

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:

EXIDE TECHNOLOGIES,¹

Debtor.

Chapter 11

Case No. 13-11482 (KJC)

Re: D.I. 2788, 3028, 3138, 3327, 3507

**CERTIFICATION OF COUNSEL REGARDING FURTHER REVISED ORDER
PURSUANT TO FED. R. BANKR. P. 2004 AND DEL. BANKR. L.R. 2004-1
DIRECTING THE PRODUCTION OF DOCUMENTS**

I, Erin R. Fay, counsel to the Exide Creditors Liquidating Trust² (the “Trust”) in the bankruptcy case of the above-captioned debtor and debtor-in possession (“Exide” or the “Debtor”), certify as follows regarding the proposed *Further Revised Order Pursuant To Fed. R. Bankr. P. 2004 And Del. Bankr. L.R. 2004-1 Directing The Production Of Documents*, attached hereto as **Exhibit 1** (the “Proposed Revised Order”):

1. On December 18, 2014, the Committee filed its *Motion For An Order Pursuant To Bankruptcy Rule 2004 And Local Bankruptcy Rule 2004-1 Directing The Production Of Documents By Trafigura Beheer B.V., Impala Terminals (Uk) Ltd., And Impala (Far East) Pte. Ltd.* (D.I. 2788) (the “Trafigura Motion”). Pursuant to the original notice accompanying the Trafigura Motion, objections to the Trafigura Motion were due no later than

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 The Exide Creditors Liquidating Trust is substituted for the Official Committee of Unsecured Creditors with respect to the above-referenced matter pursuant to the *Fourth Amended Plan of Reorganization of Exide Technologies* [D.I. 3423, Ex. A] (the “Plan”).

January 5, 2015. *See* D.I. 2788. Such objection deadline was extended to January 19, 2015 by a further notice of the Trafigura Motion. *See* D.I. 2828.

2. As of such extended objection deadline, the only filed response to the Trafigura Motion was the *Unofficial Noteholder Committee's Objection To The Official Committee Of Unsecured Creditors' Motions For An Order Pursuant To Bankruptcy Rule 2004 And Local Bankruptcy Rule 2004-1 Directing The Production Of Documents* (D.I. 2995) (the "UNC Objection").

3. On January 21, 2015, the Committee filed a reply in further support of the Trafigura Motion (D.I. 2973) (the "Reply"). As set forth in the Reply, the UNC Objection was resolved and withdrawn. As also set forth in the Reply, counsel to the Committee received certain letters from counsel regarding service of the Trafigura Motion.

4. Trafigura Beheer B.V., Impala Terminals (UK) Ltd., and Impala (Far East) Pte. Ltd. (collectively, "Trafigura") did not file a response or objection to the Trafigura Motion.

5. On January 20, 2015, the Court convened a hearing to consider, among other things, the Trafigura Motion (the "Hearing"). At the Hearing, counsel to the Committee requested that the Court approve the Trafigura Motion and require Trafigura to produce certain documents responsive to a limited number of document requests with a reservation of rights regarding future requests. The Court indicated that it would grant the Trafigura Motion as requested by counsel at the Hearing.

6. On January 29, 2015, the Committee filed a proposed form of order under certification of counsel (D.I. 3017), and on that same date the Court entered the proposed order (D.I. 3028) (the "Initial Trafigura Order"). The Initial Trafigura Order provided, among other

things, that: “Not later than five (5) business days following the entry of an order approving the Motion For An Order Pursuant To Bankruptcy Rule 2004 And Local Bankruptcy Rule 2004-1 Directing The Production Of Documents (the “Rule 2004 Motion”) [D.I. 2787], the Committee shall submit proposed letters of request for judicial assistance to seek the production of documents from Trafigura in accordance with 28 U.S.C. § 1781(b)(2) to the extent necessary.” Initial Trafigura Order, ¶ 5.

7. On February 13, 2015, the Committee submitted a revised proposed form of order approving the Trafigura Motion that extended the period for submission of proposed letters of request for judicial assistance through March 19, 2015. *See* D.I. 3129. On February 18, 2015, the Court entered such order (D.I. 3138) (the “First Revised Trafigura Order”).

8. On March 18, 2015, the Committee submitted a further revised proposed form of order approving the Trafigura Motion that extended the period for submission of proposed letters of request for judicial assistance through April 16, 2015. *See* D.I. 3321. On March 19, 2015, the Court entered such order (D.I. 3327) (the “Second Revised Trafigura Order”).

9. On April 13, 2015, the Committee submitted a further revised proposed form of order approving the Trafigura Motion that extended the period for submission of proposed letters of request for judicial assistance through May 18, 2015. *See* D.I. 3503. On April 14, 2015, the Court entered such order (D.I. 3507) (the “Third Revised Trafigura Order” and together with the Initial Trafigura Order, First Revised Trafigura Order, and the Second Revised Trafigura Order, the “Trafigura Orders”).

10. The Rule 2004 Motion referred to in the Trafigura Orders is a motion seeking Rule 2004 discovery from a consortium of certain non-Trafigura entities. An Order

approving the Rule 2004 Motion was entered on February 9, 2015 (D.I. 3107) (the “Omnibus 2004 Order”). The Omnibus 2004 Order provides for the rolling production of certain documents, which has already begun to some extent and will continue.

