

Edgar Filing: EXIDE TECHNOLOGIES - Form SC 13D

EXIDE TECHNOLOGIES  
Form SC 13D  
June 29, 2006

SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549  
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SCHEDULE 13D  
(Rule 13d-102)

INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT  
TO RULES 13d-1(b), (c) AND (d) AND AMENDMENTS THERETO FILED  
PURSUANT TO 13d-2(a) \*

EXIDE TECHNOLOGIES  
(Name of Issuer)

Common Stock  
(Title of Class of Securities)

302051206  
(CUSIP Number)

Jeffrey L. Gendell  
55 Railroad Avenue, 3rd Floor  
Greenwich, Connecticut 06830  
(Name, address and telephone number of person authorized to receive  
notices and communications)

June 28, 2006  
(Date of event which requires filing of this statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of ss.ss. 240.13d-1(e), 240.13d-1(f) or 240.13d-1(g), check the following box. [X]

Note: Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See ss. 240.13d-7 for other parties to whom copies are to be sent.

\* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purposes of Section 18 of the Securities Exchange Act of 1934 (the "Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes.)

(Continued on following pages)

(Page 1 of 12 Pages)

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CUSIP No. 302051206 13D Page 2 of 12

1 NAMES OF REPORTING PERSONS. Tontine Capital Partners, L.P.  
 I.R.S. IDENTIFICATION NOS.  
 OF ABOVE PERSON (ENTITIES ONLY)

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP: (a)   
 (b)

3 SEC USE ONLY

4 SOURCE OF FUNDS: WC

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED  
 PURSUANT TO ITEM 2(d) OR 2(e):

6 CITIZENSHIP OR PLACE OF ORGANIZATION: Delaware

7 SOLE VOTING POWER: 0

NUMBER OF  
 SHARES 8 SHARED VOTING POWER: 632,200  
 BENEFICIALLY  
 OWNED BY  
 EACH 9 SOLE DISPOSITIVE POWER: 0  
 REPORTING  
 PERSON WITH 10 SHARED DISPOSITIVE POWER: 632,200

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY REPORTING PERSON: 632,200

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES:

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11): 2.58%

14 TYPE OF REPORTING PERSON: PN

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1 NAMES OF REPORTING PERSONS. Tontine Capital Management, L.L.C.  
 I.R.S. IDENTIFICATION NOS.

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OF ABOVE PERSON (ENTITIES ONLY)

---

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP: (a)  (b)

---

3 SEC USE ONLY

---

4 SOURCE OF FUNDS: WC

---

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR 2(e):

---

6 CITIZENSHIP OR PLACE OF ORGANIZATION: Delaware

---

7 SOLE VOTING POWER: 0

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH

8 SHARED VOTING POWER: 632,200

9 SOLE DISPOSITIVE POWER: 0

10 SHARED DISPOSITIVE POWER: 632,200

---

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY REPORTING PERSON: 632,200

---

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES:

---

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11): 2.58%

---

14 TYPE OF REPORTING PERSON: OO

---

3

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1 NAMES OF REPORTING PERSONS. I.R.S. IDENTIFICATION NOS. OF ABOVE PERSON (ENTITIES ONLY) Tontine Partners, L.P.

---

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP: (a)  (b)

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3 SEC USE ONLY

---

4 SOURCE OF FUNDS: WC

---

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED  
PURSUANT TO ITEM 2(d) OR 2(e):

---

6 CITIZENSHIP OR PLACE OF ORGANIZATION: Delaware

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	7	SOLE VOTING POWER:	0
NUMBER OF	8	SHARED VOTING POWER:	564,576
SHARES			
BENEFICIALLY	9	SOLE DISPOSITIVE POWER:	0
OWNED BY			
EACH	10	SHARED DISPOSITIVE POWER:	564,576
REPORTING			
PERSON WITH			

---

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY REPORTING PERSON: 564,576

---

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES:

---

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11): 2.30%

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14 TYPE OF REPORTING PERSON: PN

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1 NAMES OF REPORTING PERSONS. Tontine Management, L.L.C.  
I.R.S. IDENTIFICATION NOS.  
OF ABOVE PERSON (ENTITIES ONLY)

---

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP: (a)   
(b)

---

3 SEC USE ONLY

---

4 SOURCE OF FUNDS: WC

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5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED  
PURSUANT TO ITEM 2(d) OR 2(e): [ ]

---

6 CITIZENSHIP OR PLACE OF ORGANIZATION: Delaware

---

7 SOLE VOTING POWER: 0

NUMBER OF  
SHARES

8 SHARED VOTING POWER: 564,576

BENEFICIALLY  
OWNED BY

EACH

9 SOLE DISPOSITIVE POWER: 0

REPORTING  
PERSON WITH

10 SHARED DISPOSITIVE POWER: 564,576

---

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY REPORTING PERSON: 564,576

---

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES: [ ]

---

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11): 2.30%

---

14 TYPE OF REPORTING PERSON: OO

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5

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1 NAMES OF REPORTING PERSONS. Tontine Overseas Associates, L.L.C.  
I.R.S. IDENTIFICATION NOS.  
OF ABOVE PERSON (ENTITIES ONLY)

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2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP: (a) [X]  
(b) [ ]

---

3 SEC USE ONLY

---

4 SOURCE OF FUNDS: WC

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5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED  
PURSUANT TO ITEM 2(d) OR 2(e): [ ]

---

6 CITIZENSHIP OR PLACE OF ORGANIZATION: Delaware

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accounts; and

- (vi) Jeffrey L. Gendell ("Mr. Gendell"), with respect to the shares of Common Stock owned directly by TCP, TP, TOF and the separately managed accounts.

