

IN THE UNITED STATES BANKRUPTCY COURT

FOR THE DISTRICT OF DELAWARE

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

**ORDER APPROVING FIRST INTERIM FEE APPLICATION
OF SKADDEN, ARPS, SLATE, MEAGHER & FLOM
LLP & AFFILIATES FOR COMPENSATION FOR SERVICES
RENDERED AND REIMBURSEMENT OF EXPENSES AS
COUNSEL TO THE DEBTORS FOR THE PERIOD
FROM MARCH 19, 2003 THROUGH JUNE 30, 2003**

This Court having entered that Order
Establishing Procedures for Interim Compensation and
Reimbursement of Expenses of Professionals And Committee
Members Pursuant to 11 U.S.C. §§ 105(a) and 331 (Docket
No. 219) (the "Interim Compensation Order"); and having
authorized the employment of Skadden, Arps, Slate,
Meagher & Flom LLP Aand its affiliates (the
"Professional") as special litigation counsel in the
cases of the above-captioned debtors and debtors-in-
possession (collectively, the "Debtors"); the First
Interim Fee Application of Skadden, Arps, Slate, Meagher

& Flom LLP and Affiliates for the Period from March 19, 2003 through and including June 30, 2003 (the "Application") and a Notice of Filing in respect of the Application and the hearing thereon having been filed and served pursuant to the Interim Compensation Order and no other or further notice being necessary; the Court having determined that granting the relief requested therein is in the best interests of the Debtors, their estates, and creditors; it appearing that no party-in-interest has filed any objections to the allowance of the amounts set forth in the Application or that any such objection has been resolved or is hereby overruled; and good and sufficient cause appearing therefore, it is hereby

ORDERED, ADJUDGED AND DECREED THAT:

1. The fees and expenses requested in the Application are hereby allowed as requested in the Application, subject to the filing of a final fee application.

2. The Debtors are hereby authorized and directed

to promptly pay the Professional the difference, if any, between the allowed amount of fees and expenses approved by this Order and the actual interim payments received by the Professional.

3. This Order is without prejudice to the right of the Professional to seek further allowance and payment of compensation and reimbursement of expenses upon application to this Court in accordance with the Interim Compensation Order.

Dated: Wilmington, Delaware
_____, 2003

Honorable Kevin J. Carey
United States Bankruptcy Judge