

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)  
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 Debtor.<sup>1</sup> : **Hrg. Date: October 14, 2014 at 11:00 a.m. (Eastern)**  
 : **Obj. Due: September 26, 2014 at 4:00 p.m. (Eastern)**  
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**DEBTOR’S (NON-SUBSTANTIVE) ELEVENTH OMNIBUS OBJECTION  
 PURSUANT TO BANKRUPTCY CODE SECTION 502(b),  
 BANKRUPTCY RULE 3007, AND LOCAL RULE 3007-1 TO  
 CERTAIN (I) AMENDED AND SUPERSEDED CLAIMS AND (II)  
INSUFFICIENT DOCUMENTATION CLAIMS  
 (“ELEVENTH 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 and B, 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 The Disputed Claims set forth on (i) Exhibit A to the Proposed Order consist of claims that were amended and superseded by subsequently-filed claims and (ii) Exhibit B to the Proposed Order consist of claims that are not supported by any documentation to substantiate the

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<sup>1</sup> 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.

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) Eleventh Omnibus Objection Pursuant To Bankruptcy Code Section 502(b), Bankruptcy Rule 3007, And Local Rule 3007-1 To Certain (I) Amended And Superseded Claims and (II) Insufficient Documentation Claims attached hereto as Exhibit 1.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).<sup>2</sup>

10. To date, approximately 3,964 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 ten omnibus claims objections to Claims. After hearing these omnibus claims objections, this Court disallowed and expunged approximately 487 Claims asserting more than \$4.8 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 claim to its Books and Records to determine the validity of the asserted Claims.

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.

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<sup>2</sup> 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 October 24, 2013 (Docket No. 696).

### **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 and (b) the Claims set forth on Exhibit B attached to the Proposed Order because they fail 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”) 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. Insufficient Documentation Claims**

16. The Disputed Claims listed on Exhibit B to the Proposed Order (the “Insufficient Documentation Claims”) have been filed without any documentation to substantiate the proofs 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.”

17. 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).

18. Without providing sufficient information or documentation to allow the Debtor to reconcile the proofs of claim with its Books and Records, the Insufficient Documentation Claims fail 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 Insufficient Documentation Claims with the amounts due according to the Debtor’s Schedules as well as its Books and Records, the Insufficient Documentation Claims do not contain any

information to allow the Debtor to determine from the proofs of claim themselves what amount, if any, is valid and owed to the Claimants by the Debtor.

19. Accordingly, the Debtor hereby requests that this Court enter an order expunging and disallowing the Insufficient Documentation Claims, unless the Claimants provide supporting documentation for the Insufficient Documentation Claims on or prior to **September 26, 2014 at 4:00 p.m. (Eastern)**. If supporting documentation is timely provided, the Debtor may decide not to proceed with its objection to such Insufficient Documentation Claims.

#### **APPLICABLE AUTHORITY**

20. 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).

21. The Debtor believes the Disputed Claims noted above are unenforceable against the Debtor for the reasons set forth above. Therefore, pursuant to Bankruptcy Code section 502(b), Bankruptcy Rule 3007, and Local Rule 3007-1, the Debtor respectfully requests that this Court enter an order disallowing each Amended Claim and Insufficient Documentation Claim as set forth on Exhibits A and B to the Proposed Order, respectively.

#### **RESPONSES TO THE OBJECTION**

22. 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 September 26, 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 **October 14, 2014 at 11:00 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.

23. Every Response must be filed on or before **September 26, 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 **September 26, 2014 at 4:00 p.m. (Eastern)**.

24. 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.

25. 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 **October 14, 2014 at 11:00 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.

26. 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.

27. 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.

28. 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.

29. 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 and/or Insufficient Documentation Claim.

### **RESERVATION OF RIGHTS**

30. 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 and B 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 and B to the Proposed Order on any other ground.

### **STATEMENT OF COMPLIANCE WITH LOCAL BANKRUPTCY RULE 3007-1**

31. 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

32. 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.exiderestructuringinfo.com>. Claimants should not contact the Clerk of this Court to discuss the merits of their proofs of claim or the Objection.

### NOTICE

33. 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 and B to the Proposed Order.

