

EXIDE TECHNOLOGIES
Form 4
May 03, 2010

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

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.

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
55 RAILROAD AVENUE

(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
04/29/2010

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

GREENWICH, CT 06830

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

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

(City) (State) (Zip)

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 Beneficial Ownership (Instr. 4) | |
|--|--------------------------------------|--|--------------------------------|---|---|--|---|---|
| Common Stock, \$0.01 par value per share | 04/29/2010 | | S | 18,835 (3) (4) | \$ 6.26 (3) (4) | 20,719,564 (3) (4) | I | See Footnotes (1) (2) (5) (6) (7) (8) (9) |
| Common Stock, \$0.01 par value per share | 04/29/2010 | | S | 33,580 (3) (4) | \$ 6.26 (3) (4) | 20,685,984 (3) (4) | I | See Footnotes (1) (2) (5) (6) (7) (8) (9) |
| Common Stock, | 04/29/2010 | | S | 177,386 (3) (4) | \$ 6.26 (3) (4) | 20,508,598 (3) (4) | I | See Footnotes |

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| | | | | | | | | |
|--|------------|---|----------------------------------|---|----------------------------------|-------------------------------------|---|--|
| \$0.01 par value per share | | | | | <u>(3)</u> <u>(4)</u> | | | <u>(1)</u> <u>(2)</u> <u>(5)</u> <u>(6)</u> <u>(7)</u> <u>(8)</u> <u>(9)</u> |
| Common Stock, \$0.01 par value per share | 04/29/2010 | S | 36,271 <u>(3)</u> <u>(4)</u> | D | \$ 6.26 <u>(3)</u> <u>(4)</u> | 20,472,327 <u>(3)</u> <u>(4)</u> | I | See Footnotes <u>(1)</u> <u>(2)</u> <u>(5)</u> <u>(6)</u> <u>(7)</u> <u>(8)</u> <u>(9)</u> |
| Common Stock, \$0.01 par value per share | 04/29/2010 | S | 128,529 <u>(3)</u> <u>(4)</u> | D | \$ 6.26 <u>(3)</u> <u>(4)</u> | 20,343,798 <u>(3)</u> <u>(4)</u> | I | See Footnotes <u>(1)</u> <u>(2)</u> <u>(5)</u> <u>(6)</u> <u>(7)</u> <u>(8)</u> <u>(9)</u> |
| Common Stock, \$0.01 par value per share | 04/30/2010 | S | 4,252 <u>(3)</u> <u>(4)</u> | D | \$ 6.09 <u>(3)</u> <u>(4)</u> | 20,339,546 <u>(3)</u> <u>(4)</u> | I | See Footnotes <u>(1)</u> <u>(2)</u> <u>(5)</u> <u>(6)</u> <u>(7)</u> <u>(8)</u> <u>(9)</u> |
| Common Stock, \$0.01 par value per share | 04/30/2010 | S | 7,580 <u>(3)</u> <u>(4)</u> | D | \$ 6.09 <u>(3)</u> <u>(4)</u> | 20,331,966 <u>(3)</u> <u>(4)</u> | I | See Footnotes <u>(1)</u> <u>(2)</u> <u>(5)</u> <u>(6)</u> <u>(7)</u> <u>(8)</u> <u>(9)</u> |
| Common Stock, \$0.01 par value per share | 04/30/2010 | S | 40,042 <u>(3)</u> <u>(4)</u> | D | \$ 6.09 <u>(3)</u> <u>(4)</u> | 20,291,924 <u>(3)</u> <u>(4)</u> | I | See Footnotes <u>(1)</u> <u>(2)</u> <u>(5)</u> <u>(6)</u> <u>(7)</u> <u>(8)</u> <u>(9)</u> |
| Common Stock, \$0.01 par value per share | 04/30/2010 | S | 8,188 <u>(3)</u> <u>(4)</u> | D | \$ 6.09 <u>(3)</u> <u>(4)</u> | 20,283,736 <u>(3)</u> <u>(4)</u> | I | See Footnotes <u>(1)</u> <u>(2)</u> <u>(5)</u> <u>(6)</u> <u>(7)</u> <u>(8)</u> <u>(9)</u> |
| Common Stock, \$0.01 par value per share | 04/30/2010 | S | 29,014 <u>(3)</u> <u>(4)</u> | D | \$ 6.09 <u>(3)</u> <u>(4)</u> | 20,254,722 <u>(3)</u> <u>(4)</u> | I | See Footnotes <u>(1)</u> <u>(2)</u> <u>(5)</u> <u>(6)</u> <u>(7)</u> <u>(8)</u> <u>(9)</u> |
| Common Stock, \$0.01 par value per share | 05/03/2010 | S | 4,252 <u>(3)</u> <u>(4)</u> | D | \$ 6.06 <u>(3)</u> <u>(4)</u> | 20,250,470 <u>(3)</u> <u>(4)</u> | I | See Footnotes <u>(1)</u> <u>(2)</u> <u>(5)</u> <u>(6)</u> <u>(7)</u> <u>(8)</u> <u>(9)</u> |
| Common Stock, \$0.01 par | 05/03/2010 | S | 7,580 <u>(3)</u> <u>(4)</u> | D | \$ 6.06 <u>(3)</u> <u>(4)</u> | 20,242,890 <u>(3)</u> <u>(4)</u> | I | See Footnotes <u>(1)</u> <u>(2)</u> <u>(5)</u> <u>(6)</u> |