11. Given the continuing nature of the production under the Omnibus 2004 Order, the Trust submits that the submission of proposed letters of request for judicial assistance related to the Trafigura Orders be set for June 17, 2015, which is the date approximately thirty days out from the date under the Third Revised Trafigura Order.

12. Pursuant to Rule 9013-1(k) (Amendment of Order) of the Local Rules of Bankruptcy Practice and Procedure of the United States Bankruptcy Court for the District of Delaware, counsel certifies that the requested amendment is non-material and does not affect the substance of the Trafigura Orders. As there were no responding parties or other interested parties, there are no other parties that must consent to the amendment.

13. The Trust may seek further extensions of the date for submission of proposed letters of request for judicial assistance under the Trafigura Orders, if necessary.

14. Attached hereto as **Exhibit 1** is a copy of the Proposed Revised Order.

15. Attached hereto as **Exhibit 2** is a blackline comparing the Proposed Revised Order against the Third Revised Trafigura Order.

WHEREFORE, the Trust respectfully requests that the Court enter the Proposed Revised Order attached hereto as **Exhibit 1** at its earliest convenience and grant such other relief as may be just and proper.

Dated: May 18, 2015
Wilmington, Delaware

MORRIS, NICHOLS, ARSHT & TUNNELL LLP

/s/ Erin R. Fay

Robert J. Dehney (No. 3578)

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Counsel to the Exide Creditors Liquidating Trust

9163148.1

EXHIBIT 1

[Proposed Order]

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:

EXIDE TECHNOLOGIES,¹

Debtor.

Chapter 11

Case No. 13-11482 (KJC)

Re: D.I. 2788, 3138, 3327, 3507

**FURTHER REVISED ORDER PURSUANT TO FED. R. BANKR. P. 2004 AND DEL.
BANKR. L. R. 2004-1 DIRECTING THE PRODUCTION OF DOCUMENTS**

Upon consideration of the motion (the “Motion”)² of the Official Committee of Unsecured Creditors (including any successor thereto, the “Committee”), appointed in the bankruptcy case of the above-captioned debtor and debtor-in-possession (the “Debtor”), for entry of an order, pursuant to Bankruptcy Rule 2004 and Local Rule 2004-1, directing Trafigura Beheer B.V., Impala Terminals (UK) Ltd., and Impala (Far East) Pte. Ltd. (collectively, “Trafigura”) to comply with subpoenas calling for the production of certain documents as set forth in the Document Requests attached to the Motion as **Exhibit B**; and the *Reply in Further Support of Motion For An Order Pursuant To Bankruptcy Rule 2004 And Local Bankruptcy Rule 2004-1 Directing The Production Of Documents By Trafigura Beheer B.V., Impala Terminals (UK) Ltd., And Impala (Far East) Pte. Ltd.* (D.I. 2973); and the Court having jurisdiction to consider the Motion and the relief requested therein pursuant to 28 U.S.C. §§ 157(a) and (b) and 1334(b); and consideration of the Motion and the relief requested therein being a core proceeding pursuant to 28 U.S.C. § 157(b)(2) in which the Court may enter a final order; and venue being proper pursuant to 28 U.S.C. §§ 1408 and 1409; and service being proper; and the Court having determined that the legal and factual bases set forth in the Motion establish just cause for the

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 them in the Motion.

relief granted herein; and any objections filed with respect to the Motion having been withdrawn or overruled by the Court; and service and notice of the Motion being sufficient under the circumstances; and after due deliberation and sufficient cause appearing therefor;

IT IS HEREBY ORDERED THAT:

1. The Motion is granted as set forth herein.
2. The Committee is authorized to issue the attached document subpoenas (the "Rule 2004 Subpoena") pursuant to Bankruptcy Rules 2004 and 9016 seeking the documents set forth therein (the "Initial Document Requests").
3. Trafigura is directed to respond to the Rule 2004 Subpoena and commence production of documents responsive to the Rule 2004 Subpoena within thirty (30) days of the service of this Order pursuant to and in accordance with the letters of request for judicial assistance described in paragraph 5 below. Production shall be made by delivering such documents to the attention of Donald Reid, Esq. of Morris, Nichols, Arsht & Tunnell LLP, 1201 N. Market Street, 16th Floor, Wilmington, DE 19801, or at such other place and time as may be agreed upon by counsel for the Committee and Trafigura.
4. If Trafigura withholds any documents based upon a claim of privilege, Trafigura shall provide counsel for the Committee with a privilege log containing the information required under Bankruptcy Rule 9016 and Federal Rule 45(e)(2), within thirty (30) days after service of this Order pursuant to and in accordance with the letters of request for judicial assistance described in paragraph 5 below, or as otherwise agreed upon by counsel for the Committee.

5. Not later than June 17, 2015, the Committee shall submit proposed letters of request for judicial assistance to seek the production of documents from Trafigura in accordance with 28 U.S.C. § 1781(b)(2) to the extent necessary.

