

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:	)	
	)	Chapter 11
MARELLI AUTOMOTIVE LIGHTING USA LLC,	)	
<i>et al.</i> , ¹	)	Case No. 25-11034 (CTG)
	)	
Debtors.	)	(Jointly Administered)
	)	
	)	Obj. Date: October 2, 2025 at 4:00 p.m.
	)	Hearing Date: TBD if objection filed

COVER SHEET FOR:
FIRST MONTHLY FEE APPLICATION OF GREENBERG TRAUIG
STUDIO LEGALE ASSOCIATO FOR COMPENSATION AND
REIMBURSEMENT OF EXPENSES AS SPECIAL COUNSEL TO
DEBTORS AND DEBTORS IN POSSESSION FOR THE PERIOD
FROM JUNE 11, 2025 THROUGH AND INCLUDING JUNE 30, 2025

Name of Applicant: Greenberg Traurig Studio Legale Associato

Retention Order Entered August 26, 2025,
Nunc Pro Tunc to June 11, 2025

Authorized to Provide Professional Services to: Debtors and Debtors in Possession

Period for which compensation and Reimbursement is sought: June 11, 2025 – June 30, 2025

Amount of Compensation sought as actual, reasonable and necessary: \$476,101.56
(80% = \$380,881.25)
(20% = \$95,220.31)

Amount of pass-through charges to be paid by the Debtors: \$93,374.68

Amount of Expense Reimbursement sought as actual, reasonable and necessary: \$1,410.84

This is a(n) ___ interim X monthly ___ final fee application.

¹ 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://www.veritaglobal.net/Marelli>. The location of Marelli Automotive Lighting USA LLC's principal place of business is 26555 Northwestern Highway, Southfield, Michigan 48033.



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This Application does not include any hours incurred in connection with preparation of this Application.

SUMMARY OF MONTHLY FEE APPLICATIONS

Date Filed and Docket No.	Period Covered	Requested		Approved		Holdback Fees (20%)
		Fees	Expenses	Fees (80%)	Expenses (100%)	
n/a						

COMPENSATION BY INDIVIDUAL

Attorney Name	Position	Department	Date of Admission	Hourly Billing Rate in this application	Hours Billed in this application	Fees Billed in this application
Agostinelli, Riccardo	Partner	Bankruptcy & Restructuring	1992	\$1,406.40	101	\$142,046.40
Basilisco, Martino	Associate	EU Law	2023	\$468.80	21	\$9,844.80
Burrafato, Giuseppe Federico	Senior Associate	Corporate	2019	\$586.00	3.5	\$2,051.00
Cova, Bruno	Partner	Bankruptcy & Restructuring	2005	\$1,406.40	0.8	\$1,125.12
Cupolo, Cristina	Senior Associate	Bankruptcy & Restructuring	2022	\$586.00	151	\$88,486.00
Gambaro, Edoardo	Partner	EU Law	2003	\$1,406.40	3.5	\$4,922.40
Horvat, Francesco	Senior Associate	Bankruptcy & Restructuring	2012	\$586.00	4	\$2,344.00
Migliarucci, Daniele	Partner	Bankruptcy & Restructuring	2014	\$1,406.40	128.5	\$180,722.40
Missanelli, Pietro	Senior Associate	EU Law	2016	\$586.00	23.7	\$13,888.20
Naronte, Lucrezia	Trainee	Bankruptcy & Restructuring	NA	\$287.14	12	\$3,445.68
Pallavicini, Alessandro	Senior Associate	Bankruptcy & Restructuring	2019	\$586.00	32	\$18,752.00
Pappalepore, Francesco	Associate	Administrative Law	2022	\$468.80	5.6	\$2,625.28
Sartori, Silvia	Trainee	EU Law	NA	\$287.14	6	\$1,722.84
Soci, Lorenzo	Associate	Bankruptcy & Restructuring	2023	\$468.80	1.8	\$843.84
Soffrè, Felice	Senior Associate	Corporate	2010	\$586.00	2	\$1,172.00
Torricelli, Francesca	Partner	Corporate	2006	\$1,406.40	1.5	\$2,109.60
Totals for Attorneys & Trainees					497.90	\$476,101.56

EXPENSE SUMMARY

Expense Category	Total Expenses
Standard Copies or Prints	\$375.61
Local Transportation	\$419.58
Overtime Meals	\$615.65
TOTALS:	\$ 1,410.84

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:

MARELLI AUTOMOTIVE LIGHTING USA LLC,
et al.,¹

Debtors.

Chapter 11

Case No. 25-11034 (CTG)

(Jointly Administered)

Obj. Date: October 2, 2025 at 4:00 p.m.
Hearing Date: TBD if objection filed

**FIRST MONTHLY FEE APPLICATION OF GREENBERG TRAURIG
STUDIO LEGALE ASSOCIATO FOR COMPENSATION AND
REIMBURSEMENT OF EXPENSES AS SPECIAL COUNSEL TO
DEBTORS AND DEBTORS IN POSSESSION FOR THE PERIOD
FROM JUNE 11, 2025 THROUGH AND INCLUDING JUNE 30, 2025**

Greenberg Traurig Studio Legale Associato (“**Greenberg Traurig**”), special counsel to the above-captioned debtors and debtors in possession (the “**Debtors**”), hereby submits its first monthly application (the “**Application**”) for compensation and reimbursement of expenses for the period from June 11, 2022 through and including June 30, 2025 (the “**Application Period**”) pursuant to sections 330 and 331 of title 11 of the United States Code 11 U.S.C. §§ 101, *et seq.* (the “**Bankruptcy Code**”), Rule 2016 of the Federal Rules of Bankruptcy Procedure (the “**Bankruptcy Rules**”), Rule 2016-2 of the Local Rules of Bankruptcy Practice and Procedure of the United States Bankruptcy Court for the District of Delaware (the “**Local Rules**”), and this Court’s *Order (I) Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Retained Professionals and (II) Granting Related Relief* [Docket No. 477] (the “**Interim Compensation Order**”).