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**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  
September 12, 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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**PLEASE TAKE FURTHER NOTICE** that responses to the Objection, if any, must be filed on or before **September 26, 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 September 26, 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;

<sup>1</sup> 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.

<sup>2</sup> 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;
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**PLEASE TAKE FURTHER NOTICE THAT A HEARING ON THE OBJECTION WILL BE HELD ON OCTOBER 14, 2014 AT 11:00 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  
September 12, 2014

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP

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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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- (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;
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Dated: Wilmington, Delaware  
September 12, 2014

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP

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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)
	:	
Debtor. <sup>1</sup>	:	
	:	
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**DECLARATION OF HOLDEN BIXLER IN SUPPORT OF DEBTOR’S  
(NON-SUBSTANTIVE) ELEVENTH OMNIBUS OBJECTION  
PURSUANT TO BANKRUPTCY CODE SECTION 502(b),  
BANKRUPTCY RULE 3007, AND LOCAL RULE 3007-1 TO CERTAIN (I) AMENDED  
AND (II) INSUFFICIENT DOCUMENTATION CLAIMS**

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.<sup>2</sup> I have read the Debtor’s (Non-Substantive) Eleventh Omnibus Objection Pursuant To Bankruptcy Code Section 502(b), Bankruptcy Rule 3007, And Local Rule 3007-1 To Certain (I) Amended And Superseded Claims and (II) Insufficient Documentation Claims (the “Objection”), and am directly, or by and through my personnel or agents, familiar with the information contained therein, the proposed form of order (the “Proposed Order”), and the exhibits attached thereto.

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<sup>1</sup> 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.

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

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 and Insufficient Documentation Claims as defined in the Objection and identified respectively in Exhibits A and B to the Proposed Order.

3. The information contained in Exhibits A and B 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 have been filed without any documentation to substantiate the proofs of claims. The Debtor and A&M personnel have carefully reviewed the Insufficient Documentation Claims. Moreover, the Debtor and A&M personnel have made reasonable efforts to research the Insufficient Documentation Claims 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 Insufficient Documentation Claims identified on Exhibit B 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 September 12, 2014

/s/ Holden Bixler

Holden Bixler

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. <sup>1</sup>	:	Related Docket No. _____
	:	
-----	x	

**ORDER SUSTAINING DEBTOR’S (NON-SUBSTANTIVE) ELEVENTH OMNIBUS  
OBJECTION PURSUANT TO BANKRUPTCY CODE SECTION 502(b),  
BANKRUPTCY RULE 3007, AND LOCAL RULE 3007-1 TO  
CERTAIN (I) AMENDED AND SUPERSEDED CLAIMS,  
AND (II) INSUFFICIENT DOCUMENTATION CLAIMS**

Upon the Debtor’s (Non-Substantive) Eleventh Omnibus Objection Pursuant To Bankruptcy Code Section 502(b), Bankruptcy Rule 3007, And Local Rule 3007-1 To Certain (I) Amended And Superseded Claims and (II) Insufficient Documentation Claims (the “Objection”),<sup>2</sup> 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 and B, attached hereto, and any responses thereto; and upon the Declaration of Holden Bixler in Support of the Debtor’s (Non-Substantive) Eleventh Omnibus Objection Pursuant To Bankruptcy Code Section 502(b), Bankruptcy Rule 3007, And Local Rule 3007-1 To Certain (I) Amended And Superseded Claims

<sup>1</sup> 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.

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

and (II) Insufficient Documentation Claims; 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 Insufficient Documentation Claims listed on Exhibit B in the column titled “Claim Number” are disallowed.
5. 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.
6. 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 and B 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.

7. 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.

8. 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.

9. 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.

