by no later than December 9, 2013 at 5:00 p.m. (Eastern). Any person seeking to file a personal injury claim related to the Debtor’s Vernon facility was required to do so no later than January 31, 2014 at 5:00 p.m. (Eastern).²

10. To date, approximately 3,893 proofs of claim (the “Claims,” and the persons or entities filing such Claims, the “Claimants”) have been filed in the Chapter 11 Case. Since the Petition Date, the Debtor has filed six omnibus claims objections to Claims asserting prepetition liabilities. After hearing these omnibus claims objections to Claims asserting prepetition liabilities, this Court disallowed and expunged approximately 455 Claims asserting more than \$4.7 billion in liquidated liabilities (plus unliquidated amounts).

11. The Debtor and its advisors are comprehensively reviewing and reconciling all Claims. Moreover, in the ordinary course of business, the Debtor maintains books and records (the “Books and Records”) that reflect, among other things, the Debtor’s liabilities and the amounts thereof owed to its creditors. The Debtor is also comparing the Claims asserted in the Proofs of Claims to its Books and Records to determine the validity of the asserted claims.

² See Supplemental Order (I) Extending The Claims Bar Date Solely With Respect To Personal Injury Claims Relating To The Debtor’s Vernon California Facility, (II) Approving The Form And Manner For Submitting Such Proofs Of Claim, And (III) Approving Notice Thereof, entered Oct. 24, 2013 (Docket No. 696).

12. This reconciliation process includes identifying particular categories of Claims that may be targeted for disallowance and expungement, reduction and allowance, reassignment, or reclassification. To reduce the number of Claims, and to avoid possible double recovery, or otherwise improper recovery by Claimants, the Debtor anticipates filing several omnibus claims objections.

RELIEF REQUESTED

13. By the Objection, the Debtor respectfully seeks entry of an order pursuant to Bankruptcy Code section 502(b), Bankruptcy Rule 3007, and Local Rule 3007-1 disallowing and expunging (a) the Claims set forth on Exhibit A attached to the Proposed Order because they have been amended and superseded by later filed Claims, (b) the Claims set forth on Exhibit B attached to the Proposed Order because they are duplicates of other Claims, (c) the Claim set forth in Exhibit C attached to the Proposed Order because it is an individual bondholder claim that is duplicative of other Claims, and (d) the Claim set forth on Exhibit D attached to the Proposed Order because it fails to satisfy the requirements for a proof of claim.

OBJECTION TO CLAIMS

A. Amended Claims

14. The Disputed Claims identified on Exhibit A to the Proposed Order (the “Amended Claims”) are the Claims that have been amended and superseded by subsequently-filed proofs of claim identified under the column titled “Remaining Claim Number” on Exhibit A to the Proposed Order. Failure to disallow the Amended Claims will result in the applicable Claimants receiving an unwarranted double recovery against the Debtor’s estate, to the detriment of other creditors in this case.

15. Therefore, the Debtor objects to the allowance of each of the Amended Claims included on Exhibit A to the Proposed Order and requests that such Amended Claims under the

column heading “Amended Claim to be Disallowed” be disallowed. If the Debtor’s objection to the Amended Claims is sustained, the Claims listed under the column heading “Remaining Claim Number” will remain on the claims register, subject to the Debtor’s right to object on any grounds that bankruptcy or nonbankruptcy law permits. Therefore, any Claimant holding an Amended Claim will suffer no prejudice by having the Amended Claim disallowed.

B. Duplicate Claims

16. With respect to the Disputed Claims listed on Exhibit B to the Proposed Order (the “Duplicate Claims”), it appears that the Claimants erroneously filed the same proof of Claim in the same amount against the Debtor more than once for a single alleged liability. The Debtor should not be required to satisfy the same obligation twice. Moreover, the elimination of duplicative Claims will enable GCG to maintain a claims register that more accurately reflects the valid claims asserted against the Debtor.

17. Therefore, the Debtor hereby objects to the allowance of the Duplicate Claims included on Exhibit B to the Proposed Order and requests that such Duplicate Claims under the column heading “Duplicate Claim to be Disallowed” be disallowed. If the Debtor’s objection to the Duplicate Claims is sustained, the Claims listed under the column heading “Remaining Claim Number” will remain on the claims register, subject to the Debtor’s right to object on any grounds that bankruptcy or nonbankruptcy law permits. Therefore, any Claimant holding a Duplicate Claim will suffer no prejudice by having the applicable Duplicate Claim disallowed.