¹ 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://www.veritaglobal.net/Marelli>. The location of Marelli Automotive Lighting USA LLC's principal place of business is 26555 Northwestern Highway, Southfield, Michigan 48033.

By this Application, Greenberg Traurig seeks a monthly interim approval and allowance of compensation in the amount of \$476,101.56 and reimbursement of actual expenses in the amount of \$1,410.84, plus certain charges in the aggregate amount of \$93,374.68, for an aggregate total of \$570,887.08 in accordance with the Interim Compensation Order. Greenberg Traurig hereby seeks payment of \$380,881.25 (80% of the allowed fees) and reimbursement of \$1,410.84 (100% of allowed expenses), plus certain charges detailed herein in the aggregate amount of \$93,374.68 (detailed in paragraph 8 below), for an aggregate total payment of \$475,666.77 for the Application Period, upon the filing of a certificate of no objection. In support of the Application, Greenberg Traurig respectfully represents as follows:

Background

1. On June 11, 2025 (the “**Petition Date**”), the Debtors commenced these cases (the “**Chapter 11 Cases**”) by filing voluntary petitions for relief under chapter 11 of the Bankruptcy Code in the United States Bankruptcy Court for the District of Delaware (the “**Court**”).

2. The Court has jurisdiction over this Application pursuant to 28 U.S.C. §§ 157 and 1334. Venue is proper in this district pursuant to 28 U.S.C. § 1408. This matter is core within the meaning of 28 U.S.C. § 157(b)(2).

3. The statutory predicates for the relief sought herein are sections 330 and 331 of the Bankruptcy Code, Bankruptcy Rule 2016, and Local Rule 2016-2.

4. On August 8, 2025, the Debtors filed the *Debtors’ Application for Authorization to Employ and Retain Greenberg Traurig Studio Legale Associato as Special Counsel for the Debtors Effective as of the Petition Date* [Docket No. 501].

5. On August 26, 2025, this Court entered the *Order Authorizing the Employment and Retention of Greenberg Traurig Studio Legale Associato as Special Counsel for the Debtors Effective as of the Petition Date* [Docket No. 752].

Summary of Services Rendered

6. This Application is the first monthly fee application filed by Greenberg Traurig in these Chapter 11 Cases. In connection with the professional services described below, by this Application, Greenberg Traurig seeks interim approval and allowance of compensation in the amount of \$476,101.56 for the Application Period and reimbursement of actual and necessary expenses in the amount of \$1,410.84 for the Application Period, and payment of \$380,881.25 (80% of the allowed fees) and reimbursement of \$1,410.84 (100% of allowed expenses), for an aggregate total payment of \$382,292.09 for the Application Period upon the filing of a certificate of no objection.

7. The majority of services rendered by Greenberg Traurig during the Application Period as special counsel to the Debtors are summarized below. Each of the following is set forth in the invoice attached hereto as **Exhibit “A”**: (i) a description of the professional or paraprofessional performing the services; (ii) the date the services were performed; (iii) a detailed description of the nature of the services and the related time expended; and (iv) a summary of the fees and hours of each professional and other timekeepers listed by project category (which applicable categories are set forth below). Specifically, Greenberg Traurig rendered the following services during the Application Period as special counsel to the Debtors:

- o Assistance to the companies (including working with directors, statutory auditors and external auditors (Deloitte) with the approval of the 2024 financial statement.
- o Implementation of Italian-related DIP Financing post-closing obligations (including the several Italian law security documents, legal opinions and deliverables related thereto).
- o Golden Power procedure as a condition precedent to creation of the share pledges over Italian entities in connection with the implementation of the security package under the DIP financing and change of ownership of the Marelli Group.

- o Assistance to the companies in connection with the handling of the relationship with local suppliers and vendors. Greenberg Traurig is engaged in negotiations with suppliers and vendors of the Italian entities.
- o Implementation of a recovery plan, including potential recognition of the Debtors chapter 11 plan in Italy, for the Italian entities under Article 56 of the Italian Bankruptcy Law.
- o Italian public grants (support to local management and communication with Italian authorities relating to public support from the government for research programs and similar).

Summary of Expenses and Charges

8. During the Application Period, Greenberg Traurig incurred or disbursed actual and necessary costs and expenses related to these cases in the aggregate amount of \$1,410.84. The expenses incurred include, among other things, copying and service charges, transportation and overtime meal charges. In addition, certain amounts, as disclosed in Greenberg Traurig's retention application, including a Charge pursuant to Decree No. 55 of 03/10/2014 in the amount of \$71,415.23, a Pension Fund charge of \$21,957.11, and a Duty Stamp in the amount of \$2.34 are payable by the Debtors (initially to Greenberg Traurig, and then submitted to the appropriate agency). A description of the necessary costs and expenses incurred by Greenberg Traurig and the charges is attached hereto as **Exhibit "B"**.

