

IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE

In re:	)	Chapter 11
	)	
MARELLI AUTOMOTIVE LIGHTING USA LLC,	)	Case No. 25-11034 (CTG)
<i>et al.</i> , <sup>1</sup>	)	
Debtors.	)	(Jointly Administered)
	)	
	)	Obj. Date: May 6, 2026 at 4:00 p.m.
	)	Hearing Date: TBD if objection filed

**COVER SHEET FOR:  
TENTH 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 MARCH 1, 2026 THROUGH AND INCLUDING MARCH 31, 2026**

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: March 1, 2026 – March 31, 2026

Amount of Compensation sought as actual, reasonable and necessary: \$368,828.00  
(80% = \$295,062.40)  
(20% = \$73,765.60)

Amount of pass-through charges to be paid by the Debtors: \$72,317.58

Amount of Expense Reimbursement sought as actual, reasonable and necessary: \$629.69

This is a(n) \_\_\_interim  monthly \_\_\_ final fee application.

<sup>1</sup> 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.



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%)	
D.I. 925, filed September 11, 2025 CNO filed October 7, 2025, D.I. 1058	June 11, 2025 through June 30, 2025	\$476,101.56	\$1,410.84 plus \$93,374.68 in pass-through charges	\$380,881.25	\$1,410.84 plus \$93,374.68 in pass-through charges	\$95,220.31
D.I. 919, filed September 12, 2025 CNO filed October 7, 2025, D.I. 1059	July 1, 2025 through July 31, 2025	\$665,841.29	\$1,059.92 plus \$130,549.59 in pass-through charges	\$532,673.03	\$1,059.92 plus \$130,549.59 in pass-through charges	\$133,168.26
D.I. 930, filed September 12, 2025 CNO filed October 7, 2025, D.I. 1060	August 1, 2025 through August 31, 2025	\$381,204.94	\$714.80 plus \$74,747.09 in pass-through charges	\$305,024.75	\$714.80 plus \$74,747.09 in pass-through charges	\$76,240.99
D.I. 1063, filed October 8, 2025 CNO filed October 30, 2025, D.I. 1193	September 1, 2025 through September 30, 2025	\$671,939.20	\$3,383.61 plus \$131,837.79 in pass-through charges	\$537,551.36	\$3,383.61 plus \$131,837.79 in pass-through charges	\$134,387.84
D.I. 1200, filed November 5, 2025 CNO filed December 1, 2025, D.I. 1238	October 1, 2025 through October 31, 2025	\$60,669.96	\$1,677.74 plus \$123,680.74 in pass-through charges	\$504,535.97	\$1,677.74 plus \$123,680.74 in pass-through charges	\$126,133.99
D.I. 1320, filed December 5, 2025 CNO filed December 31, 2025, D.I. 1483	November 1, 2025 through November 30, 2025	\$325,043.60	\$413.19 plus \$63,727.39 in pass-through charges	\$260,034.88	\$413.19 plus \$63,727.39 in pass-through charges	\$65,008.72

D.I. 1501, Filed January 8, 2026 CNO filed February 3, 2026, D.I. 1635	December 1, 2025 through December 31, 2025	\$343,589.22	\$656.00 plus \$68,028.06 in pass-through charges	\$274,872.38	\$499.50 <sup>2</sup> plus \$68,028.06 in pass-through expenses	\$68,717.84
D.I. 1646, Filed February 6, 2026 CNO Filed March 4, 2026, D.I. 1777	January 1, 2026 through January 31, 2026	\$328,849.48	\$669.74 plus \$64,483.65 in pass-through charges	\$263,079.58	\$669.74 plus \$64,483.65 in pass-through charges	\$65,769.80
D.I. 1789, Filed March 11, 2026 CNO Filed April 14, 2026, D.I. 1925	February 1, 2026 through February 28, 2026	\$301,724.12	\$514.97 plus \$59,160.85 in pass-through charges	\$241,379.30	\$514.97 plus \$59,160.85 in pass-through charges	\$60,344.82

**COMPENSATION BY INDIVIDUAL**

<b>Attorney Name</b>	<b>Position</b>	<b>Department</b>	<b>Date of Admission</b>	<b>Hourly Billing Rate in this application</b>	<b>Hours Billed in this application</b>	<b>Fees Billed in this application</b>
Agostinelli, Riccardo	Partner	Bankruptcy & Restructuring	1992	\$1,380.00	47.7	\$65,826.00
Basilisco, Martino	Associate	EU Law	2023	\$460.00	7.0	\$3,220.00
Biscaretti di Ruffia, Bertone	Senior Associate	Litigation	2019	\$575.00	0.9	\$517.50
Cupolo, Cristina	Senior Associate	Bankruptcy & Restructuring	2022	\$575.00	171.5	\$98,612.50
Gambaro, Edoardo	Partner	EU Law	2003	\$1,380.00	2.5	\$3,450.00
Meloro, Dennis A.	Partner	Bankruptcy & Restructuring	2003	\$1,380.00	0.8	\$1,104.00
Migliarucci, Daniele	Partner	Bankruptcy & Restructuring	2014	\$1,380.00	140.8	\$194,304.00
Soci,	Associate	Bankruptcy	2020	\$460.00	3.9	\$1,794.00

<sup>2</sup> Reflects a reduction of \$156.50 in requested expenses as agreed with the United States Trustee.