C. Duplicate Bondholder Claim

18. With respect to the Disputed Claim listed on Exhibit C to the Proposed Order (the “Duplicate Bondholder Claim”), the Claimant, who appears to be an individual bondholder, filed a Claim that was limited exclusively to the repayment of principal, interest, and/or other applicable fees and charges (“Debt Claim”) owed under any bond or note issued by the Debtor

pursuant to an indenture (a “Debt Instrument”). However, pursuant to paragraph 12(f) of the Bar Date Order, the General Bar Date did not apply to a holder of a Debt Claim provided that the applicable indenture trustee under a Debt Instrument filed a Proof of Claim on or before the General Bar Date, with respect to all of the amounts owed under each of the Debt Instruments. The Debtor is a party to two issuances of bond debt—the “Senior Secured Notes”³ and the “Convertible Notes.”⁴ On October 30, 2013, U.S. Bank N.A. (“U.S. Bank”), as indenture trustee for the Convertible Notes, filed a proof of claim number 2353 (“Claim 2353”) asserting a Debt Claim regarding the Convertible Notes. On October 31, 2013, Wells Fargo Bank National Association (“Wells Fargo”), as indenture trustee for the Senior Secured Notes, filed a proof of claim number 2597 (“Claim 2597”) ⁵ asserting a Debt Claim regarding the Senior Secured Notes. The Debtor believes that the Claim filed by the individual bondholder listed on Exhibit C is duplicative of either Claim 2353 or Claim 2597. If an individual noteholder’s claim were allowed in addition to the applicable indenture trustee’s proof of claim (the “Indenture Trustee Claims”), the noteholder would recover twice – under the applicable indenture trustee’s proof of claim as well as under the individual claim. Double recoveries of this sort are not permitted under the Bankruptcy Code and the Debtor should not be required to satisfy the same obligation twice. Moreover, the elimination of redundant Claims will enable GCG to maintain a claims register that more accurately reflects the valid claims asserted against the Debtor.

³ Pursuant to an indenture dated as of January 25, 2011, the Debtor issued \$675 million in aggregate principal amount of 8.625% senior secured notes with a maturity date of February 1, 2018 (the “Senior Secured Notes”).

⁴ Pursuant to an indenture dated as of March 18, 2005, the Debtor issued floating rate convertible senior subordinated notes with a maturity date of September 18, 2013 (the “Convertible Notes”).

⁵ Claim 2597 amended and superseded proof of claim number 1831.

19. Therefore, the Debtor hereby objects to the allowance of the Duplicate Bondholder Claim included on Exhibit C to the Proposed Order and requests that the Duplicate Bondholder Claim under the column heading “Duplicate Claim to be Disallowed” be disallowed. If the Debtor’s objection to the Duplicate Bondholder Claim is sustained, the Claim listed under the column heading “Remaining Claim Number” will remain on the claims register, subject to the Debtor’s right to object on any grounds that bankruptcy or nonbankruptcy law permits. Therefore, any Claimant holding a Duplicate Bondholder Claim will suffer no prejudice by having the applicable Duplicate Bondholder Claim disallowed.

D. No Documentation Claim

20. The Disputed Claim listed on Exhibit D to the Proposed Order (the “No Documentation Claim”), has been filed without any documentation to substantiate the proof of claim. As explained in In re Rockefeller Ctr. Props., 272 B.R. 524, 542 n.17 (Bankr. S.D.N.Y. 2000):

A proof of claim is a special form of complaint against a debtor. Form 10 sets forth what is required in a proof of claim. What Form 10 requires is remarkably similar to FRCP 8(a)(2) which requires that a complaint contain “a short and plain statement of the claim showing that the pleader is entitled to relief.” FRCP 9, which is adopted by Bankruptcy Rule 7009 and applies to adversary proceedings, seems appropriately applied to proofs of claim as well.

21. A proof of claim must “set forth the facts necessary to support the claim.” In re Chain, 255 B.R. 278, 280 (Bankr. D. Conn. 2000) (citing COLLIER ON BANKRUPTCY ¶ 3001.09[1] (15th ed. rev. 2005)). If the proof of claim fails to set forth the necessary supporting facts, it is “not entitled to the presumption of prima facie validity, and the burdens of going forward and of proving its claims by a preponderance of the evidence are on the [claimant].” In re Marino, 90 B.R. 25, 28 (Bankr. D. Conn. 1988); see also In re Svendson, 34 B.R. 341, 342

(Bankr. D.R.I., 1983) (proofs of claim failed to “set forth all the necessary facts to establish the claim[s].”) (alteration in original) (citation omitted).

22. Without providing sufficient information or documentation to allow the Debtor to reconcile the proof of claim with its Books and Records, the No Documentation Claim fails to satisfy the requirements for a proof of claim. See Chain, 255 B.R. at 280; see also In re 20/20 Sport, Inc., 200 B.R. 972, 978 (Bankr. S.D.N.Y 1996) (“In bankruptcy cases, courts have traditionally analogized a creditor’s claim to a civil complaint, [and] a trustee’s objection to an answer “). Although the Debtor has attempted to compare the amount requested in the No Documentation Claim with the amounts due according to the Debtor’s Schedules as well as its Books and Records, the No Documentation Claim does not contain any information to allow the Debtor to determine from the proof of claim itself what amount, if any, is valid and owed to the Claimant by the Debtor.