9. Pursuant to Local Rule 2016-1, Greenberg Traurig represents as follows with regard to its charges for actual and necessary costs and expenses incurred during the Application Period:

a. Copy Charges were \$.10 per page, which charge is reasonable and customary in the legal industry and represents the costs of copy material, acquisition, maintenance, storage and operation of copy machines, together with a margin for recovery of related expenditures. In addition, Greenberg Traurig often utilizes outside copier services for high volume projects, and this Application seeks the recovery of those costs, if applicable;

- b. Incoming facsimiles are not billed;
- c. Out-going facsimiles are billed at the rate of \$0.25 per page. The cost represents operator time, maintaining several dedicated facsimile telephone lines, supplies and equipment, and includes a margin for recovery of related expenditures;
- d. Toll telephone charges are not billed; and
- e. Computer assisted legal research charges are billed at actual costs.

Valuation of Services

10. In accordance with the factors enumerated in section 330 of the Bankruptcy Code, the amounts requested herein for compensation and expense reimbursement are fair and reasonable given (a) the complexity of these cases, (b) the time expended by the attorneys and paraprofessionals at Greenberg Traurig, (c) the nature and extent of the services rendered, (d) the value of such services, and (e) the costs of comparable services other than in a case under this title.

11. Greenberg Traurig hereby certifies (i) that it has reviewed the requirements of Local Rule 2016-2 and (ii) that this Application complies with such rule.

12. Greenberg Traurig has provided a copy of this Application to the Debtors, the United States Trustee, and all parties required to be given notice as set forth in Paragraph 2(a) of the Interim Compensation Order.

Sources of Payment

13. As stated above, Greenberg Traurig hereby seeks payment of \$476,101.56 (80% of the allowed fees) and reimbursement of \$1,401.84 (100% of allowed expenses), plus certain charges in the aggregate amount of \$93,374.68 (detailed in paragraph 8 above) for an aggregate total payment of \$475,666.77 for the Application Period upon the filing of a certificate of no objection.

Conclusion

WHEREFORE, Greenberg Traurig respectfully requests (a) that the Court approve and allow compensation in the amount of \$476,101.56 for professional services rendered (80%, or \$380,881.25, of which is to be paid upon the filing of a certificate of no objection), and reimbursement of expenses in the amount of \$1,410.84 (100% of which is to be paid upon the filing of a certificate of no objection) for the Application Period on an interim basis, plus certain charges in the aggregate amount of \$93,374.68; and (b) that the Court authorize and direct the Debtors to pay Greenberg Traurig the amounts due and owing hereunder in accordance with the Interim Compensation Order.

Dated: September 11, 2025

GREENBERG TRAURIG, LLP

/s/ Dennis A. Meloro

Dennis A. Meloro (DE Bar No. 4435)

222 Delaware Avenue, Suite 1600

Wilmington, Delaware 19801

Telephone: (302) 661-7000

Facsimile: (302) 661-7360

Email: Dennis.Meloro@gtlaw.com

Special Counsel for the Debtors and Debtors in Possession

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:

MARELLI AUTOMOTIVE LIGHTING USA LLC,
et al.,¹

Debtors.

)
) Chapter 11
)
) Case No. 25-11034 (CTG)
)
) (Jointly Administered)
)
)
)

VERIFICATION OF RICCARDO AGOSTINELLI

I, Riccardo Agostinelli, hereby declare the following under penalty of perjury:

I am a partner in the law firm of Greenberg Traurig Studio Legale Associato (“**Greenberg Traurig**” or the “**Firm**”), located at Galleria San Babila 4B, 20122 – Milan (Italy) (registered office: Largo Toscanini 1, 20122 – Milan (Italy)), and I have been duly admitted to practice law in Italy (Bar council of Milan). There are no disciplinary proceedings pending against me.

I have personally performed many of the legal services rendered by Greenberg Traurig as special counsel to the Debtors and am familiar with all other work performed on behalf of the Debtors by the lawyers and other persons in the Firm.

The facts set forth in the foregoing Monthly Fee Application are true and correct to the best of my knowledge, information, and belief.

I have reviewed Rule 2016-1 of the Local Rules and believe that the Monthly Fee Application for Greenberg Traurig complies with Rule 2016-1.

Pursuant to 28 U.S.C. § 1746, I declare under penalty of perjury that the foregoing is true and correct.

¹ 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://www.veritaglobal.net/Marelli>. The location of Marelli Automotive Lighting USA LLC's principal place of business is 26555 Northwestern Highway, Southfield, Michigan 48033.