Lorenzo		& Restructuring				
<b>Total:</b>					<b>375.1</b>	<b>\$368,828.00</b>

**EXPENSE SUMMARY**

<b>Expense Category</b>	<b>Total Expenses</b>
Certified Mail with Original Documents	\$20.13
Chamber of Commerce Official Documents	\$45.88
Overtime Meals	\$464.32
Local Transportation	\$99.36
<b>TOTAL:</b>	<b>\$629.69</b>



By this Application, Greenberg Traurig seeks a monthly interim approval and allowance of compensation in the amount of \$368,828.00 and reimbursement of actual expenses in the amount of \$629.69, plus certain charges in the aggregate amount of \$72,317.58 for an aggregate total of \$441,775.27 in accordance with the Interim Compensation Order. Greenberg Traurig hereby seeks payment of \$295,062.40 (80% of the allowed fees) and reimbursement of \$629.69 (100% of allowed expenses), plus certain charges detailed herein in the aggregate amount of \$72,317.58 (detailed in paragraph 8 below), for an aggregate total payment of \$368,009.67 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 2016-1.

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 tenth 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 \$368,828.00 for the Application Period and reimbursement of actual and necessary expenses in the amount of \$629.69 for the Application Period, and payment of \$295,062.40 (80% of the allowed fees) and reimbursement of \$629.69 (100% of allowed expenses), plus certain charges detailed herein in the aggregate amount of \$72,317.58, for an aggregate total payment of \$368,009.67 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:

1. Implementation of Italian-related DIP Financing post-closing obligations (including several Italian and foreign law security documents, Italian corporate approvals, legal opinions, request for new IP security arrangements across multiple jurisdictions, relevant corporate approvals and PoAs, new confirmation agreements re new DIP lenders list, registration/tax issues, and deliverables related thereto).
2. Ad hoc sessions with local directors and statutory auditors in respect of implementation of the DIP security package and progress of the restructuring process (including attendance to meetings of board of directors), and preparation of the relevant notes. Analysis of “exit-from-crisis” strategy, interaction with Article 56, and Q&A (new issues raised by local directors and auditors).

3. Golden Power procedure as a CP to creation of the share pledges over Italian entities and change of ownership over Marelli Group; preparation of the draft GP notice for creation of the Italian pledges (collecting and incorporating comments from Marelli, K&E and Akin Gump); interaction with the preparation of the group business plan and impacts on the process and relevant dialogue with the competent authorities (analysis of various possible scenarios) including Ministry for Enterprises and Made in Italy. Interaction with the perspective and upcoming voluntary liquidation of Marelli e-Axle Torino Srl.
4. Assistance to the Italian companies in connection with new AR Facility with Deutsche Bank, including transaction documents review, negotiation of the applicable country terms, signing and closing deliverables and mechanics, presentation / preparatory / Q&As sessions with local directors and statutory auditors and attendance to relevant board meetings.
5. Assistance to the companies in connection with the handling of the relationship with several suppliers & vendors (including in connection with negotiation and execution of Trade Agreements and including extensive negotiation sessions with certain key Italian suppliers) and advise on various pre-litigation and litigation positions (including in connection with injunctions of payments against certain Marelli Italian subsidiaries). Management of possible selected critical vendors' escalations, and need of stay of action (inter-action with Chapter 11 recognition issues). Settlement agreements.
6. Assistance in connection with the implementation of a recovery plan for the Italian entities under Article 56 of the Italian Bankruptcy Law, including interactions with the DIP lenders and their legal and financial advisors.

### **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 \$629.69. The expenses incurred include certified mail, Chambers of Commerce documents, overtime meals, and transportation charges. In addition, certain amounts, as disclosed in Greenberg Traurig's retention application, including a Charge pursuant to Decree No. 55 of March 10, 2014 in the amount of \$55,324.20, a Pension Fund charge of \$16,991.28, and a Duty Stamp in the amount of \$2.30, 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 \$0.10 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 2016-1 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 \$295,062.40 (80% of the allowed fees) and reimbursement of \$629.69 (100% of allowed expenses), plus certain charges in the aggregate amount of \$72,317.58 (detailed in paragraph 8 above) for an aggregate total payment of \$368,009.67 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 \$368,828.00 for professional services rendered (80%, or \$295,062.40, of which is to be paid upon the filing of a certificate of no objection), and reimbursement of expenses in the amount of \$629.69 (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 \$72,317.58; 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: April 15, 2026