| | | | | | | | | | |
|--|------------|---|------------------------------------|---|---------------------------|----------------------------------|---|--|---|
| value per share | | | | | | | | | (7) (8) (9) |
| Common Stock, \$0.01 par value per share | 05/03/2010 | S | 40,042 <u>(3) (4)</u> | D | \$ 6.06 <u>(3) (4)</u> | 20,202,848 <u>(3) (4)</u> | I | | See Footnotes <u>(1) (2) (5) (6)</u> <u>(7) (8) (9)</u> |
| Common Stock, \$0.01 par value per share | 05/03/2010 | S | 8,188 ⁽³⁾ <u>(4)</u> | D | \$ 6.06 <u>(3) (4)</u> | 20,194,660 <u>(3) (4)</u> | I | | See Footnotes <u>(1) (2) (5) (6)</u> <u>(7) (8) (9)</u> |
| Common Stock, \$0.01 par value per share | 05/03/2010 | S | 29,014 <u>(3) (4)</u> | D | \$ 6.06 <u>(3) (4)</u> | 20,165,646 <u>(3) (4) (5)</u> | I | | See Footnotes <u>(1) (2) (5) (6)</u> <u>(7) (8) (9)</u> |

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

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SEC 1474
(9-02)

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

| 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. Number of Derivative Securities Beneficially Owned Following Transaction (Instr. 6) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

X

TONTINE CAPITAL OVERSEAS MASTER FUND II, L.P.
55 RAILROAD AVENUE
GREENWICH, CT 06830

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 05/03/2010

__Signature of Reporting Person Date

Tontine Asset Associates, L.L.C., By: its Managing Member, /s/ Jeffrey L. Gendell 05/03/2010

__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) On April 29, 2010, T25 sold 18,835 shares of Common Stock, TMF sold 33,580 shares of Common Stock, TCP sold 177,386 shares of Common Stock, TOF sold 36,271 shares of Common Stock and TP sold 128,529 shares of Common Stock. All sales on April 29, 2010 occurred at a price of \$6.26 per share. On April 30, 2010, T25 distributed 37,047 shares of Common Stock to TCP 2 and TMF distributed 193,995 shares of Common Stock to TCF 2 (collectively, the "Transferred Shares"). The distribution of the Transferred Shares to TCP 2 did not change the aggregate Common Stock ownership of the filing parties. On April 30, 2010, T25 sold 4,252 shares of Common Stock, TMF sold 7,580 shares of Common Stock, TCP sold 40,042 shares of Common Stock, TOF sold 8,188 shares of Common Stock and TP sold 29,014 shares of Common Stock.

(3) All sales on April 30, 2010 occurred at a price of \$6.09 per share. On May 3, 2010, T25 sold 4,252 shares of Common Stock, TMF sold 7,580 shares of Common Stock, TCP sold 40,042 shares of Common Stock, TOF sold 8,188 shares of Common Stock and TP sold 29,014 shares of Common Stock. All sales on April 30, 2010 occurred at a price of \$6.06 per share.

(4) Mr. Gendell, TCM, TCO, TM, TOA and TAA directly own 0 shares of Common Stock, TCP directly owns 8,267,857 shares of Common Stock, TMF directly owns 1,565,170 shares of Common Stock, TP directly owns 5,990,658 shares of Common Stock, TOF directly owns 1,855,099 shares of Common Stock, T25 directly owns 877,891 shares of Common Stock and TCP 2 directly owns 1,494,872 shares of Common Stock.

(5) 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.

(6) 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

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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.

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

- (8) 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.

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.