MEMORANDUM OF UNDERSTANDING

Exide Technologies ("Exide") and the California Environmental Protection Agency, Department of Toxic Substances Control (the "Department") (collectively referred to as the Parties") agree to, and approve, the submittal forthwith of the attached final Stipulation and Order to the Bankruptcy Court for the District of Delaware. The Parties understand that Exide must obtain approval by the Bankruptcy Court to enter into the Stipulation and Order. Upon approval by the Bankruptcy Court, Exide will execute the document and thereafter, the Department. Upon execution by the Parties, the Stipulation and Order will become effective by its terms and the Parties hereby waive the provisions of paragraph 57 of the Stipulation and Order that require the Approval Order to be a Final Order (as defined in the Stipulation and Order).

AGREED TO AND APPROVED:

Dated: November __, 2014

Department of Toxic Substances Control

By:_____
Miriam Barcellona Ingenito, Acting Director

Dated: November 6, 2014

Exide Technologies

By:_____
Robert M. Caruso, President & CEO