GREENBERG TRAUIG, LLP

/s/ Anthony W. Clark  
Anthony W. Clark (DE Bar No. 2051)  
222 Delaware Avenue, Suite 1600  
Wilmington, Delaware 19801  
Telephone: (302) 661-7000  
Facsimile: (302) 661-7360  
Email: Anthony.Clark@gtlaw.com

*Special Counsel for the Debtors  
and Debtors in Possession*



Dated: April 15, 2026

/s/ Riccardo Agostinelli

Riccardo Agostinelli

Partner

Greenberg Traurig Studio Legale Associato

## **EXHIBIT A**

<b>Description of Professional Services Rendered: Proforma Marelli April 2nd 2026</b>			
<b>Date</b>	<b>Timekeeper</b>	<b>Hours</b>	<b>Description</b>
02/03/2026	Cupolo, Cristina	6,00	DIP Closing obligations: review of Brazilian IP quota transfer agreement and relevant e-mail correspondence with local counsel (2.50) / Call and e-mail correspondence with the company in relation to the IP security package to be created by the Italian companies and review of relevant BoD resolution (2) / E-mail correspondence with DIP Lenders' counsel on the confirmation deeds and with the notary on the PoAs to be granted to GLAS by the Italian entities (1.50)
02/03/2026	Agostinelli, Riccardo	0,70	Review of DIP financing issues and internal discussion with GT Team (Migliarucci + Cupolo)
02/03/2026	Agostinelli, Riccardo	0,70	Review of Golden Power issues and internal discussion with GT Team (Migliarucci & Missanelli)
02/03/2026	Agostinelli, Riccardo	0,50	Review of new Delaware filing
02/03/2026	Agostinelli, Riccardo	2,50	Conf call with Danovi Team on ART.56 (GIUFFRIDA) and analysis of legal issues re expert. Acknowledgment of business and due diligence.
02/03/2026	Migliarucci, Daniele	7,00	DB AR facility workstream: transaction documents review (0.90); assistance with signign mechanics & process (0.60); Q&A session with KE Team, Weil and GOP re Italian next steps for accession of additional sellers (1.50); review of board approvals (0.50); closing deliverables (0.50); Italian Golden Power workstream: review of latest GP filing (0.50); interal dealing with GP team and email correspondence with Marelli and Akin (0.50); Italian DIP post closing obligations: review of new IP security arrangements (0.40); follow up re IP pledge registration costs with KE (0.40); new draft board resolutions re IP collateral (0.40); Q&A with GOP and Marelli re IP collateral list (0.40); correspondence with Marelli, KE, GOP, Akin (0.40)
02/03/2026	Biscaretti di Ruffia, Bertone	0,40	Exam of correspondence re STAT/Benacchio. Phone call with D. Migliarucci re payment of fees for Stat's counsel as per injunctive decree
02/03/2026	Basilisco, Martino	2,50	Review of Italian FDI filing forms and integration of comments received from Akin (1.70). drafting email for client on FDI filign forms (0.80).
03/03/2026	Meloro, Dennis A.	0,10	Draft CNO re: GT eighth monthly fee application.
03/03/2026	Agostinelli, Riccardo	2,50	Identification of solution to register the new Italian law pledge according to the Delaware order (irrespective for the non -enforceability of the order in Italy) internal discussion with GT Team and Marelli (Boscarato) and preparation of relevant documentation. Team management
03/03/2026	Cupolo, Cristina	5,00	DB AR Transaction: e-mail correspondence with K&E and GOP on the documents to be executed by the Italian entities and collection of signature from the company (2.50) / DIP post-closing obligations: review of confirmation deed to the bank account pledge agreement executed in October 2025 and e-mail correspondence with GOP and K&E and drafting of perfection formalities (2.50)
