

ORIGINAL

IN THE UNITED STATES BANKRUPTCY COURT

FOR THE DISTRICT OF DELAWARE

In re:) Chapter 11
)
EXIDE TECHNOLOGIES, et al.,¹) Case No. 02-11125 ()
) (Jointly Administered)
Debtors.)

**ORDER AUTHORIZING THE DEBTORS
TO HONOR PREPETITION OBLIGATIONS TO CUSTOMERS
AND TO OTHERWISE CONTINUE CUSTOMER PROGRAMS
AND PRACTICES IN THE ORDINARY COURSE OF BUSINESS**

Upon the motion of the debtors and debtors in possession in the above captioned Chapter 11 Cases (collectively, the "Debtors") seeking entry of an order authorizing the debtors to honor certain prepetition obligations to customers and to otherwise continue customer programs and practices in the ordinary course of business (the "Motion")²; and it appearing that the relief requested is essential to the continued operation of the Debtors' businesses and in the best interest of the Debtors' estates and creditors; and it appearing that this Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334; and it appearing that this Motion is a core proceeding pursuant to 28 U.S.C. § 157(b)(2); and it appearing that venue of this proceeding and the Motion in this district is proper under 28 U.S.C. §§ 1408 and 1409; and adequate notice of the Motion having been given; and it appearing that no other notice need be given; and after due deliberation and sufficient cause appearing therefor, it is hereby

~~ORDERED, that the Motion is granted; and it is further~~

¹ The Debtors in these proceedings are: Exide Technologies (f/k/a Exide Corporation; Exide Delaware, L.L.C.; Exide Illinois, Inc. and RBD Liquidation, L.L.C.

² Capitalized terms used but not defined herein shall have the meaning given in the Motion.

ORDERED, that the Debtors, in their business judgment, are authorized, but not directed, to perform such of their prepetition obligations in regard to the Customer Programs, including, without limitation, the GNB Customer Rebate Programs, the GNB Dealer Incentive Programs, the GNB Warranty Program, the Transportation Customer Rebate Programs, the Transportation Standardization Program and the Transportation Warranty Program, in accordance with the Debtors' normal prepetition procedures as they deem appropriate; and it is further

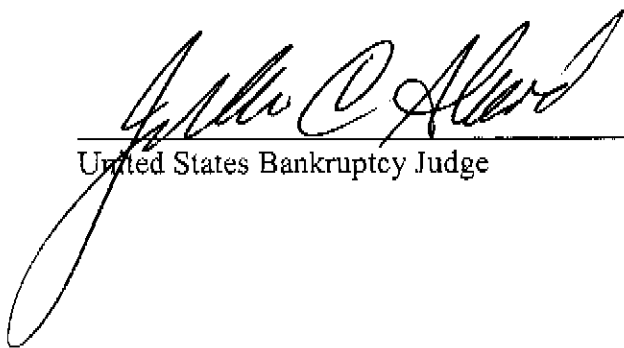
ORDERED, that the Debtors, in their business judgment, are authorized, but not directed, to continue, renew, replace, implement new, and/or terminate such of the Customer Programs as they deem appropriate, in the ordinary of business, without further application to the Court; and it is further

ORDERED, that any payment or transfer made, or service rendered, by the Debtors pursuant to this Order is not, and shall not be deemed, an admission as to the validity of the underlying obligation, a waiver of any rights the Debtors may subsequently have to dispute such obligation or an approval or assumption of any agreement, contract or lease under section 365 of the Bankruptcy Code; and it is further

ORDERED, that this Court shall retain jurisdiction with respect to all matters arising from or related to the implementation of this Order; and it is further

ORDERED, that, notwithstanding the possible applicability of FED. R. BANKR.
P. 6004(g), 7062, 9014, or otherwise, the terms and conditions of this order shall be immediately
effective and enforceable upon its entry.

Dated: April 18, 2002



United States Bankruptcy Judge

Approved for UST
MS
Mark S. Kinney