Dated: September 11, 2025

/s/ Riccardo Agostinelli

Riccardo Agostinelli

Partner

Greenberg Traurig Studio Legale Associato

EXHIBIT A

Description of Professional Services Rendered: Proforma Marelli June 30th 2025

<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>
11/06/2025	Riccardo Agostinelli	5,00	study of the "protective measures" under CNC or possibility to late activation under art 44
11/06/2025	Riccardo Agostinelli	3,00	continue study of the "protective measures" under CNC or possibility to late activation under art 44. Solution: CNC + Art 56 if Stay is required
11/06/2025	Riccardo Agostinelli	1,00	Public grants: follow-up questions from Rossi of Marelli
11/06/2025	Bruno Cova	0,50	Review of B. Malz's email and attachments.
11/06/2025	Cristina Cupolo	13,00	Review of finance documents from K&E (6) / Italian CPs (4) / e-mail (3)
11/06/2025	Daniele Migliarucci	10,00	DIP financing documents review (6); signing / closing deliverables (2); calls with GOP and K&E (1); email correspondence (0.5); case management (0.5)
11/06/2025	Lucrezia Naronte	1,00	Call di revisione
11/06/2025	Alessandro Pallavicini	4,00	Review of several documents and emails
11/06/2025	Alessandro Pallavicini	1,00	Call with K&E
12/06/2025	Riccardo Agostinelli	12,00	BOD + Meetings - call with MGT - Director Auditors - Advisors: meetings continue (2h), plus several follow-up questions (3h). Study of ssues in terms of timing for approval of local balance sheet, with comparison with several precedents to provide arguments to local auditors. several follow-up granular questions on this topic. Sessions with Molla, Bosascarato and GC of Marelli (7h).
12/06/2025	Giuseppe Federico Burrafato	2,00	Analysis on capital contribution without repayment obligation - Review Equity Contribution Letter - Marelli Europe S.p.A.
12/06/2025	Cristina Cupolo	14,00	Review of finance documents (5) / review of BoD minutes (4) / e-mail (2) / BoD meetings (2) / call (1)
12/06/2025	Francesco Horvat	4,00	Reviewing press releases
12/06/2025	Daniele Migliarucci	12,00	DIP financing documents review (4.5); signing / closing deliverables (2.5); calls with GOP and K&E (1.5); attendance to board of directors of Italian Marelli entities (2); email correspondence (1); case management (0.5)
12/06/2025	Francesca Torricelli	1,00	ICL conversion and waiver (ITA)
13/06/2025	Riccardo Agostinelli	6,00	BOD + Meetings+ call with MGT-Directors- Auditors - Advisors: meetings continue (2h), plus study of several follow-up questions (2h). Issues in terms of timing for approval of local balance sheet. Comparison with several precedents to provide arguments to local auditors. several follow-up granular questions on this topic. Sessions with Molla, Bosascarato and GC of Marelli (2h).
13/06/2025	Cristina Cupolo	18,00	Signing and closing
13/06/2025	Daniele Migliarucci	9,00	DIP financing documents review (4); signing / closing deliverables (2); calls with GOP and K&E (1.5); assistance to signign and closing of DIP financing (0.5); email correspondence (0.5); case management (0.5)
13/06/2025	Alessandro Pallavicini	6,00	Emails (1) - signing activities (2) - review of documents (3)
13/06/2025	Felice Soffrè	2,00	Equity Contribution Letter Marelli Germany GmbH - Marelli Europe S.p.A.
14/06/2025	Riccardo Agostinelli	3,50	Banking issues: discussion of issues related to the DIP financing and co-ordination with cash pooling. Measure of Italian corporate benefit
14/06/2025	Cristina Cupolo	4,00	Signing and closing / e-mail
14/06/2025	Alessandro Pallavicini	2,00	Emails (0,5) and review of documents (1) - signing (0,5)
15/06/2025	Riccardo Agostinelli	0,50	Insolvency issues
16/06/2025	Riccardo Agostinelli	1,50	Local BOD + Auditors: answer to follow-up questions on corporate benefit and limitation wording
16/06/2025	Riccardo Agostinelli	2,50	Insolvency issues: analysis of potential criminal law issues in the case of bankruptcy
16/06/2025	Cristina Cupolo	7,00	Review of documents (4) / e-mail (3)
16/06/2025	Daniele Migliarucci	10,00	Assistance to signing and funding of DIP Financing (first tranche) (6); case management (1); capital contribution into Marelli Europe to cure negative equity (2); email correspondence (1).
17/06/2025	Riccardo Agostinelli	2,50	Art. 56: protections for local directors and statutory auditors in the case of bankruptcy and inter-action with public prosecutor
17/06/2025	Riccardo Agostinelli	2,00	Local BOD + Auditors: answer to follow-up questions on corporate benefit and limitation wording
17/06/2025	Riccardo Agostinelli	1,50	Marcegaglia issues: study of TA
17/06/2025	Riccardo Agostinelli	1,50	Suppliers: study of template TA and Italian law issues
17/06/2025	Cristina Cupolo	7,00	Review of documents (4) / e-mail (3)
17/06/2025	Edoardo Gambaro	1,00	Exchange of emails on several issues
17/06/2025	Daniele Migliarucci	8,00	Going concern analysis (3); Chapter 11 interim orders (2); calls with Marelli suppliers (2); documents review (1); email correspondence (0.5); case management (0.5)
17/06/2025	Pietro Missanelli	2,50	Review of documentation provided by the Client; drafting integration of declaration re State aid schemes
17/06/2025	Francesco Pappalepore	3,10	Marelli restructuring. Exam of the documents sent by Dr Rossi on 17.06.2025 concerning the application documentation for a new development contract. Internal liaising with P Missanelli. Drafting and reviewing declarations pursuant to DPR 445 2000
17/06/2025	Martino Basilisco	2,50	Review of documents received. research on eu legislation and case law on restructuring aid. drafting internal note.