03/03/2026	Cupolo, Cristina	0,50	E-mail correspondence with K&E
03/03/2026	Migliarucci, Daniele	7,50	DB AR facility workstream: transaction documents review (0.50); assistance with signign mechanics & process (0.50); Q&A session with KE Team, Weil and GOP re Italian next steps for accession of additional sellers (0.70); review of board approvals (0.80); closing deliverables (0.50); Italian Golden Power workstream: review of latest GP filing (0.50); interal dealing with GP team (0.20); email correspondence with Marelli and Akin (0.30h); Italian DIP post closing obligations: review of draft share pledge agreement over Marelli Aftermarket Italy in light of comments from GOP/Akin (2.10); relevant correspondence with KE (0.90); correspondence and call with N. Boscarato at Marelli (0.50)
04/03/2026	Cupolo, Cristina	8,50	DB AR Transaction: review of accession deeds to the RPA received from GOP and related e-mail correspondence also with K&E on execution formalities (3) / coordination and collection of signature with the company (including call with Nicoletta Boscarato) (3) / DIP Post closing obligations: e-mail correspondence and call with the company (Nicoletta Boscarato) on the draft BoD resolution approving the new IP security (2) / e-mail correspondence with Gide and GOP on the confirmation deed to the bank account pledge agreement to be executed by Marelli EPT Strasbourg (0,50)
04/03/2026	Migliarucci, Daniele	4,50	DB AR facility workstream: transaction documents review (0.50); assistance with signign mechanics & process (0.50); Q&A session with KE Team, Weil and GOP re Italian next steps for accession of additional sellers (0.50); board approvals (0.5); closing deliverables (1); Italian DIP post closing obligations: review of draft share pledge agreement over Marelli Aftermarket Italy in light of comments from GOP/Akin (0.90); correspondence with KE (0.10); correspondence and call with N. Boscarato at Marelli (0.5)
04/03/2026	Agostinelli, Riccardo	1,00	Review of signing/ issues of the DIP financing and mechanics of security package
05/03/2026	Cupolo, Cristina	8,00	DB AR Transaction: e-mail correspondence with GOP, K&E and the company on the execution formalities of the AR documents to which the Italian companies are parties (3) / coordination and collection of signatures from the company (1) / review of revised accession deeds from GOP and related e-mail correspondence (1) / DIP Post closing obligations: e-mail correspondence with GOP and the company on the asset information to be included in the non-possessory pledge and IP pledge (0,50) / Call and e-mail correspondence with both the Notary and the company on the PoA in favour of GLAS to be re-executed by the Italian companies (2) / e-mail correspondence with GOP and Gide in connection with the deed of confirmation of the bak account pledge agreement to be executed by Marelli EPT Strasbourg (0.50)
05/03/2026	Migliarucci, Daniele	5,00	DB AR facility workstream: transaction documents review (0.5); assistance with signign mechanics & process (0.5); Q&A session with KE Team, Weil and GOP re Italian next steps for accession of additional sellers (0.5); board approvals (0.5); closing deliverables (0.5); Italian DIP post closing obligations: review of draft share pledge agreement over Marelli Aftermarket Italy in light of comments from GOP/Akin (1.5); correspondence with KE (0.5); follow up on IP collateral list and envisaged registration costs (0.5h)