10. 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

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THE HONORABLE KEVIN J. CAREY  
UNITED STATES BANKRUPTCY JUDGE

**EXIDE TECHNOLOGIES 13-11482 (KJC)  
ELEVENTH OMNIBUS CLAIMS OBJECTION  
EXHIBIT A - AMENDED CLAIMS**

	NAME OF CLAIMANT	REMAINING CLAIM NUMBER	AMENDED CLAIM TO BE DISALLOWED	CLAIM AMOUNT	REASON FOR DISALLOWANCE
1	FEDEX CUSTOM CRITICAL C/O RMS PO BOX 5126 TIMONIUM, MD 21094	3964	452	\$8,062.68	Amended and superseded by later filed Proof of Claim.
2	FRANCHISE TAX BOARD BANKRUPTCY SECTION MS A340 PO BOX 2952 SACRAMENTO, CA 95812-2952	3959	3304	\$800.00	Amended and superseded by later filed Proof of Claim.
3	SEALING DEVICES INC - LANCASTER 4400 WALDEN AVE LANCASTER, NY 14086-9716	3965	1512	\$60,327.06	Amended and superseded by later filed Proof of Claim.
4	THE SPENCER TURBINE COMPANY ATTN MONIQUE DUNN 600 DAY HILL RD WINDSOR, CT 06095	3962	3958	\$12,362.94	Amended and superseded by later filed Proof of Claim.
5	THE SPENCER TURBINE COMPANY ATTN MONIQUE DONN 600 DAY HILL RD WINDSOR, CT 06095	3962	2681(a)	\$12,362.94	Amended and superseded by later filed Proof of Claim.
<b>TOTAL</b>				<b>\$93,915.62</b>	

\* Plus unliquidated and/or undetermined amounts

(a) Claim previously ordered modified on the Ninth Omnibus Claims Objection - Exhibit B for Misclassified Claims

**EXIDE TECHNOLOGIES 13-11482 (KJC)  
ELEVENTH OMNIBUS CLAIMS OBJECTION  
EXHIBIT B - INSUFFICIENT DOCUMENTATION CLAIMS**

	NAME OF CLAIMANT	CLAIM NUMBER	TOTAL CLAIM DOLLARS	REASON FOR PROPOSED DISALLOWANCE
1	BALAOING, EUSEBIO 5848 W PEREZ AVE VISALIA, CA 93291-8505	1441	Undetermined*	Claim does not include sufficient documentation to ascertain the validity of the asserted claim amount.
2	BOGAN, KENNETH 206 O C KITCHENS DR FLORENCE, MS 39073-7906	2339	Undetermined*	Claim does not include sufficient documentation to ascertain the validity of the asserted claim amount.
3	BONNER JR, T PO BOX 51 MC LEOD, TX 75565-0051	912	Undetermined*	Claim does not include sufficient documentation to ascertain the validity of the asserted claim amount.
4	BOYD, WILLIE 451 EAGLE CT JACKSON, MS 39272-5798	1021	Undetermined*	Claim does not include sufficient documentation to ascertain the validity of the asserted claim amount.
5	BRATTON, NORA PO BOX 552 FLORA, MS 39071-0552	2917	Undetermined*	Claim does not include sufficient documentation to ascertain the validity of the asserted claim amount.
6	CALHOUN, SHERMAN 1525 S 5TH AVE KANKAKEE, IL 60901-4827	3213	Undetermined*	Claim does not include sufficient documentation to ascertain the validity of the asserted claim amount.
7	CANNON JR, JAMES 215 O C KITCHENS DR FLORENCE, MS 39073-7996	1993	Undetermined*	Claim does not include sufficient documentation to ascertain the validity of the asserted claim amount.
8	CANNON SR, J.C. 215 OC KITCHENS ROAD FLORENCE, MS 39073	2340	Undetermined*	Claim does not include sufficient documentation to ascertain the validity of the asserted claim amount.
9	CANNON, ETHEL 211 O C KITCHENS DR FLORENCE, MS 39073-7996	2124	Undetermined*	Claim does not include sufficient documentation to ascertain the validity of the asserted claim amount.
10	CASTEEL, BRUCE 3479 N LINDA DR BOURBONNAIS, IL 60914-4323	2857	Undetermined*	Claim does not include sufficient documentation to ascertain the validity of the asserted claim amount.

