

Please mark your votes as indicated in this example



The Board of Directors of C&D Technologies, Inc. recommends a vote FOR the nominees for directors set forth in Proposal 1 and FOR Proposal 2.

1. Election of Directors:
Nominees:

FOR all nominees listed below	WITHHOLD AUTHORITY to vote for all nominees listed below	*EXCEPTIONS: FOR all nominees except those listed below
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- 01 Kevin P. Dowd
- 02 Pamela L. Davies
- 03 Jeffrey A. Graves
- 04 William Harral III
- 05 Robert I. Harries
- 06 George MacKenzie
- 07 Stanley W. Silverman
- 08 Ellen C. Wolf

2. Ratification of the appointment of PricewaterhouseCoopers LLP as the independent registered public accounting firm for the fiscal year ending January 31, 2010.

FOR	AGAINST	ABSTAIN
<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

3. In their discretion, the proxies are authorized to vote upon any other business that may properly come before the meeting and any adjournment of the meeting.

Please sign exactly as your name appears below and fill in date.

*EXCEPTIONS: _____

INSTRUCTIONS: To withhold authority for any nominee, write the name of the nominee(s) in the space provided.

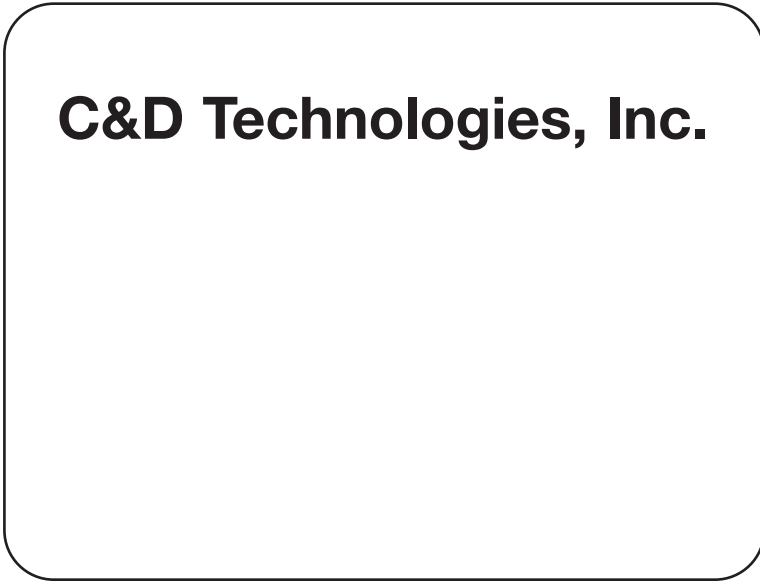


Mark Here for Address
Change or Comments
SEE REVERSE

Signature _____ **Signature** _____ **Date** _____

Please sign exactly as your name appears on this proxy and fill in the date. If you are signing in a representative capacity (for example, as attorney, executor, administrator, guardian, trustee, or the officer or agent of a company), you should indicate your name and title or capacity. If you hold the stock in custody for a minor (for example, under the Uniform Transfers to Minors Act), you should sign as custodian, not the minor. If you hold the stock in joint ownership with another person or persons, one owner may sign on behalf of all the owners

▲ FOLD AND DETACH HERE ▲



***Important Notice Regarding Internet Availability of Proxy Materials for the Annual Meeting:**
The Notice and Proxy Statement and Annual Report are available at www.cdtechno.com/proxymaterials/

**PROXY
C&D TECHNOLOGIES, INC.**

1400 Union Meeting Road, Blue Bell, Pennsylvania 19422-0858

Solicited by the Board of Directors for the Annual Meeting of Stockholders

To Be Held at the Corporate Offices of C&D Technologies, Inc.

Thursday, June 11, 2009

The undersigned hereby appoints Ian J. Harvie and James D. Dee, or either of them, with the power of substitution, as proxies and hereby authorizes them to represent and to vote, as designated on the other side, all shares of Common Stock of C&D Technologies, Inc. held of record by the undersigned at the close of business on April 23, 2009, at the Annual Meeting of Stockholders to be held on Thursday, June 11, 2009, and at any adjournment of that meeting.

WHEN PROPERLY EXECUTED, THIS PROXY WILL BE VOTED AS DIRECTED. IF NO DIRECTION IS GIVEN THIS PROXY WILL BE VOTED FOR THE NOMINEES FOR DIRECTORS SET FORTH IN PROPOSAL 1 AND FOR PROPOSAL 2.

(Continued and to be signed on the other side)

Address Change/Comments (Mark the corresponding box on the reverse side)

BNY MELLON SHAREOWNER SERVICES
P.O. BOX 3550
SOUTH HACKENSACK, NJ 07606-9250

▲ FOLD AND DETACH HERE ▲

You can now access your BNY Mellon Shareowner Services account online.

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- View book-entry information
- View payment history for dividends
- Make address changes
- Obtain a duplicate 1099 tax form
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