<b>Description of Professional Services Rendered: Proforma Marelli April 2nd 2026</b>			
<b>Date</b>	<b>Timekeeper</b>	<b>Hours</b>	<b>Description</b>
06/03/2026	Cupolo, Cristina	8,00	DB AR Transaction: e-mail correspondence with GOP and K&E on execution formalities and items/documents required to perfect the sale of receivables by the Italian entities (2.50) / DIP Post-closing obligations: review of board resolution approving the new IP security package (3) / review of new IP assets list received from the company and related e-mail correspondence with the company and GOP (2.50) /
06/03/2026	Migliarucci, Daniele	7,50	Italian DIP post closing obligations: review of draft confirmation deed of Italian bank account pledge (0.5); review of new IP collateral list and relevant Q&As session with Marelli and GOP (1); review of draft notarial POAs for IP pledge and non-possessory pledge (0.5); review of relevant undertaking agreements (0.5); relevant email correspondence (0.5); DB AR Facility workstream: review of transaction documents (0.80); signing & closing deliverables (0.40); assistance with signing mechanics and process (0.40); email correspondence with KE and GOP and Marelli (0.50); case management (0.40); Italian critical vendors workstream: follow up re vendor Stat/Benacchio overdue payments (0.40); call with Stat/Benacchio legal counsel (0.40); correspondence with A&M and Marelli (0.20); Q&As re settlement agreement with Audes Group (0.50); relevant correspondence with Marelli and A&M (0.50)
06/03/2026	Agostinelli, Riccardo	1,20	Review of issues on art.56 - implementation strategy
09/03/2026	Cupolo, Cristina	6,50	DB AR Transaction: e-mail correspondence with K&E on the open items required for the accession of the Italian entities to the DB AR Transaction + internal review (2) / DIP Post-closing obligations: review of perfection formalities relating to confirmation deeds executed on 25 February and related e-mail correspondence (1) / Call with the company on the perfection formalities and the IP board meeting to be held in order to approve the new IP security (1) / Review of existing Irish security documents to answer K&E question and related e-mail correspondence (1) / Review of e-mail re asset list to be included in the IP pledge and non-possessory pledge (1.5)
09/03/2026	Agostinelli, Riccardo	2,00	Use of "pegno non -possessorio" to register security over shaser in case of non-cooperation by the custodian. Analysis of precedents in Italian market on application of law No.59/2016 on SPA pledges. Setting of strategy to approach custodian under existing pledge.
09/03/2026	Agostinelli, Riccardo	1,50	Need of CNC + protective measures; inter-action with KE/ A&M + AKIN - GOP
09/03/2026	Migliarucci, Daniele	7,00	DIP post closing obligations workstream: review of draft share pledge over Marelli Aftermarket Italy (1); Q&As over IP collateral list with Marelli, KE and GOP (1); review of draft Italian board minutes re new IP security to be created abroad (1); follow up re non-possessory pledge under undertaking agreements and review of collateral list (1); email correspondence with GOP, Marelli and KE (1); DB AR Facility workstream: review of transaction documents (0.50); signign & closing deliverables (0.50); Q&A session with GOP and KE re Italian commercial receivables to be purchased into the AR program (0.50); relevant email correspondence (0.50)
10/03/2026	Cupolo, Cristina	7,00	DB AR Transaction: review of requests from DB's counsel in connection with the formalities required to perfect the assignment by the Italian entities and related e-mail correspondence with GOP and K&E (2) / DIP Post closing obligations: review of perfection formalities in connection with the confirmation deeds executed on 25 February 2026 (2) / review of IP asset information received from GOP and submission of these information to the company (2) / email correspondence with the company on the DIP post closing security (1)
10/03/2026	Agostinelli, Riccardo	3,00	Preparation of the meeting with local statutory auditors on ch.11 in-date and art. 56, inter-action with Danovi Team and with financial advisor. Review of Golden Power issues and depopisit ,inter-action with AKIN-GOP Team. Co-ordination og GT Team on various work streams
10/03/2026	Migliarucci, Daniele	7,50	DIP post closing obligations workstream: review of draft share pledge over Marelli Aftermarket Italy (1.50); Q&As over IP collateral list with Marelli, KE and GOP (0.50); review of draft Italian board minutes re new IP security to be created abroad (0.70); follow up re non-possessory pledge under undertaking agreements and review of collateral list (0.70); email correspondence with GOP, Marelli and KE (0.60); DB AR Facility workstream: review of transaction documents (0.50); signign & closing deliverables (0.50); Q&A session with GOP and KE re Italian commercial receivables to be purchased into the AR program (1); email correspondence and case management (0.50); Italian critical vendors workstream: follow up re vendors Stat/Benacchio (0.30); follow up re vendor Audes Group and correspondence with A&M team and Marelli (0.70)
11/03/2026	Meloro, Dennis A.	0,70	Draft February GT fee application.
11/03/2026	Cupolo, Cristina	8,50	DIP Post Closing obligations: review of documents received from the company in connection with the drawdown of a portion of the IC loan granted by Marelli Europe to Marelli EPT Strasbourg and related email correspondence with the company and K&E (2) / review of the board minute approving the new IP security and related e-mail correspondence with the company (2) / review of foreign law (German and Brazilian) IP security documents (2) / DB AR Transaction: review of confirmation requests received from GOP/Weil re assigned receivables and e-mail correspondence with K&E and the company (2.5)
11/03/2026	Agostinelli, Riccardo	1,20	Further issues on DIP financing and security package
11/03/2026	Agostinelli, Riccardo	0,80	Review filing with Delaware court
11/03/2026	Agostinelli, Riccardo	1,30	Internal discussion and with GOP re syndication of DIP loan and capacity of GLAS to operate as security agent. Italian law issues and solution, including "parallel debt"
11/03/2026	Agostinelli, Riccardo	0,30	Review of issues re vendor AUDES
11/03/2026	Biscaretti di Ruffia, Bertone	0,50	Exam of client's query and communications re Audes. Exam of correspondence re payments and reconciliation of relevant amounts