Description of Professional Services Rendered: Proforma Marelli June 30th 2025

<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>
18/06/2025	Riccardo Agostinelli	2,50	Accounting issues: negative equity and relevant cure mechanisms. Timing
18/06/2025	Riccardo Agostinelli	2,00	Insolvency issues: CNC and DIP. Art 56 and protection from claw-back: follow-up issues.
18/06/2025	Riccardo Agostinelli	4,50	Suppliers: analysis of issues related to pre-filing and post-filing claims. Interaction with Italian provisions of law. Preparation of arguments to support negotiation with suppliers. Summary of Ch 11 and Art. 56 (protection from claw-back). Recognition of Ch 11 in Italy
18/06/2025	Cristina Cupolo	5,00	Review of documents / e-mail
18/06/2025	Daniele Migliarucci	8,00	Going concern analysis (2); Chapter 11 interim orders (2); calls with management and A&M cash team (2); cashflow projections (0.5); documents review (0.5); email correspondence (0.5); case management
18/06/2025	Pietro Missanelli	2,50	Verifications on documentation provided by client; review and make-up interventions on declaration re State aid schemes Marelli Europe, communication to client
18/06/2025	Lucrezia Naronte	6,00	Memo.
18/06/2025	Francesco Pappalepore	1,00	Marelli restructuring. Exam of the further documents sent by Dr Rossi on 18.06.2025 concerning the application documentation for a new development contract, with specific focus to self-declarations pursuant to DPR 445 2000
18/06/2025	Lorenzo Soci	1,80	Analysis on usury implications re "finanziamenti dedicato a specifico affare"
19/06/2025	Riccardo Agostinelli	9,00	Suppliers: continue on issues related to pre-filing and post-filing claims. Interaction with Italian provisions of law (2h). Preparation of arguments to support negotiation with suppliers (2h). Summary of Ch 11 and Art. 56 (protection from claw-back) (2h). Recognition of Ch 11 in Italy. Conditions for recognition. Additional issues from the BoD of the Italian entities (3h)
19/06/2025	Riccardo Agostinelli	3,00	Team co-ordination on different work streams: DIP, art 56, vendors/suppliers, balance sheet approval by local subsidiaries
19/06/2025	Giuseppe Federico Burrafato	1,50	Review Board of Directors Meeting Minutes Marelli Europe S.p.A. and annexes
19/06/2025	Cristina Cupolo	8,00	E-mail to Kirkland (2) / review and drafting of BoD resolution (3) / drafting and review of English courtesy translation (3)
19/06/2025	Daniele Migliarucci	8,00	Going concern analysis (2); Chapter 11 interim orders (2); preparation of board meetings of Marelli Italy re 2024 financial statements (2); email correspondence (1); case management (1)
19/06/2025	Lucrezia Naronte	2,00	Traduzione verbale CdA che si terrà domani.
19/06/2025	Alessandro Pallavicini	1,00	Review BoD resolution
19/06/2025	Francesca Torricelli	0,50	Draft shareholders meeting minute corporate review
20/06/2025	Riccardo Agostinelli	2,50	Further issues related to pre-filing and post-filing claims. Interaction with Italian provisions of law. Preparation of arguments to support negotiation with suppliers. Summary of Ch 11 and Art. 56 (protection from claw-back). Recognition of Ch 11 in Italy
20/06/2025	Riccardo Agostinelli	4,50	Team co-ordination on different work streams: DIP, art 56, vendors/suppliers, balance sheet approval by local subsidiaries
20/06/2025	Riccardo Agostinelli	3,50	Art. 56: protections for local directors and statutory auditors in the case of bankruptcy and inter-action with public prosecutor
20/06/2025	Cristina Cupolo	6,00	BoD meeting (2) / review of documents (4)
20/06/2025	Daniele Migliarucci	10,00	Call with KE US RX team (1); call with Marcegaglia (1); board of directors of Marelli Italy (2); review of DIP credit facilities (3); payment of trade claims (2); email correspondence (0.5); case management (0.5)
21/06/2025	Riccardo Agostinelli	1,50	Art. 56: presentation of procedure for its implementation
23/06/2025	Riccardo Agostinelli	2,50	Art.56 per call DANONI. Procedure for selection of local expert for the accounting DD and acknowledgment of the business plan
23/06/2025	Cristina Cupolo	8,00	Review of Irish account charge (2) / e-mail (2) / review of documents from K&E (4)
23/06/2025	Daniele Migliarucci	9,00	Post-closing obligations (2); security documents (2); legal opinion (1); corporate approvals (1); other deliverables (1); calls (1); e-mail correspondence (0.5); case management (0.5)
23/06/2025	Pietro Missanelli	0,70	Assessment of MIMIT's statements re applicability of FDI proceedings re Art. 56
23/06/2025	Alessandro Pallavicini	2,00	Irish account pledge review
23/06/2025	Martino Basilisco	3,00	Drafting of Italian Golden Power filing.
24/06/2025	Riccardo Agostinelli	2,50	Suppliers: study of issues under TA with NM, Marcegaglia
24/06/2025	Riccardo Agostinelli	2,00	Art. 56 meeting with prof Danovi and preparation
24/06/2025	Riccardo Agostinelli	1,50	External Auditors - Deloitte: meeting with external auditors and preparation
24/06/2025	Riccardo Agostinelli	1,00	Public grants: follow-up questions from Rossi of Marelli
24/06/2025	Cristina Cupolo	8,00	Review of Irish account charge and documents from K&E (4) / drafting of formalities certificate (2) / e-mail (2)
24/06/2025	Edoardo Gambaro	1,50	Review documentation for purpose of drafting FDI forms
24/06/2025	Daniele Migliarucci	9,00	Post-closing obligations workstream (3); call with Deloitte re going concern of Italian entities (2); kick off call with Art. 56 Expert (1.5); calls (1); email correspondence (1); case management (0.5)