23. Accordingly, the Debtor hereby requests that this Court enter an order expunging and disallowing the No Documentation Claim, unless the Claimant provides supporting documentation for the No Documentation Claim on or prior to **April 28, 2014 at 4:00 p.m.** (Eastern). If supporting documentation is timely provided, the Debtor may decide not to proceed with its objection to the No Documentation Claim.

APPLICABLE AUTHORITY

24. Bankruptcy Code section 502(b) provides in pertinent part that:

the court, after notice and a hearing, shall determine the amount of [a] claim in lawful currency of the United States as of the date of the filing of the petition, and shall allow such claim in such amount, except to the extent that . . . such claim is unenforceable against the debtor and property of the debtor, under any agreement or applicable law for a reason other than because such claim is contingent or unmatured.

11 U.S.C. § 502(b)(1).

25. The Debtor believes the Disputed Claims noted above are unenforceable against the Debtor for the reasons set forth above. Therefore, pursuant to Bankruptcy Code sections 502(b), Bankruptcy Rule 3007, and Local Rule 3007-1, the Debtor respectfully requests that this Court enter an order disallowing each Amended Claim, Duplicate Claim, Duplicate Bondholder Claim, and No Documentation Claim as set forth on Exhibits A, B, C, and D to the Proposed Order, respectively.

RESPONSES TO THE OBJECTION

26. Filing and Service of Responses: To contest the Objection, a Claimant must file and serve a written response to the Objection (a "Response") so that it is actually received by the Clerk of the Bankruptcy Court and the parties in the following paragraph **no later than 4:00 p.m. (Eastern) on April 28, 2014** (the "Response Deadline"). Claimants should locate their names and claims in the Objection, and carefully review the Proposed Order and the exhibits attached thereto. A Response must address each ground upon which the Debtor objects to a particular claim. A hearing (the "Hearing") to consider the Debtor's Objection shall be held on **May 14, 2014 at 10:00 a.m. (Eastern)**, before the Honorable Kevin J. Carey, United States Bankruptcy Judge, at the United States Bankruptcy Court for the District of Delaware, 824 North Market Street, 5th Floor, Courtroom No. 5, Wilmington, Delaware 19801.

27. Every Response must be filed on or before **April 28, 2014 at 4:00 p.m. (Eastern)** with the United States Bankruptcy Court for the District of Delaware, 824 Market Street, 3rd Floor, Wilmington, Delaware 19801 and served upon the following entities at the following addresses: (i) the Office of the U.S. Trustee, 844 North King Street, Room 2207, Lockbox 35, Wilmington, Delaware 19801, Attn: Mark Kenney, Esq., (ii) the Debtor, Exide Technologies, 13000 Deerfield Parkway, Suite 100, Milton, Georgia 30004, Attn: B. Holland Pritchard, and (iii) counsel to the Debtor, Skadden, Arps, Slate, Meagher & Flom LLP, 155 N. Wacker Drive,

Chicago, Illinois 60606-1720, Attn: James J. Mazza, Jr. and Louis S. Chiappetta, in each case so as to be received no later than **April 28, 2014 at 4:00 p.m. (Eastern)**.

28. Content of Responses: Every Response to the Objection must contain, at a minimum, the following:

- (a) a caption setting forth the name of this Court, the above-referenced case number, and the title of the Objection to which the Response is directed; the name of the Claimant and description of the basis for the amount of the Claim;
- (b) a concise statement setting forth the reasons why a particular Claim should not be disallowed for the reasons set forth in the Objection, including, but not limited to, the specific factual and legal bases upon which the claimant will rely in opposing the Objection at the Hearing;
- (c) all documentation or other evidence of the Claim in question, to the extent not already included with the Claimant's proof of claim, upon which the Claimant will rely in opposing the Objection at the Hearing;
- (d) the name, address, telephone number, and fax number of the person(s) (who may be the Claimant or a legal representative thereof) possessing ultimate authority to reconcile, settle, or otherwise resolve the Claim on behalf of the Claimant; and
- (e) the name, address, telephone number, and fax number of the person(s) (who may be the Claimant or a legal representative thereof) to whom the Debtor should serve any reply to the Response, if different than the address(es) presented in the Claim.

29. Timely Response Required; Hearing: If a Response is properly and timely filed and served in accordance with the above procedures, the Debtor will endeavor to reach a consensual resolution with the applicable Claimant. If no consensual resolution is reached, this Court will conduct a hearing with respect to the Objection and the Response on **May 14, 2014 at 10:00 a.m. (Eastern)**, or such other date and time as parties filing Responses may be notified. Only those Responses made in writing and timely filed and received will be considered by this Court at any such hearing.