<b>Description of Professional Services Rendered: Proforma Marelli April 2nd 2026</b>			
<b>Date</b>	<b>Timekeeper</b>	<b>Hours</b>	<b>Description</b>
11/03/2026	Migliarucci, Daniele	7,50	DIP post closing obligations workstream: review of draft IP pledge arrangements in foreign jurisdictions (1); relevant Italian draft board minutes (1); review of confirmation deed of bank account pledge arrangements (0.50); review of revised draft Italian non possessorty pledge agreements and IP pledges (0.50); follow up re notarial PoAs to GLAS (0.50); review of draft share pledge over Marelli Aftermarket Italy and relevant follow ups under Golden Power workstream (1); email correspondence with Marelli, GOP and KE and case management (1); DB AR Facility workstream: review of draft accession documentation (0.50); signing & closing deliverables (0.50); signing mechanics (0.50); Q&As session re Italian commercial receivables being purchased (0.50); correspondence with Marelli, KE, GOP and case management (0.50)
12/03/2026	Cupolo, Cristina	8,00	DB AR Transaction: review of German account pledge agreement and bank account agreement with DB to implement the Italian limitation language (2.50 / e-mail correspondence with GOP and K&E on the documents and items to be signed (1) / Review of Romanian shareholder resolution and related e-mail correspondence with the company and local counsel (0.50) / DIP Post closing obligations: review and comments to the deed of assignment of receivables arising under the IC loan from Marelli Europe to Marelli EPT Strasbourg and related e-mail correspondence with the company and Tamao to agree on the signing mechanics (2) / Review of confirmation deed of bank account pledge to be executed by Marelli EPT Strasbourg and related e-mail correspondence (0.50) / Calls with the company on the pending workstreams re DB AR Transaction and DIP post closing obligations (1) / Review of asset information to be included in the IP pledge and email correspondence with the company (0.50)
12/03/2026	Agostinelli, Riccardo	0,50	Review of deed of confirmation by Marelli Strasbourg
12/03/2026	Agostinelli, Riccardo	0,80	Review of issues re DB transaction
12/03/2026	Migliarucci, Daniele	7,50	DIP post closing obligations workstream: review of draft IP pledge arrangements in foreign jurisdictions (1.10); relevant Italian draft board minutes (0.90); review of confirmation deed of bank account pledge arrangements (0.90); review of revised draft Italian non possessorty pledge agreements and IP pledges (1.10); follow up re notarial PoAs to GLAS (0.50); review of draft share pledge over Marelli Aftermarket Italy and relevant follow ups under Golden Power workstream (0.50); email correspondence with Marelli, GOP and KE; case management (0.50); DB AR Facility workstream: review of draft accession documentation (0.50); signing & closing deliverables (0.30); signing mechanics (0.20); Q&As session re Italian commercial receivables being purchased (0.60); correspondence with Marelli, KE, GOP (0.40)
13/03/2026	Cupolo, Cristina	8,00	DIP Post closing obligations: legal session with local directors on the new IP security interests to be created by the Italian entities abroad, ahead of the BoD meeting scheduled for 19 March (2) + internal review of the board minute and preparation to the above legal session (1) / e-mail correspondence and call with the company on the deed of confirmation of the bank account pledge to be executed by Marelli EPT Strasbourg (1) / DB AR Transaction: email correspondence with GOP and K&E regarding the documents to be executed by the Italian entities to accede the DB AR Facility and review of accession agreements (2) / review of the deed of assignment of receivables arising under the IC loan from Marelli Europe to Marelli EPT Strasbourg and related e-mail correspondence (2)
13/03/2026	Migliarucci, Daniele	8,00	DIP post closing obligations workstream: review of draft IP pledge arrangements in foreign jurisdictions (1); relevant Italian draft board minutes (0.50); attendance to preparatory sessions with all Italian local directors and statutory auditors (1); review of confirmation deed of bank account pledge arrangements (0.50); review of revised draft Italian non possessorty pledge agreements and IP pledges (1); follow up re notarial PoAs to GLAS (0.50); review of draft share pledge over Marelli Aftermarket Italy and relevant follow ups under Golden Power workstream (1); email correspondence with Marelli, GOP and KE (0.50); DB AR Facility workstream: review of new seller's agent mechanics (0.50); signing & closing deliverables (0.50); signing mechanics (0.50); Q&As session re Italian commercial receivables being purchased (0.50)
14/03/2026	Cupolo, Cristina	1,00	E-mail correspondence with K&E on the German and Brazilian IP security documents and e-mail correspondence with K&E on the DB AR Transaction
14/03/2026	Agostinelli, Riccardo	1,50	Review of issues raised by local distress and statutory auditors + issues on IP security + issues on golden power
15/03/2026	Cupolo, Cristina	3,00	DB AR Transaction: review of revised accession agreements from GOP and email correspondence with GOP and K&E ahead of signing scheduled for 16 March (1.50) / DIP Post closing obligations: review of Brazilian and German IP security and email correspondence with the company and K&E (1.50)
16/03/2026	Cupolo, Cristina	13,00	DB AR Transaction: review of accession agreements to the RPA and relevant cover letters ahead of signing and relevant email correspondence with GOP and K&E (2.50) / Review of Schedule 5 (Country terms) from an Italian law perspective and call with GOP and company on the operational open issues re bank accounts (2.50) / Preparation of proposal and acceptance cover letters in connection with the collection account pledge agreement and review of the draft pledge agreement received from GOP (1) / Email correspondence with GOP and K&E regarding the guaranty agreement and signing of documents related to the DB Transaction (1) / review of Romanian PoAs and shareholders resolution and email correspondence with local counsel (Schoenherr) and the company to coordinate signing (1.50) / DIP Post closing obligations: review of Brazilian and German IP security documents and e-mail correspondence with local counsel and GOP (2.50) / signing of the deed of confirmation of the bank account pledge by Marelli EPT Strasbourg and call with the company (2)
16/03/2026	Agostinelli, Riccardo	2,00	Analysis of application of Italian factoring law to the Deutsche Bank credit facilities and relevant implication to the activity of Marelli Treasury (A. Vaccari)