6. Resolution of the remaining Document Requests shall be deferred to the extent necessary to a later hearing date, which hearing may be requested by providing Trafigura notice ten (10) days prior to the hearing. Upon certification of Trafigura that it has produced all non-privileged documents responsive to the Initial Document Requests, the Committee shall notify Trafigura no later than ten (10) business days following the date of certification whether the Committee believes it is necessary to obtain documents responsive to some or all of the remaining Document Requests; provided, however, that nothing herein shall limit the Committee from providing such notice or notices prior to certification. The Committee and Trafigura will then meet and confer in good faith to determine if a further voluntary production can be negotiated before the Committee may seek further relief related to the remaining Document Requests from this Court.

7. To the extent necessary, it is ordered pursuant to Federal Rule Civil Procedure 4(f)(3), as made applicable by Bankruptcy Rule 7004(a), that the means of the Committee's service of the Motion upon Impala (Far East) Pte. Ltd. was proper and sufficient.

8. The Committee is authorized and empowered to take any and all actions necessary to implement the terms of this Order including, but not limited to, the retention of foreign counsel and other professionals necessary to effectuate service of the Rule 2004 Subpoena.

9. The terms and conditions of this Order shall be immediately effective and enforceable upon its entry.

10. The Committee's rights are reserved to request additional discovery and/or examination in connection with this matter, including, without limitation, requests based on any information that may be revealed as a result of the discovery authorized pursuant to the Order.

11. This Court shall retain jurisdiction with respect to all matters arising from or related to the interpretation or implementation of this Order.

Dated: _____, 2015
Wilmington, Delaware

HONORABLE KEVIN J. CAREY
UNITED STATES BANKRUPTCY JUDGE

Exhibit

2004 Subpoena

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:

EXIDE TECHNOLOGIES,¹

Debtor.

Chapter 11

Case No. 13-11482 (KJC)

**THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS' FIRST REQUEST
FOR THE PRODUCTION OF DOCUMENTS**

TO: Trafigura Beheer B.V., Impala Terminals UK Ltd. and Impala (Far East) Pte. Ltd

PLEASE TAKE NOTICE that pursuant to Rule 2004 of the Federal Rules of Bankruptcy Procedure (the "Bankruptcy Rules") and Local Rule 2004-1 of the Local Rules of Bankruptcy Practice and Procedure of the United States Bankruptcy Court for the District of Delaware (the "Local Rules"), the Official Committee of Unsecured Creditors (the "Committee") of Exide Technologies (the "Debtor" or "Exide"), the above-captioned Debtor and Debtor-in-Possession, by and through its counsel, hereby requests that Trafigura Beheer B.V., Impala Terminals UK Ltd. and Impala (Far East) Pte. Ltd (collectively, "Recipients"), by and through its authorized officer, produce the documents and things requested herein for inspection and copying by delivering said documents to the Committee's counsel, Morris, Nichols, Arsht & Tunnell LLP, 1201 N. Market Street, 16th Floor, Wilmington, DE 19801, Attn: Donald Reid, Esq., by the Court ordered deadline that is thirty days from service of the order granting the *Official Committee of Unsecured Creditors' Motion for an Order Pursuant to Bankruptcy Rule 2004 and Local Bankruptcy Rule 2004-1 Directing the Production of Documents.*

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.

I. INSTRUCTIONS FOR ANSWERING

1. Any reference to an agreement, instrument, or other contract in this request shall be deemed to refer to all amendments, modifications, and restatements to such agreement, instrument, and contract, and to all related or otherwise referenced schedules, exhibits, and appendices.
2. The singular form of a noun or pronoun shall include the plural form of the noun or pronoun. Verb tenses shall be construed so as to give them their broadest meaning. The terms “and” and “or” include the disjunctive and the conjunctive as necessary to bring within the scope of these requests any documents that might otherwise be construed to be outside their scope.
3. This request for production of documents shall be deemed to be a request for all such documents, whether prepared by or for Recipients or by any other party or any other person, which documents are in Recipients’ possession, custody, or control, or in the possession, custody, or control of Recipients’ attorneys, accountants, consultants, receivers, employees, agents, or anyone acting on behalf of Recipients.
4. Responses and documents shall be served and produced electronically, unless prohibited or impractical due to the nature of the document, in which case a hard copy shall be produced.
5. Segregate documents according to the number of the request to which you are responding or produce documents in the manner they are kept in the ordinary course of business.
6. Produce documents as they are kept in the ordinary course of business and in their original file folders with any identifying labels, file markings, or similar identifying features. If there are no documents responsive to a category specified below, you shall so state in a writing produced at the time and place that documents are demanded to be produced by this request.
7. Electronically stored information (“ESI”) shall be collected in a manner that preserves all metadata. Duplicates should be removed from all ESI productions in a manner that does not break up document families (such as e-mails and attachments), but any duplicate ESI that is not produced should be preserved.
8. With the exception of any spreadsheets or database documents (e.g., documents created on software such as Microsoft Excel or Microsoft Access), which shall be produced in their native format, all electronic documents, ESI and electronic mail shall be produced in single page tagged image file format (“TIFF”) with separate optical character recognition (“OCR”) files for each document or in hard copy form. To the extent practicable, a Summation load file of all such ESI shall also be provided and shall contain extractable metadata, including at least the following: DOCID, PARENTID, CHILID, Numpages, Doctitle,

SUBJECT, AUTHORS, FROM, TO, CC, BCC, ATTACHMENTS, DATESENT, TIMESENT, DATECREATED, FOLDER, and EXTRACTED TEXT.

