

IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE

----- X  
 :  
 In re: : Chapter 11  
 :  
 EXIDE TECHNOLOGIES, : Case No. 13-11482 (KJC)  
 :  
 Debtor.<sup>1</sup> : **Related Docket No. 18**  
 :  
 ----- X

**ORDER AUTHORIZING THE FILING UNDER SEAL OF THE  
PROPOSED DEBTOR-IN-POSSESSION FINANCING FEE LETTER**

Upon the motion (the “Motion”),<sup>2</sup> of the Debtor for entry of an order (the “Order”) under section 107(b)(1) of title 11 of the United States Code (the “Bankruptcy Code”), Rule 9018 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”), and Rule 9018-1 of the Local Rules for the United States Bankruptcy Court for the District of Delaware (the “Local Bankruptcy Rules”) authorizing the Debtor to (a) file under seal the Fee Letter, dated as of June 7, 2013 (the “Fee Letter”), by and among Exide, JPMorgan Chase Bank, N.A. (“JPMorgan” or the “DIP Agent”), and J.P. Morgan Securities LLC and (b) directing that the Fee Letter shall remain under seal, confidential, and not be made available to anyone without the consent of the Debtor and the DIP Agent except for (i) the U.S. Trustee and (ii) the advisors to any statutory committee appointed in this case on a strictly confidential and “professionals’ eyes only” basis; and upon the First Day Declaration and the DIP Declaration; and the Court having jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334; and the Court having found that this is a

---

<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> All capitalized terms not otherwise defined herein shall have the meaning ascribed to them in the Motion.

core proceeding pursuant to 28 U.S.C. § 157(b)(2); and the Court having found that venue of this proceeding and the Motion in this district is proper pursuant to 28 U.S.C. §§ 1408 and 1409; and the Court having found that the relief requested in the Motion is in the best interests of the Debtor's estate, its creditors, and other parties in interest; and the Court having found that the Debtor's notice of the Motion and opportunity for a hearing on the Motion was appropriate and no other notice need be provided; and the Court having reviewed the Motion and having heard the statements in support of the relief requested therein at a hearing before the Court (the "Hearing"); and the Court having determined that the legal and factual bases set forth in the Motion and at the Hearing establish just cause for the relief granted herein; and upon all of the proceedings had before the Court; and after due deliberation and sufficient cause appearing therefor, it is HEREBY ORDERED THAT:

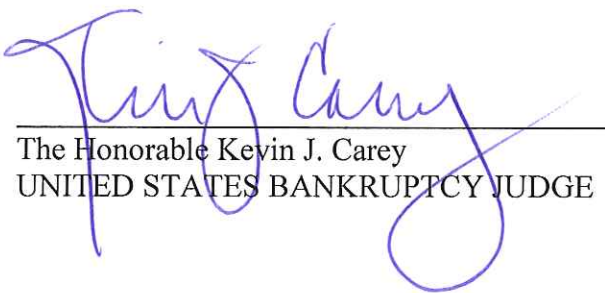
1. The Motion is granted.
2. The Debtor is authorized to file the Fee Letter under seal pursuant to section 107(b) of the Bankruptcy Code, Bankruptcy Rule 9018, and Local Rule 9018-1(b).
3. The Fee Letter is confidential and shall remain under seal, and shall not be made available to anyone, except that copies of the Fee Letter shall be provided to the Court, the Clerk of the Court, the Office of the United States Trustee for the District of Delaware, and to counsel and financial advisors to any statutory committee appointed in these cases (the "Committee Professionals"), and as further directed by the Court. The Office of the United States Trustee for the District of Delaware shall keep the Fee Letter and the terms thereof strictly confidential and the Committee Professionals shall keep the Fee Letter and the terms thereof strictly confidential and on a "professionals' eyes only" basis.

4. Notice of the Motion as provided therein shall be deemed good and sufficient notice of such Motion and the requirements of Bankruptcy Rule 6004(a) and the Local Rules are satisfied by such notice.

5. Notwithstanding Bankruptcy Rule 6004(h), the terms and conditions of this Order shall be immediately effective and enforceable upon its entry.

6. The Debtor is authorized to take all actions necessary to effectuate the relief granted pursuant to this Order in accordance with the Motion.

Dated: Wilmington, Delaware  
June 11, 2013

  
The Honorable Kevin J. Carey  
UNITED STATES BANKRUPTCY JUDGE