<b>Description of Professional Services Rendered: Proforma Marelli April 2nd 2026</b>			
<b>Date</b>	<b>Timekeeper</b>	<b>Hours</b>	<b>Description</b>
16/03/2026	Migliarucci, Daniele	9,00	Italian DIP post closing obligations workstream: review of draft share pledge agreement over Marelli Aftermarket Italy (1); review of latest draft of non-possessory pledge (1); review of latest draft of Italian IP Pledge (1); review of foreign draft IP pledges (Poland, Germany, Brazil) (0.50); review of Irish bank account charge (0.50); correspondence with Marelli, K&E and GOP and Q&As sessions (1); DB AR Facility workstream: review of Italian country terms and negotiations with GOP team (1.50); review of accession agreements and guaranty agreements (1.50); assistance to signign process and signign & closing deliverables (1)
17/03/2026	Cupolo, Cristina	11,00	DB AR Transaction: review and comments to the collection pledge agreements and related e-mail correspondence with K&E and GOP + e-mail and coordination with the company in order to collect signatures on the collection pledge agreements (3) / Call with GOP re limitation language included in the pledge agreement and email correspondence (1) / Post-closing IP security: review/comments to questions and checklist from K&E regarding the IP workstream (2) / review of deed of assignment by way of security of receivables re intercompany loan to Marelli EPT Strasbourg and related email correspondence with the company and GOP (1) / drafting of perfection requirements in respect of the confirmation deed of bank account pledge of Marelli EPT Strasbourg (1) / coordination and e-mail with the company and Romanian counsel (Schoenherr) in relation to the shareholder resolution and the two PoAs to be granted by the Romanian companies (1) / Review of foreign and local IP security documents (Poland/Brazil/Germany) (2)
17/03/2026	Agostinelli, Riccardo	2,50	Definition of the strategy with the local BoDs in respect of the DIP financing and relevant new security packagetaking into account teh criminal law issues under the Italian Insolvency. Coordination of GT Team (Migliarucci + Cupolo) and Marelli Team (Boscarato)
17/03/2026	Agostinelli, Riccardo	2,00	Discussion with Danovi Team (Giuffrida) re implementation of ART. 56, structure of the Business Plan (division as legal entities). Coordination with Marelli advisors ( A&M)
17/03/2026	Migliarucci, Daniele	9,00	Italian DIP post closing obligations workstream: review of foreign IP pledges and interaction with relevant local counsels (1.50); review of Italian latest draft of IP pledge and non possessory pledge (0.50); Q&As with KE, GOP, Akin (0.50); review of board minutes for Italian companies (0.50); review of Irish account charge (0.50); review of share pledge over Marelli Aftermarket Italy (0.50); correspondence with GOP, KE, Akin (0.50); review of IP list and Q&A with Marelli (0.50); DB AR Facility workstream: legal analysis re Italian factoring law for Italian sellers (1); calls with head of trasury at Marelli Italy (0.50); calls with GOP (0.50); signign process (0.50); signign and closing deliverables (1); correspondnce with KE, GOP and Marelli (0.50)
18/03/2026	Agostinelli, Riccardo	1,00	Team management and supervision of various Team of work, including DIP and ART. 56 / Business Plan
18/03/2026	Cupolo, Cristina	11,00	DB AR Transaction: signing of the accession agreements and related coordination, review of documents and e-mail correspondence with GOP/Company and K&E Team (4) / IP Post closing security: review of foreign law IP security documents and related PoAs (Polish, Mexican, Irish, English charge) and email correspondence with relevant local counsel (4) / Drafting of BoD resolutions intended to approve the new IP security, for Marelli Automotive Lighting, Marelli Aftermarket and Marelli Suspension (3)
18/03/2026	Migliarucci, Daniele	7,50	Italian DIP post closing obligations workstream: follow up re IP pledges in foreign jurisdictions (0.50); draft IP pledge arrangements review (0.50); review of relevant approvals and PoAs (0.50); follow up re Italian board resolutions to approve foreign IP pledges (0.50); review of non-possessory pledge (0.50); review of Italian IP pledge (0.50); correspondence with KE, Marelli and GOP (0.50); follow up on share pledge over Marelli Aftermarket Italy (0.50); correspondence with Akin (0.50); DB AR Facility workstream: review of Italian country terms (1); negotiations with GOP (0.50); call with head of treasury at Marelli Italy (0.50); signing process (0.50); signing and closing deliverables and case management (0.50)
18/03/2026	Soci, Lorenzo	3,90	Legal analysis of case law wrt Chiomenti request for "quietanza" (acknowledgment) of payment by Deutsche (2.90). Drafting correspondence to Ruvolo (1)
19/03/2026	Cupolo, Cristina	11,00	DB AR Transaction: email correspondence with K&E and GOP in connection with the transaction documents to which the Italian entities are parties (2.5) / Drafting of legal opinion addressed to DB (1.50) / IP Post closing security: board of directors meetings of the Italian entities and review of board minutes of all companies + related e-mail correspondence and call with the company (4) / Review of foreign law IP security documents (Japanese, Mexican, Irish and Polish) and related e-mail correspondence (2) / Review of perfection formalities in connection with the confirmation deed re bank account pledge executed by Marelli EPT Strasbourg and related email correspondence (1)
19/03/2026	Agostinelli, Riccardo	2,20	Review of issues from local directors and statutory auditors on Italian IP and non Italian IP, and and coordination of the various activities, including cross border signing + mechanics of 2nd ranking pledges organisation without recognition of Delaware orders in Italy
19/03/2026	Migliarucci, Daniele	9,00	Italian DIP post closing obligations workstream: follow up re IP pledges in foreign jurisdictions (0.50), draft IP pledge arrangements review (0.50); review of relevant approvals and PoAs (0.50); follow up re Italian board resolutions to approve foreign IP pledges and attendance to relvant board meetings (1); review of non-possessory pledge (0.50); review of Italian IP pledge (0.50); correspondence with KE, Marelli and GOP (0.50); follow up on share pledge over Marelli Aftermarket Italy (0.50); correspondence with Akin and case management (0.50); DB AR Facility workstream: review of Italian country terms (1); negotiations with GOP (1); call with head of treasury at Marelli Italy (0.50); signing process (0.50); signing and closing deliverables and case management (1)