30. Replies to Responses: Consistent with Local Rules 3007-1(h)(ii) and 9006-1(d), the Debtor may, at its option, file and serve a reply to a Claimant's Response no later than 4:00 p.m. (Eastern) one (1) day prior to the day the agenda for the hearing is due.

31. Adjournment of Hearing: The Debtor reserves the right to adjourn the Hearing on any Claim included in the Objection. In the event that the Debtor adjourns the Hearing, it will state that the Hearing on that particular Claim has been adjourned on the agenda for the Hearing on the Objection, which agenda will be served on the person designated by the Claimant in each Response.

32. If a Claimant whose Claim is subject to the Objection, and who is served with the Objection, fails to file and serve a timely Response in compliance with the foregoing procedures, the Debtor will present to this Court an appropriate order without further notice to the Claimant.

33. Separate Contested Matter: Each of the Disputed Claims and the Debtor's objections thereto, as asserted in the Objection, constitutes a separate contested matter as contemplated by Bankruptcy Rule 9014. The Debtor requests that any order entered by this Court with respect to an objection asserted herein be deemed a separate order with respect to each such Amended Claim, Duplicate Claim, Duplicate Bondholder Claim, and/or No Documentation Claim.

RESERVATION OF RIGHTS

34. The Debtor expressly reserves the right to amend, modify, or supplement the Objection and to file additional objections to any proofs of claim or any other claims (filed or not) which may be asserted against the Debtor including, without limitation, objections as to the liability, amount, or priority of any Claims listed on Exhibits A, B, C, and D to the Proposed Order. Should one or more of the grounds for the Objection be dismissed or overruled, the

Debtor reserves the right to object to any Disputed Claim listed on Exhibits A, B, C, and D to the Proposed Order on any other ground.

STATEMENT OF COMPLIANCE WITH LOCAL BANKRUPTCY RULE 3007-1

35. The undersigned representative of Skadden, Arps, Slate, Meagher & Flom LLP has reviewed the requirements of Local Rule 3007-1 and certifies that the Objection substantially complies with that Local Rule. To the extent that the Objection does not comply in all respects with the requirements of Local Rule 3007-1, the Debtor believes such deviations are not material and respectfully requests that any such requirement be waived.

FURTHER INFORMATION

36. Questions about or requests for additional information about the Objection should be directed to the Debtor's counsel in writing at the following address: Skadden, Arps, Slate, Meagher & Flom LLP, 155 North Wacker Drive, Chicago, Illinois 60606 (Attn: Louis S. Chiappetta). Questions regarding the amount of a Claim or the filing of a Claim should be directed to GCG toll free at (888) 985-9831 or at the Debtor's restructuring website <http://www.exidrestructuringinfo.com>. Claimants should not contact the Clerk of this Court to discuss the merits of their proofs of claim or the Objection.

NOTICE

37. The Debtor has provided notice of the Objection to (i) the Office of the U.S. Trustee; (ii) counsel to the agent under the debtor in possession financing; (iii) counsel to the agent for the Debtor's prepetition secured lenders; (iv) the indenture trustee for each of the Debtor's secured and unsecured outstanding bond issuances; (v) counsel to the unofficial committee of senior secured noteholders; (vi) counsel to the Creditors' Committee; (vii) all parties entitled to notice pursuant to Bankruptcy Rule 2002; and (viii) each of the Claimants identified on Exhibits A, B, C, and D to the Proposed Order.

CONCLUSION

WHEREFORE, the Debtor respectfully requests that this Court enter the Proposed Order attached hereto: (a) granting the relief requested herein; and (b) granting to the Debtor such other and further relief as this Court may deem just and proper.

Dated: Wilmington, Delaware
April 14, 2014

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP

/s/ Kristhy M. Peguero

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Counsel for Debtor and Debtor in Possession

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

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In re:	:	Chapter 11
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EXIDE TECHNOLOGIES,	:	Case No. 13-11482 (KJC)
	:	
Debtor. ¹	:	Hrg. Date: May 14, 2014 at 10:00 a.m. (Eastern)
	:	Obj. Due: April 28, 2014 at 4:00 p.m. (Eastern)
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NOTICE OF OBJECTION

PLEASE TAKE NOTICE that the debtor and debtor in possession in the above-captioned case (“Exide” or the “Debtor”) has filed the attached **Debtor’s (Non-Substantive) Seventh Omnibus Objection Pursuant To Bankruptcy Code Section 502(b), Bankruptcy Rule 3007, And Local Rule 3007-1 To Certain (I) Amended And Superseded Claims, (II) Duplicate Claims, (III) Duplicate Bondholder Claim, and (IV) No Documentation Claim (the “Objection”).**²