9. Where only a portion of a document concerns the subject matter requested, the entire document is to be produced, along with all attachments, appendices and exhibits, and all drafts, iterations, and prior or subsequent versions of the document, even if such prior or subsequent versions do not concern the subject matter requested. Where only a portion of a communication concerns the subject matter requested, the entire communication is to be produced, along with all attachments, appendices, and exhibits, and any related prior or subsequent communications, even if such prior or subsequent communications do not concern the subject matter requested.
10. If any document requested was formerly in your possession, custody or control and has been lost or destroyed or otherwise disposed of, then in lieu of any such document, provide a written statement: (a) describing in detail the nature of the document and its contents, including the document's date, subject matter, number of pages and attachments, appendixes, or exhibits; (b) identifying the person(s) who prepared or authored the document and, if applicable, the person(s) to whom the document was sent; (c) identifying all persons to whom the document was distributed, shown, or explained; and (d) specifying the date on which the document was lost or destroyed, and, if destroyed, the manner of and reasons for such destruction, and the person(s) who requested and performed the destruction.
11. If you claim a privilege as to any document subject to this request, provide a written statement identifying: (a) the identity of the document or communication, including the type of document (e.g., memorandum, e-mail, letter, etc.); (b) the portion of the document or communication that is claimed to be privileged; (c) the general subject matter of the document or communication sufficient to assess whether the assertion of privilege is valid; (d) the date of the document or communication; (e) the identity of the author and all recipients of any document or communication and the persons involved in any oral communications, including, without limitation, the name of each person who prepared it or signed it, and each person to whom it was directed, circulated, shown, or explained, and each person now in possession of the document or a copy of the document; (f) the identity of any other persons having knowledge of the document or communication involved; (g) the nature of the privilege claimed; (h) every fact on which you base the claim of privilege or that the information need not be disclosed; (i) with respect to any claim of privilege relating to an attorney, or action or advice or work product of an attorney, the identity of the attorney involved; and (j) with respect to the withheld or redacted document or portion of the document, identify to which paragraphs of this request it responds. Produce redacted versions of any document you claim is partially privileged.
12. This request for documents shall be deemed continuing so as to require you to produce immediately any additional responsive documents if such documents are created, obtained, or located by you subsequent to your initial response.

13. Unless otherwise stated, the time period applicable to all requests shall be March 1, 2010 through September 30, 2013 ("Time Period").
14. Unless otherwise stated, the geographic scope of the requests is worldwide.
15. The Committee reserves the right to make additional requests as necessary.

II. DEFINITIONS

1. “All” shall include the terms “any,” “any and all,” and “each and every.”
2. “Any” shall include the terms “all,” “any and all,” and “each and every.”
3. The term “basket trade” shall mean a contract which derives its value based on several underlying components, at least one of which is lead and/or Other Metals.
4. The term “Board” shall mean the Board of Directors as that term is defined herein. The Board of Directors shall include any and all committees, subcommittees, organizations, and governing bodies which may meet in person, telephonically, by consent via e-mail or mail service, for the intent, purpose, or goal, whether explicit or implicit, to make determinations which impact the governance, financial decisions, corporate decisions, organization, mergers and acquisitions, investments or other corporate endeavors.
5. The term “cancelling” shall refer to the process by which a holder of an LME warrant may obtain the LME metal that corresponds with that warrant by notifying its agent that such warrant should be cancelled and that the warehouse should deliver the metal to the owner.
6. The term “cancelled warrant” or “cancelled warrants” shall mean those LME warrants which have been cancelled by the warrant holder but for which the corresponding metal has not yet been delivered.
7. The term “communications” means any transmittal of information (in the form of facts, ideas, inquiries, photographs, drawings, or otherwise), and a document request for communications includes correspondence, electronic mail (“e-mail”), telexes, facsimile transmissions, telecopies, all attachments and enclosures thereto, recordings in any medium of oral communications, telephone logs, message logs, and notes and memoranda concerning written and oral communications, and any translations thereof.
8. The term “document(s)” shall be construed to the broadest extent permitted under the Federal Rules of Civil Procedure, and shall mean, without limitation, any written, typed, printed, recorded, or graphic material, however produced or reproduced, of any type or description, regardless of origin or location. This definition includes, without limitation, all memoranda, notes, interoffice and intra-office communications, telexes, annotations, working papers, drafts, telegrams, letters, e-mails, computer models, spreadsheets, data, reports, accounts, records, calendars, diaries, minutes, resolutions, contracts or other legal documents, insurance policies, telephonic or personal communications, Bloomberg chat room or chat tool communications and other chat room or chat tool communications, tape recordings, electronic recordings, photographs, microfilm, film, stenographic notes, bulletins, notices, databases, trading systems, data input into models, models, results of models and information stored on

computers in any form, including computer backup devices, as well as other data or information sources in any written, printed, or recorded matter of any character in the possession, custody, or control of you, your attorneys, agents, or other persons under your control. Without limiting the foregoing, the term “document(s)” shall include any copy which differs in any respect from the original or other versions of the document, such as copies containing notations, insertions, corrections, marginal notes, or any other variations, including on the reverse side thereof. “Document(s)” also includes any removable “post-it” notes or other attachments or exhibits affixed to any of the foregoing.

