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Counsel for the Cross-Holder Ad Hoc Group

**UNITED STATES BANKRUPTCY COURT
DISTRICT OF NEW JERSEY**

In re:

MULTI-COLOR CORPORATION, *et al.*,

Debtors.¹

Chapter 11
Case No.: 26-10910 (MBK)
Judge: Michael B. Kaplan

**NOTICE OF MOTION OF CROSS-HOLDER AD HOC GROUP’S EMERGENCY
MOTION FOR AN ORDER DESIGNATING THE SECURED GROUP’S AND
CD&R’S CLASS 5 VOTES PURSUANT TO 11 U.S.C. § 1126(e)**

PLEASE TAKE NOTICE that a hearing on the *Cross-Holder Ad Hoc Group’s
Emergency Motion for an Order Designating the Secured Group’s and CD&R’s Class 5 Votes*

¹ The last four digits of Debtor Multi-Color Corporation’s tax identification number are 5853. A complete list of each of the Debtors in these chapter 11 cases may be obtained on the website of the Debtors’ claims and noticing agent at <https://veritaglobal.net/MCC>. The location of the Debtors’ service address for purposes of these chapter 11 cases is: 3284 Northside Parkway NW, Suite 400, Atlanta, Georgia 30327.



Pursuant to 11 U.S.C. § 1126(e) (the “Motion”) will be held on the date set by the Court pursuant to an Order Shortening Time (the “OST”) and Application, as defined below, to be submitted (the “Hearing”) before the Honorable Judge Michael B. Kaplan, Clarkson S. Fisher United States Courthouse, 402 East State Street, Second Floor, Courtroom 8, Trenton, NJ 08608.

PLEASE TAKE FURTHER NOTICE that contemporaneously with the filing of the Motion, the Cross-Holder Group filed an Application for Order Shortening Time and Certain Other Relief (the “Application”) requesting that the Court hear the Motion on or before March 31, 2026.

PLEASE TAKE FURTHER NOTICE that the Motion sets forth the relevant factual bases upon which the relief requested should be granted. A proposed Order granting the relief requested in the Motion is also submitted herewith.

PLEASE TAKE FURTHER NOTICE that objections or responses, if any, to the relief requested in the Motion shall: (a) be in writing; (b) state with particularity the basis of the objection; and (c) be filed with the Clerk of the United States Bankruptcy Court electronically the date and time set forth in the OST, by: (i) counsel to the Cross-Holder Group, (A) Jones Day, 555 South Flower Street, Fiftieth Floor Los Angeles, California 90071, Attn.: Bruce Bennett (bbennett@jonesday.com), (B) Jones Day, 250 Vesey Street New York, New York 10281, Attn.: Benjamin Rosenblum (brosenblum@jonesday.com), and (C) Wollmuth Maher & Deutsch LLP, 500 Fifth Avenue, New York, New York 10110, Attn.: Paul R. DeFilippo (pdefilippo@wmd-law.com); (ii) counsel to the Debtors; (iii) the Office of the United States Trustee for the District of New Jersey, One Newark Center, Suite 2100, Newark, New Jersey 07102; and (iv) the other parties in interest on the list maintained by the Debtors’ proposed noticing agent, available at <https://veritaglobal.net/mcc/document/noticelist/1>.

PLEASE TAKE FURTHER NOTICE that only those responses or objections that are timely filed, served, and received will be considered at the Hearing. Failure to file a timely objection may result in entry of a final order granting the Motion as requested by the Cross-Holder Group.

PLEASE TAKE FURTHER NOTICE that, unless an objection is timely filed and served, the Motion will be deemed uncontested in accordance with D.N.J. LBR 9013-3(d) and the relief may be granted without a hearing.

Dated: March 24, 2026

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**UNITED STATES BANKRUPTCY COURT
DISTRICT OF NEW JERSEY**

In re:

MULTI-COLOR CORPORATION, *et al.*,

Debtors.¹

Chapter 11

Case No.: 26-10910 (MBK)

Judge: Michael B. Kaplan

**CROSS-HOLDER AD HOC GROUP'S EMERGENCY MOTION
FOR AN ORDER DESIGNATING THE SECURED GROUP'S AND
CD&R'S CLASS 5 VOTES PURSUANT TO 11 U.S.C. § 1126(e)**

¹ The last four digits of Debtor Multi-Color Corporation's tax identification number are 5853. A complete list of each of the Debtors in these chapter 11 cases may be obtained on the website of the Debtors' claims and noticing agent at <https://veritaglobal.net/MCC>. The location of the Debtors' service address for purposes of these chapter 11 cases is: 3284 Northside Parkway NW, Suite 400, Atlanta, Georgia 30327.

