

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

In re: )  
 ) Chapter 11  
EXIDE TECHNOLOGIES, )  
 ) Case No. 13-11482 (KJC)  
 Reorganized Debtor. )  
 )  
 )

**CERTIFICATION OF COUNSEL REGARDING PROPOSED  
ORDER APPROVING STIPULATION BETWEEN REORGANIZED  
DEBTOR AND ENERSYS DELAWARE, INC. F/K/A ENERSYS INC.  
RESOLVING CLAIM NO. 654**

The undersigned hereby certifies the following:

1. On June 10, 2013 (the "Petition Date"), Exide Technologies, the reorganized debtor in the above-captioned case (the "Reorganized Debtor") filed a voluntary petition under chapter 11 of title 11 of the United States Code (the "Bankruptcy Code"), in the United States Bankruptcy Court for the District of Delaware (the "Bankruptcy Court").

2. The Reorganized Debtor and EnerSys Delaware, Inc. f/k/a EnerSys Inc. ("EnerSys") stipulate and agree hereto (the "Stipulation") for the resolution of EnerSys' claim, designated as claim number 654 (the "EnerSys Claim"), as memorialized in the *Stipulation Between Reorganized Debtor and EnerSys Delaware, Inc. f/k/a EnerSys Inc. Resolving Claim No. 654.*

3. Attached hereto as Exhibit 1 is a proposed form of order (the "Proposed Order") approving the Stipulation that resolves the EnerSys Claim. The Stipulation is attached to the Proposed Order as Exhibit A.

4. Accordingly, the Reorganized Debtor respectfully requests entry of the Proposed Order at the Court's earliest convenience.

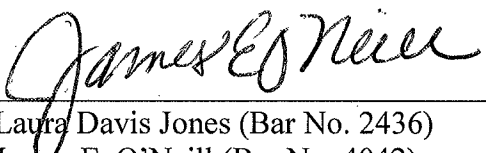
Dated: March 14, 2018

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*Special Conflicts Counsel for the Reorganized Debtor*

**EXHIBIT 1**

IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE

In re:	)	
	)	Chapter 11
EXIDE TECHNOLOGIES,	)	
	)	Case No. 13-11482 (KJC)
Reorganized Debtor.	)	
	)	
	)	

**ORDER APPROVING STIPULATION BETWEEN REORGANIZED DEBTOR AND ENERSYS DELAWARE, INC. F/K/A ENERSYS INC. RESOLVING CLAIM NO. 654**

Upon consideration of the *Stipulation Between Reorganized Debtor and EnerSys Delaware, Inc. f/k/a EnerSys Inc. Resolving Claim No. 654* (the "Stipulation"), a copy of which is attached as Exhibit A to this Order; and due and proper notice of the Stipulation having been given; and after due deliberation and it appearing that sufficient cause exists to approve the Stipulation;

IT IS HEREBY ORDERED THAT:

1. The Stipulation is approved; and
2. This Court shall retain jurisdiction to hear and determine all matters

arising from the implementation of this Order.

Dated: \_\_\_\_\_, 2018

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The Honorable Kevin J. Carey  
United States Bankruptcy Judge

**EXHIBIT A**

IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE

In re: )  
 ) Chapter 11  
EXIDE TECHNOLOGIES, )  
 ) Case No. 13-11482 (KJC)  
 Reorganized Debtor. )  
 )  
 )

**STIPULATION BETWEEN REORGANIZED DEBTOR AND ENERSYS  
DELAWARE, INC. F/K/A ENERSYS INC. RESOLVING CLAIM NO. 654**

Exide Technologies, the reorganized debtor in the above-captioned case (the "Reorganized Debtor"), and EnerSys Delaware, Inc. f/k/a EnerSys Inc. ("EnerSys" and together with the Reorganized Debtor, the "Parties"), respectfully submit this proposed stipulation and agreed order ("Stipulation") for the resolution of Claim No. 654.