9. The term “financial products” shall mean contracts or instruments that derive their value, payment obligation, or require the physical settlement of lead and/or Other Metals (with “lead” and/or “Other Metals” specified in the particular request). For the avoidance of doubt, financial products shall include without limitation:
 - a. Over-the-Counter and exchange traded derivatives contracts including without limitation any such contract traded pursuant to an ISDA Master Agreement referencing lead and/or Other Metals;
 - b. Futures contracts referencing lead and/or Other Metals (including but not limited to LME Cash, “Tom,” and “Next” contracts);
 - c. Warrants (exchange traded or otherwise) referencing lead and/or Other Metals;
 - d. Options for the purchase or delivery of lead and/or Other Metals (including both physically and financially settled options);
 - e. Swaptions on or related to lead and/or Other Metals;
 - f. Straddles, swaption straddles, or similar transactions related to lead and/or Other Metals;
 - g. Any of the foregoing (a)-(f) which includes lead and/or Other Metals as one of the components to the trade (even if other components are included, i.e., basket trades, etc.); and
 - h. Any other contract that has similar financial characteristics to subpoints (a)-(g).
10. The terms “free-on-truck” and “FOT” shall refer to the load-out and/or handling fee charged to the buyer of metal at the time the metal is removed from the LME-registered warehouse.
11. The term “Glencore” means Glencore PLC and its affiliated companies, associations, organizations, partnerships, and groups, including without limitation Glencore Xstrata PLC, Glencore International PLC, Glencore International AG, Glencore (UK) Ltd., and Glencore Ltd., Inc., and each of the divisions, business

units, subsidiaries, parent companies, affiliates, predecessors, successors in interest, and companies under the management control of the foregoing, and any present and former agents, attorneys, directors, officers, managers, analysts, accountants, representatives, servants, employees, and all other persons acting under the direction or control of any of the foregoing.

12. The term “Goldman” means The Goldman Sachs Group, Inc. and its affiliated companies, associations, organizations, partnerships, or groups, including without limitation Goldman Sachs International, J. Aron & Company, GS Power Holdings LLC, MCEPF Metro I, Inc., Mitsi Holdings LLC, and Metro as that term is defined herein, and each of the divisions, business units, subsidiaries, parent companies, affiliates, predecessors, successors in interest, and companies under the management control of the foregoing, and any present and former agents, attorneys, directors, officers, managers, analysts, accountants, representatives, servants, employees, and all other persons acting under the direction or control of any of the foregoing. However, the term “Goldman” shall exclude “Metro,” as that term is defined herein, for any request that references both entities within the same request.
13. The term “Henry Bath” shall mean Henry Bath & Son, Ltd. and each of the warehouses, divisions, business units, subsidiaries, parent companies, affiliates, predecessors, successors in interest, and companies under the management control of the foregoing, including without limitation Henry Bath, LLC, Henry Bath Singapore PTE Ltd., and Henry Bath B.V., and any of the present and former agents, attorneys, directors, officers, managers, analysts, accountants, representatives, servants, employees, and all other persons acting under the direction or control of any of the foregoing.
14. The term “HKEx” means Hong Kong Exchanges & Clearing, Ltd. and its affiliated companies, associations, organizations, partnerships or groups and each of the divisions, business units, subsidiaries, parent companies, affiliates, predecessors, successors in interest, including without limitation the HKEx Group, and companies under the management control of the foregoing, and any present and former agents, attorneys, directors, officers, managers, analysts, accountants, representatives, servants, employees, and all other persons acting under the direction or control of any of the foregoing.
15. The term “Impala” means Impala Terminals Group and each of the warehouses, divisions, business units, subsidiaries, parent companies, affiliates, predecessors, successors in interest, and companies under the management control of the foregoing, including without limitation NEMS Ltd., Impala Terminals UK Ltd. and Impala (Far East) Pte. Ltd, and any of the present and former agents, attorneys, directors, officers, managers, analysts, accountants, representatives, servants, employees, and all other persons acting under the direction or control of any of the foregoing.