The Cross-Holder Group, by and through its undersigned counsel, hereby files this Motion for entry of an order designating the Class 5 votes cast by the Secured Group and CD&R (the “Motion”) with respect to the Joint Prepackaged Plan of Reorganization of Multi-Color Corporation (“MCC” or the “Company”) and its Affiliated Debtors [Dkt. No. 17] (the “Plan”). In support of this Motion, the Cross-Holder Group respectfully states as follows:

JURISDICTION

1. This Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334. This is a core proceeding pursuant to 28 U.S.C. § 157(b).

2. The Cross-Holder Group maintains that venue is improper in this district for the reasons set forth in its *Motion to Dismiss or, in the Alternative, Transfer the Chapter 11 Cases* (Dkt. 71) (the “Venue Motion”) and reserves all rights to appeal this Court’s decision [Dkt. No. 458] (the “Venue Order”) denying the Venue Motion. Notwithstanding the foregoing, and without waiving any of the Cross-Holder Group’s rights to appeal the Venue Order, pursuant to the Venue Order venue is proper in this district for purposes of this Motion under 28 U.S.C. § 1409(a) because it is a proceeding arising under, arising in or related to the Chapter 11 Cases in the district court where such cases are pending.

3. The statutory predicate for the relief requested herein is section 1126(e) of the Bankruptcy Code.

FACTUAL BACKGROUND²

4. The Cross-Holder Group hereby incorporates by reference the *Cross-Holder Group’s Objection to Confirmation of the Joint Prepackaged Plan of Reorganization* [Dkt. No.

² The Cross-Holder Group notes that discovery in this matter remains ongoing as of the date of this Motion. Although depositions of certain key decision-makers and advisors have been completed—including Special Committee members Peter Laurinaitis (March 12, 2026) and Roger Meltzer (March 11, 2026), Brent Banks, Senior Managing Director of Evercore (March 11, 2026), and Robert Volpe, Partner at CD&R (March 13, 2026)—additional

535] (the “Plan Confirmation Objection”)³ in its entirety and specifically incorporates paragraphs 13 through 61 as the factual basis for this Motion.

BASIS FOR RELIEF REQUESTED

5. The Cross-Holder Group seeks entry of an order, substantially in the form of the proposed order submitted herewith, designating the Class 5 votes of both the Secured Group and CD&R pursuant to section 1126(e) of the Bankruptcy Code.

ARGUMENT

6. Under section 1126(e) of the Bankruptcy Code, “the court may designate [*i.e.*, disqualify] any entity whose acceptance or rejection of such plan was not in good faith, or was not solicited or procured in good faith or in accordance with the provisions of this title.” 11 U.S.C. § 1126(e).

7. Here, the Court should designate the Class 5 votes of both the Secured Group and CD&R for the reasons set forth in the Plan Confirmation Objection, including paragraphs 100 through 120 thereof.

WAIVER OF MEMORANDUM OF LAW

8. The Cross-Holder Group requests that this Court waive the requirement to file a separate memorandum of law pursuant to D.N.J. LBR 9013-1(a)(3), because the basis upon which the Cross-Holder Group relies is incorporated herein and the Motion does not raise any novel issues of law.

discovery, including document productions and other proceedings, remains outstanding. Accordingly, the Cross-Holder Group expressly reserves its right to supplement this Motion to incorporate any additional testimony or other discovery received in connection with this matter.

³ Capitalized terms not otherwise defined herein shall have the meanings ascribed to them in the Plan Confirmation Objection.

NO PRIOR REQUEST

9. No prior request for the relief sought in this Motion has been made to this or any other court in connection with these Chapter 11 Cases.