\* Plus unliquidated and/or undetermined amounts

**EXIDE TECHNOLOGIES 13-11482 (KJC)  
ELEVENTH OMNIBUS CLAIMS OBJECTION  
EXHIBIT B - INSUFFICIENT DOCUMENTATION CLAIMS**

	NAME OF CLAIMANT	CLAIM NUMBER	TOTAL CLAIM DOLLARS	REASON FOR PROPOSED DISALLOWANCE
11	GAINES, ISAAC 986 FORDS CREEK RD WOODVILLE, MS 39669-3706	2880	Undetermined*	Claim does not include sufficient documentation to ascertain the validity of the asserted claim amount.
12	HAYS, DENNIS 5474 US 421 SOUTH MCKEE, KY 40447	2088	Undetermined*	Claim does not include sufficient documentation to ascertain the validity of the asserted claim amount.
13	HOOD, RHONDA 15544 FAITH ST FONTANA, CA 92336-5740	2898	Undetermined*	Claim does not include sufficient documentation to ascertain the validity of the asserted claim amount.
14	HUFFER, SHERRILL 8966 E CHURCH ST FRANKFORT, IN 46041-9772	717	Undetermined*	Claim does not include sufficient documentation to ascertain the validity of the asserted claim amount.
15	JOHNS, ANITA 6820 OAK BRANCH CIR SHREVEPORT, LA 71109-8338	3256	Undetermined*	Claim does not include sufficient documentation to ascertain the validity of the asserted claim amount.
16	LEWIS, JUDI 554 WHITE RD FLORENCE, MS 39073-9571	2892	Undetermined*	Claim does not include sufficient documentation to ascertain the validity of the asserted claim amount.
17	LEWIS, MELINDA 529 WHITE RD FLORENCE, MS 39073-9627	2974	Undetermined*	Claim does not include sufficient documentation to ascertain the validity of the asserted claim amount.
18	LOGAN, CLEVELAND 4046 ELLISTON RD MEMPHIS, TN 38111-7102	2723	Undetermined*	Claim does not include sufficient documentation to ascertain the validity of the asserted claim amount.
19	MILLER, IDA 220 IRONWOOD DRIVE LOT #25 VICKSBURG, MS 39180	2962	\$20,000.00*	Claim does not include sufficient documentation to ascertain the validity of the asserted claim amount.
20	O'BRIEN, GLADYS 307 ORCHARD ST CHEBANSE, IL 60922-9758	2858	Undetermined*	Claim does not include sufficient documentation to ascertain the validity of the asserted claim amount.

\* Plus unliquidated and/or undetermined amounts

**EXIDE TECHNOLOGIES 13-11482 (KJC)  
ELEVENTH OMNIBUS CLAIMS OBJECTION  
EXHIBIT B - INSUFFICIENT DOCUMENTATION CLAIMS**

	NAME OF CLAIMANT	CLAIM NUMBER	TOTAL CLAIM DOLLARS	REASON FOR PROPOSED DISALLOWANCE
21	OLMSTEAD, LARRY 446 LUTHER ST SW CEDAR RAPIDS, IA 52404-8220	3090	Undetermined*	Claim does not include sufficient documentation to ascertain the validity of the asserted claim amount.
22	SMITH, HAZEL J 1082 BRIDGEPORT RD PINOLA, MS 39149	3362	Undetermined*	Claim does not include sufficient documentation to ascertain the validity of the asserted claim amount.
23	STACY, DAVID 185 KY HIGHWAY 1209 MC KEE, KY 40447-9112	2457	Undetermined*	Claim does not include sufficient documentation to ascertain the validity of the asserted claim amount.
24	TOLLIVER, DARREN PO BOX 1870 WOODVILLE, MS 39669-1870	3241	Undetermined*	Claim does not include sufficient documentation to ascertain the validity of the asserted claim amount.
25	WASHINGTON, BARBARA 174 JAMES GARFIELD CIR JACKSON, MS 39213-3122	3264	Undetermined*	Claim does not include sufficient documentation to ascertain the validity of the asserted claim amount.
26	WILLIAMS, MORESS 129 MANDY DR BRANDON, MS 39042-8975	2179	Undetermined*	Claim does not include sufficient documentation to ascertain the validity of the asserted claim amount.
27	WILLIAMS, ROBERT 1184 BARNETT BEND DR BRANDON, MS 39047-8726	2307	Undetermined*	Claim does not include sufficient documentation to ascertain the validity of the asserted claim amount.
28	WYATT, DONALD PO BOX 1262 WOODVILLE, MS 39669-1262	2895	Undetermined*	Claim does not include sufficient documentation to ascertain the validity of the asserted claim amount.
<b>TOTAL</b>			<b>\$20,000.00*</b>	

\* Plus unliquidated and/or undetermined amounts