16. The term “JP Morgan” means JPMorgan Chase & Company and its affiliated companies, associations, organizations, partnerships or groups, including without limitation J.P. Morgan Securities plc, J.P. Morgan Ventures Energy Corporation, RBS Sempra Commodities LLP, and each of the divisions, business units, subsidiaries, parent companies, affiliates, predecessors, successors in interest, and companies under the management control of the foregoing, and any present and former agents, attorneys, directors, officers, managers, analysts, accountants, representatives, servants, employees, and all other persons acting under the direction or control of any of the foregoing.
17. The term “LME” means The London Metal Exchange and its affiliated companies, associations, organizations, partnerships, or groups and each of the divisions, business units, subsidiaries, parent companies, affiliates, predecessors, successors in interest, including without limitation LME Holdings Limited and Hong Kong Exchanges & Clearing, Ltd. and companies under the management control of the foregoing, and any present and former agents, attorneys, directors, officers, committees, managers, analysts, accountants, representatives, servants, employees, and all other persons acting under the direction or control of any of the foregoing.
18. The term “LME-registered warehouse” means any and all warehouses and storage facilities which have been approved and/or licensed by the LME to issue LME warrants and store metal corresponding to an LME warrant. A warehouse or storage facility may still be an LME-registered warehouse for purposes of these document requests even if it also stores metals which are not associated with an LME warrant or made part of the LME trading system.
19. The term “LME warrant” shall mean the bearer documents of possession relating to one specified lot of material in an LME-registered warehouse.
20. The term “Metro” means Metro International Trade Services LLC and each of the warehouses, divisions, business units, subsidiaries, parent companies, affiliates, predecessors, successors in interest, and companies under the management control of the foregoing, including without limitation Metro International Trade Services (Italia) S.r.l.; Metro International Trade Services (UK) Ltd.; and any of the present and former agents, attorneys, directors, officers, managers, analysts, accountants, representatives, servants, employees, and all other persons acting under the direction or control of any of the foregoing.
21. The term “minimum load-out rules” shall refer to the regulation in the LME Policy Regarding the Approval of Warehouses that establishes the minimum daily delivery tonnage for LME-registered warehouses. This shall include, as appropriate, all iterations, amendments, changes, and alterations of the regulation which the LME has set out.

22. The term “non-LME-registered warehouse” means any and all warehouses and/or storage facilities used to store metal of any kind which has not been approved and/or licensed by the LME.
23. The term “NEMS” means NEMS Ltd. and each of the warehouses, divisions, business units, subsidiaries, parent companies, affiliates, predecessors, successors in interest, companies under the management control of the foregoing, and any of the present and former agents, attorneys, directors, officers, managers, analysts, accountants, representatives, servants, employees, and all other persons acting under the direction or control of any of the foregoing.
24. The term “Other Metals” shall refer to zinc and aluminum, as well as any other metal (other than lead) for which a lawsuit has been brought against you alleging claims under federal or state antitrust laws or the Commodities Exchange Act or any other metal which is referred to in a subpoena served upon you by the Department of Justice or the Commodities Futures Trading Commission. Unless otherwise indicated, a request for information relating to “Other Metals” shall apply to each metal individually and to all instances in which one or more of the above-described metals has been used as part of a larger deal, trade, or transaction, including basket trades.
25. The term “Pacorini” means Pacorini Metals AG and all members of the Pacorini Metals Group, including without limitation Pacorini Metals USA, LLC, Pacorini Metals Iberica SAU, Pacorini Metals Italia S.r.l., Pacorini Depolama Lojistik Limited Sirkell, Pacorini Metals Vlissingen BV, and Pacorini Metals (Asia) Pte Ltd, and each of the warehouses, divisions, business units, subsidiaries, parent companies, affiliates, predecessors, successors in interest, and companies under the management control of the foregoing, and any of their present and former agents, attorneys, directors, officers, managers, analysts, accountants, representatives, servants, employees, and all other persons acting under the direction or control of any of the foregoing.
26. The term “queue” shall refer to the length of time in between the time in which an LME warrant bearer cancels the warrant and the time when the warrant bearer receives delivery of the stored metal to which the LME warrant corresponds.
27. The term “relating to” shall mean in whole or in part concerning, relating to, referring to, describing, evidencing, containing, constituting, reflecting, discussing, or in any way legally, logically, or factually connected with the matter discussed.
28. The term “rent” shall refer to the charge payable on a specific LME warrant for storage within an LME-registered warehouse and which is charged on a regular, recurring (typically daily) basis.
29. The term “trade” shall be given its ordinary meaning in the financial industry, but shall include without limitation outright trades, calendar spreads, cross-

commodity spreads, derivatives and records regarding their exercise, and all bids and offers on financial or commodity products.

30. The term “Trafigura” means Trafigura Beheer B.V. and its affiliated companies, associations, organizations, partnerships, or groups, including without limitation Impala (as that term is defined herein), and each of the warehouses, divisions, business units, subsidiaries, parent companies, affiliates, predecessors, successors in interest, and companies under the management control of the foregoing, and any present and former agents, attorneys, directors, officers, managers, analysts, accountants, representatives, servants, employees, and all other persons acting under the direction or control of any of the foregoing. However, the term “Trafigura” shall exclude “NEMS,” as that term is defined herein, for any request that references both entities within the same request.
31. The term “VaR” shall mean Value at Risk as, and if, used in the credit and/or trading management systems of Trafigura.
32. The terms “you” and “your” shall include “Trafigura” and “NEMS” as defined above.

III. DOCUMENT REQUESTS

Request No. 1

All documents relating to trading strategies in financial markets involving lead and/or loans secured by physical lead during the Time Period, including without limitation documents and communications concerning any relationship between such trading strategies and the physical market for lead.

Request No. 2

All end-of-day trade and position reports, profit and loss (PNL) reports, and mark-to-market reports related to trading in physical lead during the Time Period.

Request No. 3

All end-of-day trade and position reports, profit and loss (PNL) reports, and mark-to-market reports related to financial products related to lead, distinguished by maturity of contract and long and short position.