NOTICE

10. Notice of this Motion has been provided to (a) counsel to the Debtors; (b) the U.S. Trustee; (c) counsel to the Secured Group; (d) counsel to CD&R; and (e) the other parties in interest on the list maintained by the Debtors' proposed noticing agent, available at <https://veritaglobal.net/mcc/document/noticelist/1>. In light of the nature of the relief requested herein, the Cross-Holder Group submits that no other or further notice is required.

11. WHEREFORE, the Cross-Holder Group respectfully requests that the Court: (a) enter an order, substantially in the form submitted herewith, designating the Class 5 votes of both the Secured Group and CD&R pursuant to section 1126(e) of the Bankruptcy Code; and (b) grant such other and further relief to the Cross-Holder Group as the Court may deem just and proper.

Dated: March 24, 2026

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UNITED STATES BANKRUPTCY COURT DISTRICT OF NEW JERSEY

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In re:

MULTI-COLOR CORPORATION, *et al.*,
Debtors.¹

Chapter 11

Case No. 26-10910 (MBK)

Judge: Michael B. Kaplan

ORDER GRANTING THE CROSS-HOLDER AD HOC GROUP'S EMERGENCY MOTION FOR AN ORDER DESIGNATING THE SECURED GROUP'S AND CD&R'S CLASS 5 VOTES PURSUANT TO 11 U.S.C. § 1126(e)

The relief set forth on the following pages, numbered two (2) through three (3), is hereby **ORDERED**.

¹ The last four digits of Debtor Multi-Color Corporation's tax identification number are 5853. A complete list of each of the Debtors in these chapter 11 cases may be obtained on the website of the Debtors' claims and noticing agent at <https://veritaglobal.net/MCC>. The location of the Debtors' service address for purposes of these chapter 11 cases is: 3284 Northside Parkway NW, Suite 400, Atlanta, Georgia 30327.

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Debtors: Multi-Color Corporation, *et al.*

Case No. 26-10910 (MBK)

Caption of Order: Order Granting the Cross-Holder Ad Hoc Group's Emergency Motion for an Order Designating the Secured Group's and CD&R's Class 5 Votes Pursuant to 11 U.S.C. § 1126(e)

THIS MATTER having been presented to the Court on the *Cross-Holder Ad Hoc Group's Emergency Motion for an Order Designating the Secured Group's and CD&R's Class 5 Votes Pursuant to 11 U.S.C. § 1126(e)* (the "Motion")²; and the Court finding that: (i) it has jurisdiction over the matters raised in the Motion pursuant to 28 U.S.C. §§ 157 and 1334 and the Standing Order of Reference; (ii) this is a core proceeding pursuant to 28 U.S.C. § 157(b)(2); (iii) the relief requested in the Motion is in the best interests of the Debtors, their estates, and their creditors; (iv) notice of the Motion and the Hearing was sufficient under the circumstances; the Court having determined that the legal and factual bases set forth in the Motion and at the Hearing establish just cause for the relief granted herein; and (v) upon the record herein, after due deliberation thereon, good and sufficient cause exists for the granting of the relief as set forth herein, it is hereby

ORDERED, THAT:

1. The Motion is hereby GRANTED.
2. Any votes on the Plan by any and all members of the Secured Group in Class 5 are hereby designated pursuant to 11 U.S.C. § 1126(e).
3. Any votes on the Plan by CD&R in Class 5 are hereby designated pursuant to 11 U.S.C. § 1126(e).
4. The acceptance or rejection of the Plan shall be determined under 11 U.S.C. § 1126(c) without inclusion of any votes designated pursuant to this Order, which shall include,

² Capitalized terms used but not defined herein shall have the meaning ascribed to such terms in the Motion or the Plan, as applicable.

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Debtors: Multi-Color Corporation, *et al.*

Case No. 26-10910 (MBK)

Caption of Order: Order Granting the Cross-Holder Ad Hoc Group's Emergency Motion for
an Order Designating the Secured Group's and CD&R's Class 5 Votes
Pursuant to 11 U.S.C. § 1126(e)

for the avoidance of doubt, any votes purported to be made by the Secured Group's Class 5 Ballots
or CD&R's Class 5 Ballots.

5. This Order is effective immediately upon entry.

6. This Court shall retain exclusive jurisdiction over any and all matters arising

from or related to the implementation, interpretation or enforcement of this Order.