PLEASE TAKE FURTHER NOTICE that responses to the Objection, if any, must be filed on or before **April 28, 2014 at 4:00 p.m. (Eastern)** (the “Response Deadline”) with the United States Bankruptcy Court for the District of Delaware, 824 Market Street, 3rd Floor, Wilmington, Delaware 19801; and served upon (i) the Office of the U.S. Trustee, 844 North King Street, Room 2207, Lockbox 35, Wilmington, Delaware 19801, Attn: Mark Kenney, Esq., (ii) the Debtor, Exide Technologies, 13000 Deerfield Parkway, Suite 100, Milton, Georgia 30004, Attn: B. Holland Pritchard, and (iii) counsel to the Debtor, Skadden, Arps, Slate, Meagher & Flom LLP, 155 N. Wacker Drive, Chicago, Illinois 60606-1720, Attn: James J. Mazza, Jr. and Louis S. Chiappetta, in each case so as to be received **no later than 4:00 p.m. (Eastern) on April 28, 2014.**

PLEASE TAKE FURTHER NOTICE that responses to the Objection **MUST**, at a minimum, contain the following:

- (a) a caption setting forth the name of this Court, the above-referenced case number, and the title of the Objection to which the Response is directed; the name of the Claimant and description of the basis for the amount of the Claim;

¹ The last four digits of the Debtor’s taxpayer identification number are 2730. The Debtor’s corporate headquarters are located at 13000 Deerfield Parkway, Building 200, Milton, Georgia 30004.

² Capitalized terms not otherwise defined herein shall have the meanings ascribed to such terms in the Objection.

- (b) a concise statement setting forth the reasons why a particular Claim should not be disallowed for the reasons set forth in the Objection, including, but not limited to, the specific factual and legal bases upon which the claimant will rely in opposing the Objection at the Hearing;
- (c) all documentation or other evidence of the Claim in question, to the extent not already included with the Claimant's proof of claim, upon which the Claimant will rely in opposing the Objection at the Hearing;
- (d) the name, address, telephone number, and fax number of the person(s) (who may be the Claimant or a legal representative thereof) possessing ultimate authority to reconcile, settle, or otherwise resolve the Claim on behalf of the Claimant; and
- (e) the name, address, telephone number, and fax number of the person(s) (who may be the Claimant or a legal representative thereof) to whom the Debtor should serve any reply to the Response, if different than the address(es) presented in the Claim.

PLEASE TAKE FURTHER NOTICE THAT A HEARING ON THE OBJECTION WILL BE HELD ON MAY 14, 2014 AT 10:00 A.M. (EASTERN) BEFORE THE HONORABLE KEVIN J. CAREY, UNITED STATES BANKRUPTCY JUDGE, IN THE UNITED STATES BANKRUPTCY COURT FOR THE DISTRICT OF DELAWARE, 824 MARKET STREET, 5TH FLOOR, COURTROOM NO. 5, WILMINGTON, DELAWARE 19801.

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PLEASE TAKE FURTHER NOTICE THAT IF YOU ARE A CLAIMANT AND FAIL TO TIMELY FILE AND SERVE A RESPONSE IN ACCORDANCE WITH THE ABOVE REQUIREMENTS THE COURT MAY GRANT THE RELIEF REQUESTED IN THE OBJECTION WITHOUT FURTHER NOTICE OR HEARING.

Dated: Wilmington, Delaware
April 14, 2014

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP

/s/ Kristhy M. Peguero

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Counsel for Debtor and Debtor in Possession

EXHIBIT 1

Declaration of Holden Bixler

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

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In re:	: Chapter 11
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EXIDE TECHNOLOGIES,	: Case No. 13-11482 (KJC)
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Debtor. ¹	:
	:
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**DECLARATION OF HOLDEN BIXLER IN SUPPORT OF DEBTOR’S
(NON-SUBSTANTIVE) SEVENTH OMNIBUS OBJECTION
PURSUANT TO BANKRUPTCY CODE SECTION 502(b),
BANKRUPTCY RULE 3007, AND LOCAL RULE 3007-1 TO CERTAIN (I) AMENDED
AND SUPERSEDED CLAIMS, (II) DUPLICATE CLAIMS, (III) DUPLICATE
BONDHOLDER CLAIM, AND (IV) NO DOCUMENTATION CLAIM**

I, Holden Bixler, pursuant to 28 U.S.C. § 1746, declare:

1. I am a Senior Director for Alvarez & Marsal (“A&M”). I am currently one of the restructuring advisors to the debtor and debtor in possession in the above-captioned case (“Exide” or the “Debtor”). In this capacity, I am one of the persons responsible for overseeing the claims reconciliation and objection process in the Debtor’s Chapter 11 Case.² I have read the Debtor’s (Non-Substantive) Seventh Omnibus Objection Pursuant To Bankruptcy Code Section 502(b), Bankruptcy Rule 3007, And Local Rule 3007-1 To Certain (I) Amended And Superseded Claims, (II) Duplicate Claims, (III) Duplicate Bondholder Claim, and (IV) No Documentation Claim (the “Objection”), and am directly, or by and through my personnel or agents, familiar

¹ The last four digits of the Debtor’s taxpayer identification number are 2730. The Debtor’s corporate headquarters are located at 13000 Deerfield Parkway, Building 200, Milton, Georgia 30004.