Description of Professional Services Rendered: Proforma Marelli June 30th 2025

<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>
24/06/2025	Pietro Missanelli	4,50	Examination of documents received from the Client for the purpose of FDI filing; conf call with Giorgio Rossi and Riccardo Agostinelli re State grants of the Marelli Europe; internal meeting with restructuring team re next steps;
24/06/2025	Alessandro Pallavicini	2,00	CPs to post closing security documents
24/06/2025	Alessandro Pallavicini	1,00	Internal meeting
24/06/2025	Alessandro Pallavicini	1,00	Internal meeting
24/06/2025	Francesco Pappalepore	1,50	Marelli restructuring. Exam of documents sent by Mr Giorgio Rossi. Call with P Missanelli. Videocall with the Client and R Agostinelli and P Missanelli 24.06.2025
24/06/2025	Martino Basilisco	3,00	Drafting of Italian Golden Power filing.
25/06/2025	Riccardo Agostinelli	2,00	Suppliers: Italian law issues under TA with various vendors
25/06/2025	Cristina Cupolo	9,00	Review of English law security documents (3) / Irish account charge (1) / review of opinion and formalities certificate (2) / indemnity agreement (1) / e-mail (2)
25/06/2025	Daniele Migliarucci	8,00	Post-closing obligations workstream (3); art. 56 workstreams (3); calls (1); email correspondence (0.5); case management (0.5)
25/06/2025	Pietro Missanelli	7,50	Analysis of documents re Italian Loan Parties and Securities applicable to Italian Parties; verification of applicability of FDI/GP rules to securities to be created / implemented under Italian law; verification of available corporate information and market data re Italian activities; drafting of FDI filing
25/06/2025	Lucrezia Naronte	3,00	Interessi moratori - D.Lgs. 9 ottobre 2002, n.231
25/06/2025	Alessandro Pallavicini	3,00	Foreign law security (2) - discussions with GOP (1)
25/06/2025	Silvia Sartori	3,00	FDI filing
25/06/2025	Martino Basilisco	7,00	Drafting of Italian Golden Power filing.
26/06/2025	Riccardo Agostinelli	1,50	Deloitte: follow up questions from external auditors
26/06/2025	Riccardo Agostinelli	1,50	Art. 56: organisation of its implementation
26/06/2025	Riccardo Agostinelli	4,00	Suppliers: continue on further issues related to pre-filing and post-filing claims (2h). Interaction with Italian provisions of law. Preparation of arguments to support negotiation with suppliers. Summary of Ch 11 and Art. 56 (protection from claw-back). Recognition of Ch 11 in Italy. Conditions for recognition. Additional issues from the BoD of the Italian entities (2h)
26/06/2025	Cristina Cupolo	11,00	Review of Irish and English security documents (3) / e-mail (4) / CPs (4)
26/06/2025	Edoardo Gambaro	1,00	Review first draft of FDI filing
26/06/2025	Daniele Migliarucci	9,00	Post-closing obligations workstream (4); art. 56 workstreams (3); calls (1); email correspondence (0.5); case management (0.5)
26/06/2025	Alessandro Pallavicini	5,00	Internal meetings (1) - review security documents (1) - emails (0,5) - limitation language (2,5)
26/06/2025	Silvia Sartori	3,00	FDI filing
26/06/2025	Martino Basilisco	5,50	Drafting of Italian Golden Power filing.
26/06/2025	Pietro Missanelli	4,50	Draft FDI filing Italy
27/06/2025	Riccardo Agostinelli	3,00	Banking: negotiation of provisions relevant for corporate benefit
27/06/2025	Bruno Cova	0,30	Review of Kirkland's email.
27/06/2025	Cristina Cupolo	9,00	Activities in connection with signing of the Irish and English law security documents (4) / Review of documentation (2) / e-mail (3)
27/06/2025	Cristina Cupolo	9,00	Signing of the Irish and English security documents
27/06/2025	Daniele Migliarucci	9,00	Signing and closing deliverables for post-closing obligations of DIP financing (6); CPs (2); calls (1); email correspondence (0.5); case management (0.5)
27/06/2025	Pietro Missanelli	1,50	Drafting GP filing
27/06/2025	Alessandro Pallavicini	4,00	Security documents (1) - opinion (1,5) - formalities certificates (1) - emails (0,5)
28/06/2025	Riccardo Agostinelli	2,00	Banking: discussion of Italian security package issues
30/06/2025	Riccardo Agostinelli	2,00	Art.56: implementation mechanics with Alvares and Danovi
30/06/2025	Cristina Cupolo	8,00	Review of documents (4) / e-mail (4)
30/06/2025	Cristina Cupolo	7,00	Review of Golden Power notice (3) / documents (4)
30/06/2025	Daniele Migliarucci	9,50	Follow up with key Italian suppliers re restructuring process (4); follow up re Art. 56 recovery plan (3); documents review (1); calls (0.5); email correspondence (0.5); case management (0.5)

Total Hours: 497,90

EXHIBIT B



Marelli Holdings Co. Ltd.
 2-19-4 Miyahara-cho, Kita-ku,
 Saitama City,
 331-0812 SAITAMA
 JAPAN

Proforma Invoice
 File no : 236514.010100
 Date : June 30, 2025

Proforma Invoice

Re: Marelli restructuring

For fees and expenses in connection with Marelli restructuring post-filing and until 30 June 2025 as follows:

- o Assistance to the companies (including directors, statutory auditors and external auditors (Deloitte)) with the approval of the 2024 FS
- o Implementation of Italian-related DIP Financing post-closing obligations (including the several Italian law security documents, legal opinions and deliverables related thereto)
- o Golden Power procedure as a CP to creation of the share pledges over Italian entities and change of ownership over Marelli Group.
- o Assistance to the companies in connection with the handling of the relationship with local suppliers & vendors.
- o Implementation of a recovery plan for the Italian entities under Article 56 of the Italian Bankruptcy Law.
- o Italian public grants (support to the local management in explaining situation to Italian authorities).

