SEC Form 3

FORM 3

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

## INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

OMB APPROVAL

OMB Number: 3235-0104 Estimated average burden hours per response: 0.5

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

|   |  |          | 01 3600   | 011 30(11) 01 | the investment company Act of 19   | 940   |                       |  |                               |   |
|---|--|----------|---|---------------|--|---|-----------------------|--|-------------------------------|---|
| 1. Name and Address of Reporting Person*<br><u>MSDW CAPITAL PARTNERS IV</u><br><u>INC</u> |  | IV R     | 2. Date of Event<br>Requiring Statement<br>(Month/Day/Year)<br>07/26/2004                             |               | 3. Issuer Name <b>and</b> Ticker or Trading Symbol<br>EnerSys [ ENS ]        |   |                       |  |                               |   |
| ,   | -4) (4.6-1-11-)                                  |          |   |               | 4. Relationship of Reporting Perso<br>(Check all applicable)                 | on(s) to Issue                                    | er                    |  | Amendment, Da<br>th/Day/Year) | ate of Original Filed                                       |
| (Last) (First) (First) (Last)   |  |          |   |               | Director X<br>Officer (give title  | 10% Owne<br>Other (spe                            |                       | 6. Ind   | lividual or Joint             | /Group Filing (Check  |
| (Street)<br>NEW YORK NY   | 10036  |          |   |               | below)   | below)  |                       |  | cable Line)<br>Form filed b   | y One Reporting Person<br>y More than One                   |
| (City) (Sta   | te) (Zip)  |          |   |               |  |   |                       |  |                               |   |
|   |  | Та       | able I - Non  | -Derivat      | ive Securities Beneficiall   | ly Owned  |                       |  |                               |   |
| 1. Title of Security (Instr. 4)   |  |          | Beneficially Owned (Instr. 4) Form: D<br>or Indire  |               | 3. Ownersh<br>Form: Direc<br>or Indirect<br>(Instr. 5)                       | ect (D)   (Instr.                                 |                       | ature of Indirect Beneficial Ownership<br>tr. 5) |                               |   |
| Common Stock, pa  | r value \$0.01 per sha                           | re       |   |               | 25,630,697   | I <sup>(1)</sup>                                  | r                     | Throu  | ıgh partnersh                 | ips <sup>(2)</sup>  |
|   |  | (e.g     |   |               | e Securities Beneficially<br>nts, options, convertible                       |   | s)                    |  |                               |   |
|   |  |          | 2. Date Exercisable ar<br>Expiration Date<br>(Month/Day/Year)<br>Date<br>Exercisable Expirati<br>Date |               | 3. Title and Amount of Securities  Underlying Derivative Security (Instr. 4) |   | 4.<br>Conve<br>or Exe | cise   | 5.<br>Ownership<br>Form:      | 6. Nature of Indirect<br>Beneficial Ownership<br>(Instr. 5) |
|   |  |          |   |               | n Title  | Amount Deriva<br>or Securi<br>Number<br>of Shares |                       | tive or Indirect                                 |                               |   |
| 1. Name and Address   |  |          | ,   | 1             |  |   |                       | ,  |                               | ·   |
| MSDW CAPIT  | AL PARTNERS                                      | IV INC   |   |               |  |   |                       |  |                               |   |
| (Last)<br>1585 BROADWA  | (First)<br>Y                                     | (Middle) |   |               |  |   |                       |  |                               |   |
| (Street)<br>NEW YORK  | NY   | 10036    |   |               |  |   |                       |  |                               |   |
| (City)  | (State)  | (Zip)    |   |               |  |   |                       |  |                               |   |
| 1. Name and Address<br>MSDW IV 892  | of Reporting Person <sup>*</sup>                 | <u>P</u> |   |               |  |   |                       |  |                               |   |
| (Last)<br>1585 BROADWA  | (First)<br>Y                                     | (Middle) |   |               |  |   |                       |  |                               |   |
| (Street)<br>NEW YORK  | NY   | 10036    |   |               |  |   |                       |  |                               |   |
| (City)  | (State)  | (Zip)    |   |               |  |   |                       |  |                               |   |
| 1. Name and Address<br>MSDW CAPIT   | of Reporting Person <sup>*</sup><br>CAL PARTNERS | IV LLC   | 2   |               |  |   |                       |  |                               |   |
| (Last)<br>1585 BROADWA  | (First)<br>Y                                     | (Middle) |   |               |  |   |                       |  |                               |   |
| (Street)<br>NEW YORK  | NY   | 10036    |   |               |  |   |                       |  |                               |   |
| (City)  | (State)  | (Zip)    |   |               |  |   |                       |  |                               |   |
|   |  |          |   | 1             |  |   |                       |  |                               |   |

