

EXIDE TECHNOLOGIES
Form 4
March 18, 2010

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
TONTINE CAPITAL OVERSEAS
MASTER FUND II, L.P.

(Last) (First) (Middle)

55 RAILROAD AVENUE

(Street)

GREENWICH, CT 06830

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
EXIDE TECHNOLOGIES [XIDE]

3. Date of Earliest Transaction
(Month/Day/Year)
03/16/2010

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

___ Director ___X___ 10% Owner
___ Officer (give title below) ___ Other (specify below)

6. Individual or Joint/Group Filing(Check Applicable Line)
___ Form filed by One Reporting Person
X Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Ownership (Instr. 4) | | | |
|--|--------------------------------------|--|--------------------------------|---|---|--|--|---------------------------|---|---|
| | | | Code | V | Amount | (A) or (D) | Price | | | |
| Common Stock, \$0.01 par value per share | 03/16/2010 | | S | | 48,219 ⁽³⁾ | D | \$ 5.9 ₍₃₎ | 23,656,914 ₍₃₎ | I | See Footnotes (1) (2) (5) (6) (7) (8) (9) |
| Common Stock, \$0.01 par value per share | 03/16/2010 | | S | | 10,225 ⁽³⁾ | D | \$ 5.9 ₍₃₎ | 23,646,689 ₍₃₎ | I | See Footnotes (1) (2) (5) (6) (7) (8) (9) |
| Common Stock, | 03/16/2010 | | S | | 34,937 ⁽³⁾ | D | \$ 5.9 ₍₃₎ | 23,611,752 ₍₃₎ | I | See Footnotes |

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| | | | | | | | | | |
|--|------------|---|--------------------------|---|--------------------------|-------------------------------|---|--|---|
| \$0.01 par value per share | | | | | | | | | (1) (2) (5) (6) (7) (8) (9) |
| Common Stock, \$0.01 par value per share | 03/16/2010 | S | 10,790 ⁽³⁾ | D | \$ 5.9 ₍₃₎ | 23,600,962 ₍₃₎ | I | | See Footnotes (1) (2) (5) (6) (7) (8) (9) |
| Common Stock, \$0.01 par value per share | 03/16/2010 | S | 5,329 ⁽³⁾ | D | \$ 5.9 ₍₃₎ | 23,595,633 ₍₃₎ | I | | See Footnotes (1) (2) (5) (6) (7) (8) (9) |
| Common Stock, \$0.01 par value per share | 03/17/2010 | S | 1,258,183 ₍₄₎ | D | \$ 5.7063 ₍₄₎ | 22,337,450 ₍₄₎ | I | | See Footnotes (1) (2) (5) (6) (7) (8) (9) |
| Common Stock, \$0.01 par value per share | 03/17/2010 | S | 266,808 ₍₄₎ | D | \$ 5.7063 ₍₄₎ | 22,070,642 ₍₄₎ | I | | See Footnotes (1) (2) (5) (6) (7) (8) (9) |
| Common Stock, \$0.01 par value per share | 03/17/2010 | S | 911,629 ₍₄₎ | D | \$ 5.7063 ₍₄₎ | 21,159,013 ₍₄₎ | I | | See Footnotes (1) (2) (5) (6) (7) (8) (9) |
| Common Stock, \$0.01 par value per share | 03/17/2010 | S | 281,552 ₍₄₎ | D | \$ 5.7063 ₍₄₎ | 20,877,461 ₍₄₎ | I | | See Footnotes (1) (2) (5) (6) (7) (8) (9) |
| Common Stock, \$0.01 par value per share | 03/17/2010 | S | 139,062 ₍₄₎ | D | \$ 5.7063 ₍₄₎ | 20,738,399 _{(4) (5)} | I | | See Footnotes (1) (2) (5) (6) (7) (8) (9) |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

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| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| TONTINE CAPITAL OVERSEAS MASTER FUND II, L.P. 55 RAILROAD AVENUE GREENWICH, CT 06830 | | X | | |
| TONTINE ASSET ASSOCIATES, L.L.C. 55 RAILROAD AVENUE GREENWICH, CT 06830 | | X | | |

Signatures

| | |
|--|------------|
| Tontine Capital Overseas Master Fund II, L.P. By: its General Partner, Tontine Asset Associates, L.L.C., By: its Managing Member, /s/ Jeffrey L. Gendell | 03/18/2010 |
| **Signature of Reporting Person | Date |
| Tontine Asset Associates, L.L.C., By: its Managing Member, /s/ Jeffrey L. Gendell | 03/18/2010 |
| **Signature of Reporting Person | Date |