² Capitalized terms not otherwise defined herein shall have the meanings ascribed to such terms in the Objection.

with the information contained therein, the proposed form of order (the “Proposed Order”), and the exhibits attached thereto.

2. Resources and time have been expended in reviewing and reconciling the proofs of claim filed or pending against the Debtor in this case. The Claims were carefully reviewed and analyzed in good faith utilizing due diligence by the appropriate personnel, including A&M personnel, company personnel, and the Debtor’s Court-appointed claims and noticing agent, GCG, Inc. (“GCG”). These efforts resulted in the identification of the Amended Claims, Duplicate Claims, Duplicate Bondholder Claim, and No Documentation Claim as defined in the Objection and identified respectively in Exhibits A, B, C, and D to the Proposed Order.

3. The information contained in Exhibits A, B, C, and D to the Proposed Order is true and correct to the best of my knowledge.

4. The Debtor has determined that the Claimants asserting the Claims identified on Exhibit A to the Proposed Order are Claims that have been amended and superseded by subsequently-filed proofs of claim. Therefore, the Debtor seeks to disallow in full the Claims under the heading “Amended Claim to be Disallowed” on Exhibit A to the Proposed Order and have the Claims under the heading “Remaining Claim Number” remain on the claims register.

5. The Debtor has determined that the Claims identified on Exhibit B to the Proposed Order are duplicative of other Claims filed in the Chapter 11 Case. Accordingly, to prevent the Claimants from receiving an unwarranted double recovery, the Debtor seeks to disallow the Duplicate Claims identified on Exhibit B to the Proposed Order in full.

6. The Debtor has determined that the Claim identified on Exhibit C to the Proposed Order is an individual bondholder claim that is duplicative of other Claims filed in the Chapter 11 Case. Accordingly, to prevent the Claimant from receiving an unwarranted double recovery,

the Debtor seeks to disallow the Duplicate Bondholder Claim identified on Exhibit C to the Proposed Order in full.

7. The Debtor has determined that the Claim identified on Exhibit D to the Proposed Order has been filed without any documentation to substantiate the proof of claim. The Debtor and A&M personnel have carefully reviewed the No Documentation Claim. Moreover, the Debtor and A&M personnel have made reasonable efforts to research the No Documentation Claim on the Debtor's Schedules and its Books and Records and believe that such documentation does not provide prima facie evidence of the validity and amount of the claim. Accordingly, the Debtor seeks to disallow the No Documentation Claim identified on Exhibit D to the Proposed Order in full.

I declare under penalty of perjury that the foregoing information is true and correct to the best of my knowledge, information and belief.

Executed on April 14, 2014

/s/ Holden Bixler
Holden Bixler

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

----- X
 :
 In re: : Chapter 11
 :
 EXIDE TECHNOLOGIES, : Case No. 13-11482 (KJC)
 :
 Debtor.¹ :
 : **Related Docket No. _____**
 :
 ----- X

**ORDER SUSTAINING DEBTOR’S (NON-SUBSTANTIVE) SEVENTH OMNIBUS
 OBJECTION PURSUANT TO BANKRUPTCY CODE SECTION 502(b),
 BANKRUPTCY RULE 3007, AND LOCAL RULE 3007-1 TO
 CERTAIN (I) AMENDED AND SUPERSEDED CLAIMS,
 (II) DUPLICATE CLAIMS, (III) DUPLICATE BONDHOLDER CLAIM,
 AND (IV) NO DOCUMENTATION CLAIM**

Upon the Debtor’s (Non-Substantive) Seventh Omnibus Objection Pursuant To Bankruptcy Code Section 502(b), Bankruptcy Rule 3007, And Local Rule 3007-1 To Certain (I) Amended And Superseded Claims, (II) Duplicate Claims, (III) Duplicate Bondholder Claim, and (IV) No Documentation Claim (the “Objection”),² and it appearing that notice of the Objection was good and sufficient upon the particular circumstances and that no other or further notice need be given; and this Court having considered the Objection, the Claims listed on Exhibits A, B, C, and D attached hereto, and any responses thereto; and upon the Declaration of Holden Bixler in Support of the Debtor’s (Non-Substantive) Seventh Omnibus Objection Pursuant To Bankruptcy Code Section 502(b), Bankruptcy Rule 3007, And Local Rule 3007-1 To Certain (I) Amended And Superseded Claims, (II) Duplicate Claims, and (III) Duplicate Bondholder Claim,

¹ The last four digits of the Debtor’s taxpayer identification number are 2730. The Debtor’s corporate headquarters are located at 13000 Deerfield Parkway, Building 200, Milton, Georgia 30004.