| 1. Name and Address      |                                  |               |
|--------------------------|----------------------------------|---------------|
|                          | ANLEY DEAN V                     | VITTER        |
| CAPITAL PAR              | <u>TNERS IV L P</u>              |               |
|                          |                                  |               |
| (Last)                   | (First)                          | (Middle)      |
| 1585 BROADWA             | Y                                |               |
|                          |                                  |               |
| (Street)                 | NIXZ                             | 10020         |
| NEW YORK                 | NY                               | 10036         |
|                          |                                  |               |
| (City)                   | (State)                          | (Zip)         |
| 1. Name and Address      | of Reporting Person <sup>*</sup> |               |
| MORGAN ST                | <u>ANLEY DEAN V</u>              | <u>VITTER</u> |
| CAPITAL INV              | ESTORS IV L P                    |               |
|                          |                                  |               |
| F                        |                                  |               |
| (Last)                   | (First)                          | (Middle)      |
| (Last)<br>1585 BROADWA   | . ,                              | (Middle)      |
| 1585 BROADWA             | . ,                              | (Middle)      |
| 1585 BROADWA<br>(Street) | Ŷ                                |               |
| 1585 BROADWA             | . ,                              | (Middle)      |
| 1585 BROADWA<br>(Street) | Ŷ                                |               |

## Explanation of Responses:

1. Except for Morgan Stanley Dean Witter Capital Partners IV, L.P., MSDW IV 892 Investors, L.P., and Morgan Stanley Dean Witter Capital Investors IV, L.P., which hold the common stock directly. Includes 23,038,061 shares held directly by Morgan Stanley Dean Witter Capital Partners IV, L.P., 1,963,017 shares held directly by MSDW IV 892 Investors, L.P., and 629,619 shares held directly by Morgan Stanley Dean Witter Capital Partners IV, L.P., 1,963,017 shares held directly by MSDW IV 892 Investors, L.P., and 629,619 shares held directly by Morgan Stanley Dean Witter Capital Investors IV, L.P. MSDW Capital Partners IV, LLC is the general partner of such funds. MSDW Capital Partners IV, Inc. is the member of the general partner.

2. MSDW Capital Partners IV, Inc. and MSDW Capital Partners IV, LLC have no direct pecuniary interest in securities in Table I(2). Such persons may be deemed to beneficially own an indirect pecuniary interest in securities in Table I(2). Such persons disclaim beneficial ownership therein except to the extent ultimately realized.

<u>/s/ Kenneth F. Clifford,</u> <u>Managing Director, on behalf</u> <u>of MSDW Capital Partners IV,</u> <u>07/27/2004</u> <u>Inc.</u>

\*\* Signature of Reporting Person Date

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

\* If the form is filed by more than one reporting person, see Instruction 5 (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).

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.

## Joint Filer Information

Each of the following joint filers has designated MSDW Capital Partners IV, Inc. as the "Designated Filer" for purposes of Item 1 of the attached Form 3:

- Morgan Stanley Dean Witter Capital Partners IV, L.P. 1585 Broadway New York, New York 10036
- Morgan Stanley Dean Witter Capital Investors IV, L.P. 1585 Broadway New York, New York 10036
- MSDW IV 892 Investors, L.P.
  1585 Broadway
  New York, New York 10036
- MSDW Capital Partners IV, LLC
  1585 Broadway
  New York, New York 10036

Issuer & Ticker Symbol: EnerSys (ENS)

Date of Event Requiring Statement: 07/26/2004

## Signature: /s/ Kenneth F. Clifford

By: Kenneth F. Clifford, as Managing Director, on behalf of MSDW Capital Partners IV, Inc., member of MSDW Capital Partners IV, LLC, the general partner for MSDW IV 892 Investors, L.P., Morgan Stanley Dean Witter Capital Investors IV, L.P. and Morgan Stanley Dean Witter Capital Partners IV, L.P.