

EXIDE TECHNOLOGIES
Form 4
February 20, 2008

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
OLeary Edward J

(Last) (First) (Middle)

13000 DEERFIELD
PARKWAY, BUILDING 200

(Street)

ALPHARETTA, GA 30004

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
EXIDE TECHNOLOGIES [XIDE]

3. Date of Earliest Transaction
(Month/Day/Year)
02/18/2008

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

___ Director ___ 10% Owner
X Officer (give title below) ___ Other (specify below)

Chief Operating Officer

6. Individual or Joint/Group Filing(Check Applicable Line)
X Form filed by One Reporting Person
___ Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Ownership Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | | (A) or (D) | Code V Amount (D) Price | | |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474
(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security | 2. Conversion or Exercise | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any | 4. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Underlying Security (Instr. 3 and 4) |
|---------------------------------|---------------------------|--------------------------------------|-----------------------------------|--------------------------------|---|--|---|
|---------------------------------|---------------------------|--------------------------------------|-----------------------------------|--------------------------------|---|--|---|

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| (Instr. 3) | Price of Derivative Security | (Month/Day/Year) | (A) or Disposed of (D) | | Date Exercisable | Expiration Date | Title |
|------------------------------|------------------------------|------------------|------------------------|---|------------------|------------------|-------------------------------|
| | | | (Instr. 3, 4, and 5) | | | | |
| | | | Code | V | (A) | (D) | |
| Stock Options (Right to Buy) | \$ 4.88 | 02/18/2008 | <u>D(1)(2)(3)</u> | | | 30,000 | <u>(1)(2)(3)</u> Common Stock |
| Stock Options (Right to Buy) | \$ 5.09 | 02/18/2008 | <u>A(1)(2)(3)</u> | | 30,000 | <u>(1)(2)(3)</u> | Common Stock |
| Stock Options (Right to Buy) | \$ 3.64 | 02/18/2008 | <u>D(1)(2)(3)</u> | | | 67,500 | <u>(1)(2)(3)</u> Common Stock |
| Stock Options (Right to Buy) | \$ 3.66 | 02/18/2008 | <u>A(1)(2)(3)</u> | | 67,500 | <u>(1)(2)(3)</u> | Common Stock |
| Stock Options (Right to Buy) | \$ 7.559 | 02/18/2008 | <u>D(1)(2)(3)</u> | | | 32,490 | <u>(1)(2)(3)</u> Common Stock |
| Stock Options (Right to Buy) | \$ 8.84 | 02/18/2008 | <u>A(1)(2)(3)</u> | | 32,490 | <u>(1)(2)(3)</u> | Common Stock |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|-------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| OLeary Edward J 13000 DEERFIELD PARKWAY BUILDING 200 ALPHARETTA, GA 30004 | | | Chief Operating Officer | |

Signatures

Brad S. Kalter as attorney-in-fact for Edward J.
 O'Leary 02/20/2008

__Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

- (1) For Section 16 purposes only, the increases in option exercise prices are deemed to be a cancellation of the old options and the grant of replacement options. The other terms of the outstanding options (including the vesting of the options) remain unchanged.

On February 18, 2008, the Reporting Person entered into an agreement with the Registrant to amend the exercise prices of certain eligible stock options. The exercise prices of these eligible options were based on a formula set forth in the Registrant's outstanding warrant agreement, which provides for an exercise price per share equal to the 10-day trailing average closing price per share of the Registrant's common stock prior to the date of grant. As a result, the exercise prices for these eligible options were less than the closing sale price per share of the Registrant's common stock on the dates of grant. Pursuant to the amendment agreement, the exercise price per share of each of the eligible options will increase to the closing sale price per share of the Registrant's common stock on the date of grant of that eligible option.

- (2) common stock prior to the date of grant. As a result, the exercise prices for these eligible options were less than the closing sale price per share of the Registrant's common stock on the dates of grant. Pursuant to the amendment agreement, the exercise price per share of each of the eligible options will increase to the closing sale price per share of the Registrant's common stock on the date of grant of that eligible option.
- (3) See the Registrant's Current Report on Form 8-K filed with the Securities and Exchange Commission on February 20, 2008 for additional information.

The amount shown in Column 9 reflects the number of Common Shares that may be acquired on exercise of Employee Stock Options

- (4) granted to the Reporting Person on June 6, 2005, September 21, 2006 and March 21, 2007 pursuant to the 2004 Stock Incentive Plan and does not include shares that may be acquired upon exercise of outstanding Employee Stock Options previously reported.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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