² Unless otherwise defined herein, capitalized terms used herein shall have the meanings ascribed to them in the Objection.

and (IV) No Documentation Claim; and upon the record herein; and after due deliberation thereon and good and sufficient cause appearing therefor; it is hereby

ORDERED, ADJUDGED, AND DECREED that:

1. The relief requested in the Objection is GRANTED, as set forth herein.
2. The Amended Claims listed on Exhibit A in the column titled “Amended Claim to be Disallowed” are disallowed because they are superseded and amended by the Claims in the column titled “Remaining Claim Number” (collectively, the “Remaining Claims”), which Remaining Claims shall remain on Exide’s general claims register subject to the Debtor’s right to further object as set forth herein.
3. All information included on and all documentation filed in support of any Amended Claim shall be treated as having been filed in support of and included in the corresponding Remaining Claim.
4. The Duplicate Claims listed on Exhibit B in the column titled “Duplicate Claim to be Disallowed” are disallowed.
5. The Duplicate Bondholder Claim listed on Exhibit C in the column titled “Duplicate Claim to be Disallowed” is disallowed.
6. If the Court subsequently orders that an Indenture Trustee Claim is not appropriately duplicative of the corresponding “Duplicative Claim to be Disallowed,” then the claims agent shall be authorized and directed to immediately reinstate such “Duplicative Claim to be Disallowed” in the Chapter 11 Case (the “Reinstated Claim”), and the rights of all interested parties with respect to the Reinstated Claim shall be expressly reserved.

7. This Order has no res judicata, estoppel, or other effect on the validity, allowance, or disallowance of, and all rights to object and defend on any basis are expressly reserved with respect to, the Indenture Trustee Claims.

8. The No Documentation Claim listed on Exhibit D in the column titled “Claim Number” is disallowed.

9. The Debtor’s objection to each Claim addressed in the Objection constitutes a separate contested matter as contemplated by Bankruptcy Rule 9014. This Order shall be deemed a separate Order with respect to each claim. Any stay of this Order pending appeal by any of the Claimants subject to this Order shall only apply to the contested matter which involves such Claimant and shall not act to stay the applicability and/or finality of this Order with respect to the other contested matters covered hereby.

10. The Debtor shall retain and shall have the right to object in the future to any of the proofs of claim listed on Exhibits A, B, C, and D hereto on any additional grounds, and to seek to amend, modify, and/or supplement this Order as may be necessary. In addition, the Debtor’s rights are reserved to file future objections to Claims asserted in proofs of claim that have been or may subsequently be filed in the Chapter 11 Case, or Claims that may be listed on the Debtor’s schedules, on the grounds set forth herein or any other appropriate grounds that bankruptcy and non-bankruptcy law permits.

11. Nothing contained herein shall constitute, nor shall it be deemed to constitute, the allowance of any Claim asserted against the Debtor, including, but not limited to the Disputed Claims.

12. This Court shall retain jurisdiction over the Debtor and the Claimants whose Disputed Claims are subject to the Objection with respect to any matters related to or arising from the Objection or the implementation of this Order.

13. The Debtor is authorized and empowered to execute and deliver such documents and to take and perform all actions necessary to implement and effectuate the relief granted in this Order.

14. The Debtor's Claims and Noticing Agent, GCG, Inc., is hereby directed to serve this Order, including any relevant exhibits, and to take and perform all actions necessary to implement and effectuate the relief granted in this Order.

Dated: _____, 2014
Wilmington, Delaware

THE HONORABLE KEVIN J. CAREY
UNITED STATES BANKRUPTCY JUDGE

**EXIDE TECHNOLOGIES 13-11482 (KJC)
SEVENTH OMNIBUS CLAIMS OBJECTION
EXHIBIT A - AMENDED AND SUPERSEDED CLAIMS**

	REMAINING CLAIM NUMBER	AMENDED CLAIM TO BE DISALLOWED	CLAIM AMOUNT	REASON FOR DISALLOWANCE
1 CAYABO, RIZALINO 41721 ROAD 136 OROSI, CA 93647-9648	2738	1818	Undetermined*	Amended and superseded by later filed Proof of Claim.
2 SUMMERS HARDWARE & SUPPLY CO 400 BUFFALO ST PO BOX 210 JOHNSON CITY, TN 37605-0210	3889	611	\$8,687.07	Amended and superseded by later filed Proof of Claim.
3 THOMAS, ALLINE D 708 E 73RD ST LOS ANGELES, CA 90001-2304	3664	2347	Undetermined*	Amended and superseded by later filed Proof of Claim.
4 TOYOTA MOTOR ENGINEERING & MANUFACTURING NORTH AMERICA INC ET AL C/O FROST BROWN TODD LLC ATTN CHRISTY HURSKA, ESQ 150 3RD AVE S STE 1900 NASHVILLE, TN 37201	3884	2438	Undetermined*	Amended and superseded by later filed Proof of Claim.
TOTAL			\$8,687.07*	