The foregoing persons are hereinafter sometimes collectively referred to as the "Reporting Persons." Any disclosures herein with respect to persons other than the Reporting Persons are made on information and belief after making inquiry to the appropriate party.

(b) The address of the principal business and principal office of each of Reporting Person is 55 Railroad Avenue, 3rd Floor, Greenwich, Connecticut 06830.

(c) The principal business of each of TCP and TP is serving as a private investment limited partnership. The principal business of TCM is serving as the general partner of TCP. The principal business of TM is serving as the general partner of TP. The principal business of TOA is that of an investment advisor engaging in the purchase and sale of securities on behalf of its clients. Mr. Gendell serves as the managing member of TCM, TM and TOA.

(d) None of the Reporting Persons, has during the last five years been convicted in a criminal proceeding (excluding traffic violations or similar misdemeanors).

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(e) None of the Reporting Persons has, during the last five years, been a party to a civil proceeding of a judicial or administrative body of competent jurisdiction and, as a result of such proceeding, was, or is subject to, a judgment, decree or final order enjoining future violations of, or prohibiting or mandating activities subject to, federal or state securities laws or finding any violation with respect to such laws.

(f) TCP is a limited partnership organized under the laws of the State of Delaware. TCM is a limited liability company organized under the laws of the State of Delaware. TP is a limited partnership organized under the laws of the State of Delaware. TM is a limited liability company organized under the laws of the State of Delaware. TOA is a limited liability company organized under the laws of the State of Delaware. Mr. Gendell is a United States citizen.

ITEM 3. SOURCE AND AMOUNT OF FUNDS OR OTHER CONSIDERATION.

The Reporting Persons have not acquired any additional shares of Common Stock since their last reported acquisitions.

ITEM 4. PURPOSE OF TRANSACTION.

The Reporting Persons acquired the shares of Common Stock for investment purposes. The Reporting Persons may acquire additional securities of the Company or dispose of securities of the Company at any time and from time to time in the open market or otherwise. Pursuant to the Standby Purchase Agreement (as defined below), if the rights offering contemplated therein is consummated, the Reporting Persons will have the right to have two designees appointed to the



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proceeds from the sale of, the shares. Mr. Gendell is the Managing Member of TCM and TM and in that capacity directs each of their operations. Each of the clients of TOA has the power to direct the receipt of dividends from or the proceeds of the sale of such shares.

ITEM 6. CONTRACTS, ARRANGEMENTS, UNDERSTANDINGS OR RELATIONSHIPS WITH RESPECT TO SECURITIES OF THE ISSUER.

As provided under the standby purchase agreement (the "Standby Purchase Agreement") entered into by and among TCP, Legg Mason Investment Trust, Inc. ("Legg Mason"), Arklow Capital Management, LLC (collectively, with certain affiliates of TCP, "Holders") and the Company, dated as of June 28, 2006, the Holders will participate in a rights offering where by the Company's stockholders will receive rights to purchase shares of Common Stock (the "Rights Offering"). To the extent that shares are not purchased by the Company's stockholders under the Rights Offering (the "Unsubscribed Shares"), the Holders agree to purchase from the Company any and all Unsubscribed Shares, in percentages as determined under the Standby Purchase Agreement. TCP and Legg Mason will also purchase additional shares of Common Stock from the Company for an aggregate price of \$50 million at the Rights Offering subscription price per share. If the closing of the Rights Offering does not occur, TCP and Legg Mason shall have the option to purchase shares of Common Stock from the Company.

Pursuant to the Standby Purchase Agreement, and upon its closing, the Holders will enter into a Registration Rights Agreement with the Company (the "Registration Rights Agreement"). The registration rights granted under the Registration Rights Agreement terminate with respect to any Holder when such Holder ceases to own any Registrable Securities (as defined in the Registration Rights Agreement). The foregoing summary of the Standby Purchase Agreement and the Registration Rights Agreement does not purport to be complete and is qualified in its entirety by reference to Exhibit 1, which is incorporated by reference herein.

ITEM 7. MATERIAL TO BE FILED AS EXHIBITS.

1. Standby Purchase Agreement, dated June 28, 2006, by and among Tontine Capital Partners, L.P., Legg Mason Investment Trust, Inc., Arklow Capital Management, LLC and the Company, including as Annex B thereto, the Form of Registration Rights Agreement to be entered into by and among Tontine Capital Partners, L.P., Legg Mason Investment Trust, Inc., Arklow Capital Management, LLC and the Company (incorporated by reference to Exhibit 10.1 to the Company's Current Report on Form 8-K filed June 29, 2006).

SIGNATURES

After due inquiry and to the best of our knowledge and belief, the undersigned certify that the information set forth in this statement is true, complete and correct.

DATED: June 29, 2006

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/s/ Jeffrey L. Gendell

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Jeffrey L. Gendell, individually, and as  
managing member of  
Tontine Capital  
Management, L.L.C.,  
general partner of Tontine Capital  
Partners, L.P., and as managing member of  
Tontine Management, L.L.C.,  
general partner of Tontine Partners, L.P.,  
and as managing member of Tontine  
Overseas Associates, L.L.C.

EXHIBIT INDEX

Exhibit Number	Description
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Exhibit 1	Standby Purchase Agreement, dated June 28, 2006, by and among Tontine Capital Partners, L.P., Legg Mason Investment Trust, Inc., Arklow Capital Management, LLC and the Company, including as Annex B thereto, the Form of Registration Rights Agreement to be entered into by and among Tontine Capital Partners, L.P., Legg Mason Investment Trust, Inc., Arklow Capital Management, LLC and the Company (incorporated by reference to Exhibit 10.1 to the Company's Current Report on Form 8-K filed June 29, 2006).