**RECITALS**

WHEREAS, on June 10, 2013 (the "Petition Date"), Exide Technologies filed a voluntary petition for relief under chapter 11 of title 11 of the United States Bankruptcy Code (the "Bankruptcy Code") with the United States Bankruptcy Court for the District of Delaware (the "Bankruptcy Court") initiating the above-captioned chapter 11 case ("Case");

WHEREAS, on March 27, 2015, the Bankruptcy Court entered an order ("Confirmation Order") confirming the Fourth Amended Plan of Reorganization of Exide Technologies (Docket No. 3423) (the "Plan");<sup>1</sup>

WHEREAS, on April 30, 2015, the Debtor substantially consummated the Plan ("Effective Date"), and the Debtor has emerged from chapter 11 as the Reorganized

<sup>1</sup> Capitalized terms not defined herein shall have the definitions ascribed to them in the Plan.

Debtor. Pursuant to Article 15.8 of the Plan, the Creditors' Committee was dissolved on the Effective Date and Peter Kravitz of Province Inc. was appointed as GUC Trust Trustee. Pursuant to the Plan, the Reorganized Debtor may object to any Claims filed in the Case;

WHEREAS, on September 18, 2013, EnerSys filed a proof of claim designated as claim number 654 (the "EnerSys Claim");

WHEREAS, the EnerSys Claim is a secured claim for an unliquidated amount relating to a Trademark and Trade Name License Agreement entered into in 1991 pursuant to which the Debtor licensed to EnerSys the exclusive right to use the Exide tradename and certain trademarks in the industrial battery business (the "Trademark Agreement");

WHEREAS, the Debtor sought to reject the Trademark Agreement as part of its 2002 bankruptcy case and the United States Bankruptcy Court for the District of Delaware entered an order rejecting the Trademark Agreement (the "Rejection Order");

WHEREAS, the Rejection Order was subsequently vacated by the United States Court of Appeals for the Third Circuit;

WHEREAS, in the EnerSys Claim, EnerSys seeks, among other things, (i) restitution for any benefits obtained by the Debtor between the date of entry of the Rejection Order and the date the Rejection Order was vacated (the "Rejection Period"), (ii) restitution for any reduction in value of the licensed trademarks and tradenames and for alleged harm suffered by EnerSys during the Rejection Period, and (iii) additional damages incurred in connection with the Debtor's filing of a complaint against EnerSys on August 20, 2010 in the Bankruptcy Court, as Adv. Pro. No. 10-52766;

WHEREAS, the Parties have conferred and have agreed to allow the EnerSys Claim as a general unsecured claim in the amount of Six Million Two Hundred Fifty Thousand Dollars (\$6,250,000.00).

NOW THEREFORE, it is hereby stipulated and agreed, by and among the Parties, as follows:

#### STIPULATION

1. Claim No. 654, the EnerSys Claim, is allowed as a general unsecured claim against the Debtor's estate in the amount of Six Million Two Hundred Fifty Thousand Dollars (\$6,250,000.00) (the "Allowed EnerSys Claim"). The Allowed EnerSys Claim shall be a Class D – General Unsecured Claim under the Plan and shall be treated as such in accordance with the terms of the Plan.

2. Any other claim held, asserted or assertable by EnerSys against the Debtor, its estate, the Reorganized Debtor, or the GUC Trust arising or accruing on or before the Effective Date, is hereby released, expunged and discharged.

3. Neither this Stipulation and Agreed Order nor any negotiations and writings in connection with this Stipulation and Agreed Order shall in any way be construed as or deemed to be evidence of or an admission on behalf of any party regarding any claim or right that such party may have against the other party.

4. Each of the parties hereto represents and warrants that he, she and/or it (i) has selected or has had the opportunity to consult with independent counsel of their respective choice in connection with the matters related to this Stipulation and (ii) is duly authorized to enter into and be bound by this Stipulation.



5. This Stipulation may be executed in multiple counterparts, any of which may be transmitted by facsimile or electronic mail, and each of which shall be deemed an original, but all of which together shall constitute one instrument.

6. This Court retains jurisdiction with respect to all matters arising from or related to the enforcement or interpretation of this Stipulation.

AGREED TO AND APPROVED FOR ENTRY:

Dated: March 13, 2018

/s/ Allen J. Guon

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