Fees	\$	476.101,56
General disbursements (Charge pursuant to Decree No. 55 of 03/10/2014)	\$	71.415,23
Expenses	\$	1.410,84
Pension Fund 4%	\$	21.957,11
Subtotal	\$	570.884,74
Duty Stamp	\$	2,34
Total Current Invoice:	\$	570.887,08

Our VAT#: 06488500965

Exchange rate Euro to Dollar (on June 30th, 2025) 1.1720

Not taxable V.A.T. according to art. 7-septies of D.P.R. 633/1972.
 Not subject to withholding tax ex art. 25, comma 2, D.P.R. 600/1973
 Subject to duty stamp ex art.7, DPR 633/1972

Please wire the total amount within 14 days after invoice date. IBAN: IT38W 02008 09420 000600015846 (BIC:UNCRITMM) at UNICREDIT Private Banking. Please refer to the invoice and file number.

Greenberg Traurig | Studio Legale Associato | Largo Toscanini 1 | 20122 Milan, Italy
 Tel 39-02-771971 | www.gtlaw.com

Professional Services Rendered: Proforma Marelli June 30th 2025

Attorney Name	Position	Department	Date of Admission	Hourly Billing Rate in this application	Hours Billed in this application	Fees Billed in this application
Agostinelli, Riccardo	Partner	Bankruptcy & Restructuring	1992	\$1,406,40	101	\$142,046,40
Basilisco, Martino	Associate	EU Law	2023	\$468,80	21	\$9,844,80
Burrafato, Giuseppe Federico	Senior Associate	Corporate	2019	\$586,00	3,5	\$2,051,00
Cova, Bruno	Partner	Bankruptcy & Restructuring	2005	\$1,406,40	0,8	\$1,125,12
Cupolo, Cristina	Senior Associate	Bankruptcy & Restructuring	2022	\$586,00	151	\$88,486,00
Gambaro, Edoardo	Partner	EU Law	2003	\$1,406,40	3,5	\$4,922,40
Horvat, Francesco	Senior Associate	Bankruptcy & Restructuring	2012	\$586,00	4	\$2,344,00
Migliarucci, Daniele	Partner	Bankruptcy & Restructuring	2014	\$1,406,40	128,5	\$180,722,40
Missanelli, Pietro	Senior Associate	EU Law	2016	\$586,00	23,7	\$13,888,20
Naronte, Lucrezia	Trainee	Bankruptcy & Restructuring	NA	\$287,14	12	\$3,445,68
Pallavicini, Alessandro	Senior Associate	Bankruptcy & Restructuring	2019	\$586,00	32	\$18,752,00
Pappalepore, Francesco	Associate	Administrative Law	2022	\$468,80	5,6	\$2,625,28
Sartori, Silvia	Trainee	EU Law	NA	\$287,14	6	\$1,722,84
Soci, Lorenzo	Associate	Bankruptcy & Restructuring	2023	\$468,80	1,8	\$843,84
Soffrè, Felice	Senior Associate	Corporate	2010	\$586,00	2	\$1,172,00
Torricelli, Francesca	Partner	Corporate	2006	\$1,406,40	1,5	\$2,109,60
Totals for Attorneys & Trainees					497,90	\$476,101,56

Expense Summary

Expense	Vendor (if any)	Unit cost (if applicable)	Amount
Third Party Telephone Charges			
Standard Copies or Prints	Greenberg Traurig	0,1172	\$375,61
Computer Database Research			
Color Copies or Prints			
Local Transportation			\$419,58
Travel Expense			
Travel Meals			
Overtime meals - attorneys			\$615,65
Total			\$1,410,84

Exchange rate Euro to Dollar (on June 30th, 2025) 1.1720

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:

MARELLI AUTOMOTIVE LIGHTING USA LLC,
et al.,¹

Debtors.

Chapter 11

Case No. 25-11034 (CTG)

(Jointly Administered)

Obj. Date: October 2, 2025 at 4:00 p.m.

Hearing Date: TBD if objection filed

NOTICE OF FEE APPLICATION

PLEASE TAKE NOTICE that Greenberg Traurig Studio Legale Associato (the “**Applicant**”) has today filed the attached *First Monthly Fee Application of Greenberg Traurig Studio Legale Associato for Compensation and Reimbursement of Expenses as Special Counsel for the Debtors and Debtors in Possession for the Period from June 11, 2025 Through and Including June 30, 2025* (the “**Application**”) with the United States Bankruptcy Court for the District of Delaware, 824 North Market Street, Wilmington, DE 19801 (the “**Bankruptcy Court**”).

PLEASE TAKE FURTHER NOTICE that objections, if any, to the Application, must be made in accordance with the *Order (I) Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Retained Professionals and (II) Granting Related Relief*, entered August 5, 2025 [Docket No. 477] (the “**Interim Compensation Order**”) and must be filed with the Clerk of the Bankruptcy Court, 824 North Market Street, 3rd Floor, Wilmington, DE 19801, and be served upon and received by (a) the Debtors, Marelli Automotive Lighting USA LLC, 26555 Northwestern Highway, Southfield, Michigan 48033, Attn.: Marisa Iasenza (marisa.iasenza@marelli.com); (b) counsel to the Debtors, (i) Kirkland & Ellis LLP, 601 Lexington Avenue, New York, New York 10022, Attn.:

¹ 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://www.veritaglobal.net/Marelli>. The location of Marelli Automotive Lighting USA LLC's principal place of business is 26555 Northwestern Highway, Southfield, Michigan 48033.