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 4(b)(v).
 - ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- This report is filed jointly by Tontine Capital Partners, L.P., a Delaware limited partnership ("TCP"), Tontine Capital Management, L.L.C., a Delaware limited liability company ("TCM"), Tontine Capital Overseas GP, L.L.C., a Delaware limited liability company ("TCO"), Tontine Capital Overseas Master Fund, L.P., a Cayman Islands limited partnership ("TMF"), Tontine Partners, L.P., a Delaware limited partnership ("TP"), Tontine Management, L.L.C., a Delaware limited liability company ("TM"), Tontine 25 Overseas Master Fund, L.P., a Cayman Islands limited partnership ("T25"), Tontine Overseas Associates, L.L.C., a Delaware limited liability company ("TOA"), Tontine Capital Overseas Master Fund II, L.P., a Cayman Islands limited partnership ("TCP 2"), Tontine Asset Associates, L.L.C., a Delaware limited liability company ("TAA") and Jeffrey L. Gendell ("Mr. Gendell").
- (1) Mr. Gendell is the managing member of: (a) TCM, the general partner of TCP and T25; (b) TCO, the general partner of TMF; (c) TM, the general partner of TP; (d) TOA, the investment advisor of Tontine Overseas Fund, Ltd., a Cayman Islands exempted company ("TOF"); and (e) TAA, the general partner of TCP 2.
 - (2)
 - (3)

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On March 16, 2010, TCP sold 48,219 shares of Common Stock, TMF sold 10,225 shares of Common Stock, TP sold 34,937 shares of Common Stock, TOF sold 10,790 shares of Common Stock and T25 sold 5,329 shares of Common Stock. All sales on March 16, 2010 occurred at a price of \$5.90 per share.

- (4) On March 17, 2010, TCP sold 1,258,183 shares of Common Stock, TMF sold 266,808 shares of Common Stock, TP sold 911,629 shares of Common Stock, TOF sold 281,552 shares of Common Stock and T25 sold 139,062 shares of Common Stock. For each of TCP, TMF, TP, TOF and T25, all sales on March 17, 2010 occurred at a weighted average price of \$5.7063 per share, at prices ranging from \$5.70 to \$5.87 per share. The filing parties undertake to provide to the staff of the Securities and Exchange Commission, the Issuer or any security holder of the Issuer, upon request, full information regarding the number of shares purchased or sold at each separate price within the ranges described in this footnote.

- (5) Mr. Gendell, TCM, TCO, TM, TOA and TAA directly own 0 shares of Common Stock, TCP directly owns 8,525,327 shares of Common Stock, TMF directly owns 1,807,905 shares of Common Stock, TP directly owns 6,177,215 shares of Common Stock, TOF directly owns 1,907,746 shares of Common Stock, T25 directly owns 942,277 shares of Common Stock and TCP 2 directly owns 1,263,830 shares of Common Stock.

- (6) All of the foregoing securities may be deemed to be beneficially owned by Mr. Gendell. The foregoing securities held by TCP and T25 may be deemed to be beneficially owned by TCM. The foregoing securities held by TMF may be deemed to be beneficially owned by TCO. The foregoing securities held by TP may be deemed to be beneficially owned by TM. The foregoing securities held by TOF may be deemed to be beneficially owned by TOA. All of the foregoing securities held by TCP 2 may be deemed to be beneficially owned by TAA.

- (7) Mr. Gendell disclaims beneficial ownership of the Issuer's securities reported herein for purposes of Section 16(a) under the Securities Exchange Act of 1934, as amended, or otherwise, except as to securities directly owned by Mr. Gendell or representing Mr. Gendell's pro rata interest in, and interest in the profits of, TCM, TCP, TCO, TMF, TP, TM, TOA, TOF, T25, TCP 2 and TAA. TCM disclaims beneficial ownership of the Issuer's securities reported herein for purposes of Section 16(a) under the Securities Exchange Act of 1934, as amended, or otherwise, except as to securities directly owned by TCM or representing TCM's pro rata interest in, and interest in the profits of, TCP and T25. TCO disclaims beneficial ownership of the Issuer's securities reported herein for purposes of Section 16(a) under the Securities Exchange Act of 1934, as amended, or otherwise, except as to securities directly owned by TCO or representing TCO's pro rata interest in, and interest in the profits of, TMF.

- (8) TM disclaims beneficial ownership of the Issuer's securities reported herein for purposes of Section 16(a) under the Securities Exchange Act of 1934, as amended, or otherwise, except as to securities directly owned by TM or representing TM's pro rata interest in, and interest in the profits of, TP. TOA disclaims beneficial ownership of the Issuer's securities reported herein for purposes of Section 16(a) under the Securities Exchange Act of 1934, as amended, or otherwise, except as to securities directly owned by TOA or representing TOA's pro rata interest in, and interest in the profits of, TOF. TAA disclaims beneficial ownership of the Issuer's securities reported herein for purposes of Section 16(a) under the Securities Exchange Act of 1934, as amended, or otherwise, except as to securities directly owned by TAA or representing TAA's pro rata interest in, and interest in the profits of, TCP 2.

- (9) This Form 4 relates to the same transactions disclosed on the Form 4 filed on the date hereof by TCP, TCM, TMF, TCO, TP, TM, TOA, T25 and Mr. Gendell, all of which are joint filers with TCP 2 and TAA with respect to the Issuer's Common Stock.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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