

Part II Organizational Action (continued)

17 List the applicable Internal Revenue Code section(s) and subsection(s) upon which the tax treatment is based ▶ See Attached

Multiple horizontal lines for listing applicable Internal Revenue Code sections and subsections.

18 Can any resulting loss be recognized? ▶ See Attached

Multiple horizontal lines for providing information regarding loss recognition.

19 Provide any other information necessary to implement the adjustment, such as the reportable tax year ▶ N/A

Multiple horizontal lines for providing other necessary information for the adjustment.

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge.

Sign Here

Signature ▶ 

Date ▶ 15 June 2015

Print your name ▶ Phillip Damaska

Title ▶ Executive Vice President & CFO

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
Firm's name ▶			Firm's EIN ▶	
Firm's address ▶			Phone no.	

Exide Technologies
FEIN 23-0552730
Attachment to Form 8937
Report of Organizational Actions Affecting Basis of Securities
Debt Instrument: Senior Secured Notes

Disclaimer: The information contained in Form 8937 and this attachment does not constitute tax advice and does not purport to take into account any shareholder's or note holder's specific circumstances. Shareholders and note holders are urged to consult their own tax advisors regarding U.S. tax consequences of the transaction described herein and the impact to tax basis resulting from the transaction.

Exide Technologies
FEIN 23-0552730
Attachment to Form 8937
Report of Organizational Actions Affecting Basis of Securities
Debt Instrument: Senior Secured Notes Claims

Form 8937, Part II, Line 14

On June 10, 2013, Exide Technologies filed a voluntary petition for relief under Chapter 11 of Title 11 of the United States Code in the United State Bankruptcy Court for the District of Delaware (the “Bankruptcy Court”). On March 27, 2015, the Bankruptcy Court entered an order approving and confirming the Fourth Amended Plan of Reorganization (the “Plan”). On April 30, 2015 (the “Effective Date”), Exide Technologies satisfied the conditions of the Plan and the Plan became effective. Unless otherwise defined, all capitalized terms are defined as used in the Plan.

Under the Plan, each Eligible Holder of Senior Notes received the following:

- A pro rata share of 50% New Exide Common Stock, without giving effect to conversion of the New Second Lien Convertible Notes;
- The right to participate in the Rights Offering on a pro rata basis;
- The right to participate in the DIP Term Loan Refinancing Investment Option (“DIP Investment Option”); and
- A pro rata share of the net proceeds of the GUC Trust assets.

Under the Plan, each holder of a Senior Note who is not an Eligible Holder (“Non-Eligible Holder”) received the following:

- A pro rata share of Alternative Distribution Cash;
- A pro rata share of Senior Notes Alternative Distribution Deferred Payments (“Alternative Deferred Payment”); and
- A pro rata share of the net proceeds of the GUC Trust assets.

Some New Exide Common Stock was issued as fees, and not in exchange for Senior Notes.

Cumulatively defined as the “Transaction.”

For more information regarding the Transaction, please see the Plan, as amended, and the disclosure statement filed with the Bankruptcy Court, available at <http://www.exide.com>.

Form 8937, Part II, Line 15

ELIGIBLE HOLDERS:

As a result of the Transaction, each Eligible Holder exchanged its Senior Notes for New Exide Common Stock and a pro rata share of the GUC Trust. In addition, each Eligible Holder also received the right to

participate in the Rights Offering and the right to participate in the DIP Investment Option (collectively, the "Rights").

To the extent that the Senior Notes constituted "securities" for purposes of the rules providing for tax-free recapitalizations ("Tax Securities"), each Eligible Holder's aggregate tax basis in the New Exide Common Stock will generally equal the Eligible Holder's aggregate tax basis in the Senior Notes that were surrendered in the Transaction, increased by any gain recognized and decreased by boot. Gain will be recognized to the extent of the boot (i.e., the shares in the GUC Trust and the Rights) received in the transaction.

To the extent the Senior Notes did not constitute Tax Securities, each Eligible Holder will recognize gain or loss upon the receipt of New Exide Common Stock, a pro rata share of the GUC Trust, and the Rights in exchange therefor. In that event, the Eligible Holder's tax basis in its Senior Notes will be extinguished and the Eligible Holder's tax basis in the New Exide Common Stock, the pro rata share of the GUC Trust, and the Rights will equal the fair market value thereof.

NON-ELIGIBLE HOLDERS:

As a result of the Transaction, each Non-Eligible Holder surrendered its Senior Notes for cash, and the tax basis in such Senior Notes was extinguished.

Holders of Senior Notes should consult their tax advisors to determine the tax consequences of the Transaction to them.

Form 8937, Part II, Line 16

ELIGIBLE HOLDERS:

To the extent that the Senior Notes constituted Tax Securities, an Eligible Holder's aggregate tax basis in the New Exide Common Stock will generally equal such Eligible Holder's aggregate tax basis in the Senior Notes that were surrendered in the Transaction, increased by any gain recognized and decreased by boot. The aggregate tax basis allocated to the New Exide Common Stock will then be divided by the number of shares of New Exide Common Stock received to determine the tax basis of each share of New Exide Common Stock.

The non-stock consideration that Eligible Holders received (i.e., the shares in the GUC Trust and the Rights) should be treated as boot.

To the extent that the Senior Notes did not constitute Tax Securities, an Eligible Holders' tax basis in each share of New Exide Common Stock received in the Transaction will equal the fair market value thereof.

Based on the issuance of \$279,983,104 of Second Lien Convertible Notes, which represents 80% of the pro forma equity on a fully converted basis, the estimated pro forma aggregate equity value is

$\$349,978,880 = \$279,983,104/80\%$. As such, the aggregate value of the New Exide Common Stock issued as part of the Transaction, including fees to certain DIP Term Note Holders is $\$69,995,776 = \$349,978,880*20\%$. Based on the issuance of 7,999,973 shares of New Exide Common Stock, the Company estimates that on the Effective Date, the value of each share of New Exide Common Stock is $\$8.75 = \$69,995,776/7,999,973\text{shs}$.

NON-ELIGIBLE HOLDERS:

The Senior Notes surrendered by Non-Eligible Holders in the Transaction no longer exist and thus the tax basis in such Senior Notes was extinguished.

Form 8937, Part II, Line 17

Sections 354, 356, 358, 1001 and 1012.

Form 8937, Part II, Line 18

ELIGIBLE HOLDERS:

The Transaction generally should not result in a recognizable loss to Eligible Holders to the extent the Senior Notes constitute Tax Securities. To the extent the Senior Notes are not Tax Securities, the Transaction may result in a recognizable loss to Eligible Holders to the extent an Eligible Holder's tax basis in the Senior Notes exceeds the fair market value of the New Exide Common Stock, and the pro rata share of GUC Trust and the Rights.

NON-ELIGIBLE HOLDERS:

The Transaction resulted in a recognizable loss to Non-Eligible Holders to the extent the tax basis in their Senior Notes exceeded the fair market value of the cash received in exchange therefor.