* Plus unliquidated and/or undetermined amounts

**EXIDE TECHNOLOGIES 13-11482 (KJC)
SEVENTH OMNIBUS CLAIMS OBJECTION
EXHIBIT B - DUPLICATE CLAIMS**

	REMAINING CLAIM NUMBER	DUPLICATE CLAIM TO BE DISALLOWED	CLAIM AMOUNT	REASON FOR DISALLOWANCE
1 BENTON COUNTY TAX COLLECTOR 215 E CENTRAL AVE STE 101 BENTONVILLE, AR 72712	2910	3893	\$0.00	Proof of Claim is duplicative of Proof of Claim listed in column entitled Remaining Claim Number.
2 CASALE, STEVEN 5 JOMERLYN DR TAYLOR, PA 18517-1321	3886	3887	\$17,000.00	Proof of Claim is duplicative of Proof of Claim listed in column entitled Remaining Claim Number.
3 MORALES, SERGIO 530 S FERRIS AVE LOS ANGELES, CA 90022	3837	3854	\$10,000.00*	Proof of Claim is duplicative of Proof of Claim listed in column entitled Remaining Claim Number.
4 VILLAREAL, ARTRA C/O LAW OFFICES OF STEVEN WOLFSON ATTN STEVEN WOLFSON 4766 PARK GRANADA BLVD STE 208 CALABASAS, CA 91302	3867	3860	\$10,000,000.00*	Proof of Claim is duplicative of Proof of Claim listed in column entitled Remaining Claim Number.
5 ZAVALA, CAROLINE C/O LAW OFFICES OF ROBERT R SHIRI, APC ATTN ROBERT R SHIRI, ESQ 501 SANTA MONICA BLVD STE 610 SANTA MONICA, CA 90401	3772	3778	Undetermined*	Proof of Claim is duplicative of Proof of Claim listed in column entitled Remaining Claim Number.
6 ZAVALA, CHRISTIAN (MINOR) C/O LAW OFFICES OF ROBERT R SHIRI, APC ATTN ROBERT R SHIRI, ESQ 501 SANTA MONICA BLVD STE 610 SANTA MONICA, CA 90401	3765	3770	Undetermined*	Proof of Claim is duplicative of Proof of Claim listed in column entitled Remaining Claim Number.
7 ZAVALA, CHRISTIAN (MINOR) C/O LAW OFFICES OF ROBERT R SHIRI, APC ATTN ROBERT R SHIRI, ESQ 501 SANTA MONICA BLVD STE 610 SANTA MONICA, CA 90401	3765	3794	Undetermined*	Proof of Claim is duplicative of Proof of Claim listed in column entitled Remaining Claim Number.

* Plus unliquidated and/or undetermined amounts

**EXIDE TECHNOLOGIES 13-11482 (KJC)
SEVENTH OMNIBUS CLAIMS OBJECTION
EXHIBIT B - DUPLICATE CLAIMS**

	REMAINING CLAIM NUMBER	DUPLICATE CLAIM TO BE DISALLOWED	CLAIM AMOUNT	REASON FOR DISALLOWANCE
8	ZAVALA, RENAE C/O LAW OFFICES OF ROBERT R SHIRI, APC ATTN ROBERT R SHIRI, ESQ 501 SANTA MONICA BLVD STE 610 SANTA MONICA, CA 90401	3771	3779	Undetermined* Proof of Claim is duplicative of Proof of Claim listed in column entitled Remaining Claim Number.
TOTAL			\$10,027,000.00*	

* Plus unliquidated and/or undetermined amounts

**EXIDE TECHNOLOGIES 13-11482 (KJC)
SEVENTH OMNIBUS CLAIMS OBJECTION
EXHIBIT C -DUPLICATE BONDHOLDER CLAIM**

	REMAINING CLAIM NUMBER	DUPLICATE CLAIM TO BE DISALLOWED	CLAIM AMOUNT	REASON FOR DISALLOWANCE	
1	BISCHOF, ALAN E BEVERLY BISCHOF 1614 BERNARD WAY HOUSTON, TX 77058	2597	1797	\$4,350.00	Claim is duplicative of Debt Claim filed by Wells Fargo Bank National Association.
		TOTAL	\$4,350.00		

**EXIDE TECHNOLOGIES 13-11482 (KJC)
SEVENTH OMNIBUS CLAIMS OBJECTION
EXHIBIT D - NO DOCUMENTATION CLAIM**

	NAME OF CLAIMANT	CLAIM NUMBER	TOTAL CLAIM DOLLARS	REASON FOR PROPOSED DISALLOWANCE
1	MANGUM, JESSE 1003 METAIRIE RD JACKSON, MS 39209-6912	2115	\$50,000,000.00*	Claim does not include sufficient documentation to ascertain the validity of the asserted claim amount.
		TOTAL	\$50,000,000.00*	

* Plus unliquidated and/or undetermined amounts