(nicholas.adzima@kirkland.com), and Evan Swager (evan.swager@kirkland.com), (ii) Kirkland & Ellis LLP, 333 West Wolf Point Plaza, Chicago, Illinois 60654, Attn.: Spencer A. Winters, P.C. (spencer.winters@kirkland.com), and (iii) Pachulski Stang Ziehl & Jones LLP, 919 North Market Street, 17th Floor, P.O. Box 8705, Wilmington, Delaware 19899 (Courier 19801), Attn.: Laura Davis Jones (ljones@pszilaw.com), Timothy P. Cairns (tcairns@pszilaw.com), and Edward A. Corma (ecorma@pszilaw.com); (c) the United States Trustee, 844 King Street, Suite 2207, Lockbox 35, Wilmington, Delaware 19801, Attn.: Jane Leamy (Jane.M.Leamy@usdoj.gov) and Timothy J. Fox, Jr. (timothy.fox@usdoj.gov); (d) counsel to the DIP Agent, Mayer Brown LLP, 1221 Avenue of the Americas, New York, New York 10020-1001, Attn.: Jason Elder (jason.elder@mayerbrown.com); (e) counsel to Mizuho Bank, Ltd., (i) in all capacities other than as the Prepetition Agent, Davis Polk & Wardwell LLP, 450 Lexington Avenue, New York, New York 10017, Attn.: Timothy Graulich (timothy.graulich@davispolk.com) and Richard J. Steinberg (richard.steinberg@davispolk.com) and (ii) in its capacity as the Prepetition Agent, Young Conaway Stargatt & Taylor, LLP, 1000 North King Street, Wilmington, Delaware 19801, Attn.: Robert S. Brady (rbrady@ycst.com) and Andrew L. Magaziner (amagaziner@ycst.com); (f) counsel to the Ad Hoc Group of Senior Lenders, (i) Akin Gump Strauss Hauer & Feld LLP, One Bryant Park, New York, New York 10036, Attn: Ira S. Dizengoff (idizengoff@akingump.com) and Anna Kordas (akordas@akingump.com), (ii) Akin Gump Strauss Hauer & Feld LLP, 2001 K Street NW, Washington, D.C., 20006, Attn.: Scott L. Alberino (salberino@akingump.com), Kate Doorley (kdoorley@akingump.com), and Alexander F. Antypas (aantypas@akingump.com), and (iii) Cole Schotz P.C., 500 Delaware Avenue, Suite 600, Wilmington, Delaware 19801, Attn: Justin R. Alberto (jalberto@coleschotz.com) and Stacy L. Newman (snewman@coleschotz.com); (g) counsel to the Initial Tranche A Lender, (i) Willkie Farr & Gallagher LLP, 787 Seventh Avenue, New York, New York 10019, Attn: Joseph Minias (jminias@willkie.com) and Christine Thain (cthain@willkie.com), (ii) Willkie Farr & Gallagher

LLP, 600 Travis Street, Houston, Texas 77002, Attn: Jennifer J. Hardy (jhardy2@willkie.com), and (iii) Bayard P.A., 600 N. King St. Suite 400, Wilmington, Delaware 19801, Attn: Ericka F. Johnson (ejohnson@bayardlaw.com) and Steven D. Adler (sadler@bayardlaw.com); (h) counsel to the Sponsors, Paul, Weiss, Rifkind, Wharton & Garrison LLP, 1285 Avenue of the Americas, New York, New York 10019-6064, Attn.: Brian S. Hermann (bhermann@paulweiss.com) and Jacob A. Adlerstein (jadlerstein@paulweiss.com); (i) co-counsel to the Committee, (i) Paul Hastings LLP, 200 Park Avenue, New York, New York 10166, Attn.: Kristopher M. Hansen (krishansen@paulhastings.com), Jonathan D. Canfield (joncanfield@paulhastings.com), Gabriel E. Sasson (gabesasson@paulhastings.com), and Marcella Leonard (marcellaleonard@paulhastings.com), and (ii) Morris James LLP, 500 Delaware Avenue, Suite 1500, Wilmington, Delaware 19801, Attn.: Eric J. Monzo (emonzo@morrisjames.com), Jason S. Levin (jlevin@morrisjames.com), and Siena B. Cerra (scerra@morrisjames.com); and (j) special counsel to the Debtors as to Italian law matters, Greenberg Traurig Studio Legale Associato, Galleria San Babila 4B, 20122 – Milan (Italy) (registered office: Largo Toscanini, 1, 20122 – Milan (Italy)), Attn.: Riccardo Agostinelli, (riccardo.agostinelli@gtlaw.com), Daniele Migliarucci (daniele.migliarucci@gtlaw.com) and Dennis A. Meloro (dennis.meloro@gtlaw.com) by no later than **4:00 p.m. (Prevailing Eastern Time) on October 2, 2025 (the “Objection Deadline”)**.

PLEASE TAKE FURTHER NOTICE that if any responses or objections to the Application are timely filed, served, and received in accordance with this notice, a hearing on the Application will be held at the convenience of the Bankruptcy Court. Only those objections made in writing and timely filed and received in accordance with the Interim Compensation Order and the procedures described herein will be considered by the Bankruptcy Court at such hearing.

PLEASE TAKE FURTHER NOTICE that, pursuant to the Interim Compensation Order, if no objection to the Application is timely filed, served, and received by the Objection Deadline, the Debtors will be authorized to pay 80 percent of the requested fees and 100 percent of the

requested expenses and charges without further order of the Bankruptcy Court.

Dated: September 11, 2025

GREENBERG TRAURIG, LLP

/s/ Dennis A. Meloro

Dennis A. Meloro (DE Bar No. 4435)

222 Delaware Avenue, Suite 1600

Wilmington, Delaware 19801

Telephone: (302) 661-7000

Facsimile: (302) 661-7360

Email: Dennis.Meloro@gtlaw.com

Special Counsel for the Debtors and Debtors in Possession