Request No. 4

Separately, for each warehouse for the storage of lead that you owned or controlled (whether directly or through a parent, subsidiary, or affiliate) during the Time Period, documents sufficient to show on whatever periodic bases you kept records during the Time Period:

- a. The number of open LME warrants for lead and Other Metals;
- b. The holder of each warrant identified in (a);
- c. The amount of lead and Other Metals on each warrant identified in (a);
- d. The number of cancelled LME warrants for lead and Other Metals; and their position in the queue;
- e. The holder of each warrant identified in (d);
- f. The amount of lead and Other Metals on each warrant identified in (d);
- g. The number of new warrants issued for lead and Other Metals, reported individually;
- h. The sales, purchases, or transfers of warrants for lead and Other Metals and the identity of the participants in those transactions;
- i. The average (or other metric used by you) start-of-day stock for lead and Other Metals, reported individually;

j. The average (or other metric used by you) end-of-day stock for lead and Other Metals, reported individually;

k. The total stock movement of lead and Other Metals in MUTs (or other metric used by you), including the amount loaded in, and the amount loaded out of the warehouse, reported individually;

l. The size of the queue, in MUTs (or other metric used by you), and the length of the queue, in days, to load out lead and Other Metals, reported individually;

m. The size of the queue, in MUTs (or other metric used by you), and the length of the queue, in days, to load in lead and Other Metals, reported individually;

n. The storage or rental charges for lead; and

o. The free-on-truck (FOT) rates for lead.

Request No. 5

For each day during the Time Period in which lead was transferred either from or to a warehouse that you own or control, documents sufficient to show:

a. the identity, address, ownership, and LME-registration status of the warehouse from which the lead was transferred;

b. the identity, address, ownership, and LME-registration status of the warehouse to which the lead was transferred;

c. the quantity of lead, in MUTs (or other metric used by you) transferred;

d. the owner of the transferred lead before the transfer; and

e. the owner of the transferred lead after the transfer.

Request No. 6

All documents relating to any communication with JP Morgan, Henry Bath, Glencore Pacorini, and/or Trafigura regarding trading, price, stocks, warehousing or delivery of lead, including but not limited to any agreements, understandings, and/or coordination pertaining thereto.

Request No. 7

All agendas, transcripts, meeting packets, audio or video recordings, presentations, minutes or notes of any kind, relating to meetings of your management or Board relating to:

a. The LME;

b. The warehousing of lead and Other Metals;

- c. The location and/or concentration of lead and Other Metals in LME-registered warehouses;
- d. The delivery of lead and Other Metals from warehouses to owners;
- e. The transfer of lead and Other Metals between warehouses;
- f. Any queues in loading out lead and Other Metals from warehouses;
- g. Loans secured by physical lead; and
- h. The trading of financial products that are tied to lead and Other Metals stored in LME-registered warehouses.

Request No. 8

All documents that were submitted to, produced to, or seized by any domestic or foreign governmental authorities in connection with any legislative, administrative, criminal, civil, or other judicial investigation or proceeding concerning warehousing metal, the LME, and trading in financial products that are tied to metals stored in LME-registered warehouses.

EXHIBIT 2

[Blackline]

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:

EXIDE TECHNOLOGIES,¹

Debtor.

Chapter 11

Case No. 13-11482 (KJC)

Re: D.I. 2788, 3138, 3327, [3507](#)

**FURTHER REVISED ORDER PURSUANT TO FED. R. BANKR. P. 2004 AND DEL.
BANKR. L. R. 2004-1 DIRECTING THE PRODUCTION OF DOCUMENTS**

Upon consideration of the motion (the “Motion”)² of the Official Committee of Unsecured Creditors (including any successor thereto, the “Committee”), appointed in the bankruptcy case of the above-captioned debtor and debtor-in-possession (the “Debtor”), for entry of an order, pursuant to Bankruptcy Rule 2004 and Local Rule 2004-1, directing Trafigura Beheer B.V., Impala Terminals (UK) Ltd., and Impala (Far East) Pte. Ltd. (collectively, “Trafigura”) to comply with subpoenas calling for the production of certain documents as set forth in the Document Requests attached to the Motion as **Exhibit B**; and the *Reply in Further Support of Motion For An Order Pursuant To Bankruptcy Rule 2004 And Local Bankruptcy Rule 2004-1 Directing The Production Of Documents By Trafigura Beheer B.V., Impala Terminals (UK) Ltd., And Impala (Far East) Pte. Ltd.* (D.I. 2973); and the Court having jurisdiction to consider the Motion and the relief requested therein pursuant to 28 U.S.C. §§ 157(a) and (b) and 1334(b); and consideration of the Motion and the relief requested therein being a core proceeding pursuant to 28 U.S.C. § 157(b)(2) in which the Court may enter a final order; and venue being proper pursuant to 28 U.S.C. §§ 1408 and 1409; and service being proper; and the Court having determined that the legal and factual bases set forth in the Motion establish just cause for the

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 them in the Motion.

relief granted herein; and any objections filed with respect to the Motion having been withdrawn or overruled by the Court; and service and notice of the Motion being sufficient under the circumstances; and after due deliberation and sufficient cause appearing therefor;

IT IS HEREBY ORDERED THAT:

1. The Motion is granted as set forth herein.
2. The Committee is authorized to issue the attached document subpoenas (the "Rule 2004 Subpoena") pursuant to Bankruptcy Rules 2004 and 9016 seeking the documents set forth therein (the "Initial Document Requests").
3. Trafigura is directed to respond to the Rule 2004 Subpoena and commence production of documents responsive to the Rule 2004 Subpoena within thirty (30) days of the service of this Order pursuant to and in accordance with the letters of request for judicial assistance described in paragraph 5 below. Production shall be made by delivering such documents to the attention of Donald Reid, Esq. of Morris, Nichols, Arsht & Tunnell LLP, 1201 N. Market Street, 16th Floor, Wilmington, DE 19801, or at such other place and time as may be agreed upon by counsel for the Committee and Trafigura.
4. If Trafigura withholds any documents based upon a claim of privilege, Trafigura shall provide counsel for the Committee with a privilege log containing the information required under Bankruptcy Rule 9016 and Federal Rule 45(e)(2), within thirty (30) days after service of this Order pursuant to and in accordance with the letters of request for judicial assistance described in paragraph 5 below, or as otherwise agreed upon by counsel for the Committee.

5. Not later than ~~May 18~~June 17, 2015, the Committee shall submit proposed letters of request for judicial assistance to seek the production of documents from Trafigura in accordance with 28 U.S.C. § 1781(b)(2) to the extent necessary.

6. Resolution of the remaining Document Requests shall be deferred to the extent necessary to a later hearing date, which hearing may be requested by providing Trafigura notice ten (10) days prior to the hearing. Upon certification of Trafigura that it has produced all non-privileged documents responsive to the Initial Document Requests, the Committee shall notify Trafigura no later than ten (10) business days following the date of certification whether the Committee believes it is necessary to obtain documents responsive to some or all of the remaining Document Requests; provided, however, that nothing herein shall limit the Committee from providing such notice or notices prior to certification. The Committee and Trafigura will then meet and confer in good faith to determine if a further voluntary production can be negotiated before the Committee may seek further relief related to the remaining Document Requests from this Court.

7. To the extent necessary, it is ordered pursuant to Federal Rule Civil Procedure 4(f)(3), as made applicable by Bankruptcy Rule 7004(a), that the means of the Committee's service of the Motion upon Impala (Far East) Pte. Ltd. was proper and sufficient.

8. The Committee is authorized and empowered to take any and all actions necessary to implement the terms of this Order including, but not limited to, the retention of foreign counsel and other professionals necessary to effectuate service of the Rule 2004 Subpoena.

9. The terms and conditions of this Order shall be immediately effective and enforceable upon its entry.

10. The Committee's rights are reserved to request additional discovery and/or examination in connection with this matter, including, without limitation, requests based on any information that may be revealed as a result of the discovery authorized pursuant to the Order.

11. This Court shall retain jurisdiction with respect to all matters arising from or related to the interpretation or implementation of this Order.

Dated: _____, 2015
Wilmington, Delaware

HONORABLE KEVIN J. CAREY
UNITED STATES BANKRUPTCY JUDGE

Exhibit

2004 Subpoena

Comparison Details	
Title	pdfDocs compareDocs Comparison Results
Date & Time	5/18/2015 10:35:00 AM
Comparison Time	0.82 seconds
compareDocs version	v4.1.300.9

Sources	
Original Document	[#8752188] [v6] Exide - 2004 Motion [Trafigura] [Proposed Order].docx
Modified Document	[#9163150] [v1] Exide - 2004 Motion [Trafigura] [Fourth Proposed Order].docx

Comparison Statistics	
Insertions	0
Deletions	0
Changes	2
Moves	0
TOTAL CHANGES	2

Word Rendering Set Markup Options	
Name	Standard
<u>Insertions</u>	
Deletions	
<u>Moves</u> / Moves	
Inserted cells	
Deleted cells	
Merged cells	
Formatting	Color only.
Changed lines	Mark left border.
Comments color	By Author.
Balloons	False

compareDocs Settings Used	Category	Option Selected
Open Comparison Report after Saving	General	Always
Report Type	Word	Formatting
Character Level	Word	False
Include Headers / Footers	Word	True
Include Footnotes / Endnotes	Word	True
Include List Numbers	Word	True
Include Tables	Word	True
Include Field Codes	Word	True
Include Moves	Word	True
Show Track Changes Toolbar	Word	True
Show Reviewing Pane	Word	True
Update Automatic Links at Open	Word	False
Summary Report	Word	End
Include Change Detail Report	Word	Separate
Document View	Word	Print
Remove Personal Information	Word	False
Flatten Field Codes	Word	False

CERTIFICATE OF SERVICE

I, Erin R. Fay, certify that I am not less than 18 years of age, and that service of the foregoing **Certification Of Counsel Regarding Further Revised Order Pursuant To Fed. R. Bankr. P. 2004 And Del. Bankr. L.R. 2004-1 Directing The Production Of Documents** was caused to be made on May 18, 2015, in the manner indicated, upon the entities identified below.

Date: May 18, 2015

/s/ Erin R. Fay
Erin R. Fay (No. 5268)

**VIA ELECTRONIC
AND FIRST CLASS MAIL**

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