<b>Description of Professional Services Rendered: Proforma Marelli April 2nd 2026</b>			
<b>Date</b>	<b>Timekeeper</b>	<b>Hours</b>	<b>Description</b>
20/03/2026	Cupolo, Cristina	10,00	DB AR Transaction: review of amendments received from GOP on Schedule 5 (Country Terms) to the Receivables Purchase Agreement, review of the amendment agreement no. 2 and of the deliverables tracker received from K&E (2) /, drafting and review of Italian deliverables/CPs (including capacity legal opinion and collection of good standing certificates) in connection with the Receivables Purchase Agreement and related e-mail correspondence (4) / IP Post Closing security: review of foreign IP security documents (Brazilian, Polish and Mexican) and related email correspondence (3) / Review of Irish account charge, preparation of relevant cover letters and related e-mail correspondence with local counsel (1)
20/03/2026	Agostinelli, Riccardo	0,40	Supervision on issues on DB facility ( Local Notary and Local formalities)
20/03/2026	Agostinelli, Riccardo	0,20	Emails with Marelli ( Boscarato and Guarnieri)
20/03/2026	Agostinelli, Riccardo	0,70	Review of the ART.56 issues (impact of the delay in delivering the BP and in-date of the independent expert) . Call with GIUFFRIDA
20/03/2026	Migliarucci, Daniele	8,00	DB AR Facility workstream: review of Italian CPs and deliverables to closing of the Italian sale of receivables (1); GT P&C legal opinion (0.50); review of RPA Amendment no. 2 (0.50); call with head of treasury of Marelli (0.20); Q&As with KE Team (0.80); correspondence with GOP and KE and case management (1); Italian DIP post closing obligations workstream: review of IP list from Marelli and Q&A session with GOP (1); review of draft foreign IP pledges (1); relevant corporate approvals and deliverables (0.50); follow up re Italian board meetings and relevant minutes (0.50); calls with N. Boscarato at Marelli (0.50); correspondence with GOP and KE and case management (0.50)
23/03/2026	Cupolo, Cristina	6,00	DB AR Transaction: review and internal discussion on the capacity opinion to be delivered to Deutsche Bank (1.45) + related e-mail correspondence with GOP and K&E team (1) / IP post closing security: review of Irish accession deed and amended cover letters received from local counterparty (1) + related e-mail correspondence (0.50) / drafting of notarial PoA to be granted by Marelli France to create the Italian IP pledge (1) / Call with GOP on the IP post closing security workstream (0.50) + related e-mail correspondence (0.55) / E-mail correspondence with Nicoletta Boscarato (Company) and Schoenherr regarding delivery of the PoAs (0.50)
23/03/2026	Agostinelli, Riccardo	0,80	Review of industrial issues re: GLAS and closing mechanics in Italy impact on tax fees
23/03/2026	Agostinelli, Riccardo	1,30	Review of issues re: DB AR Facility / accession agreement / RPA tracker
23/03/2026	Agostinelli, Riccardo	0,80	Review of documentation on IP security / Romania
23/03/2026	Agostinelli, Riccardo	0,90	Review of documentation on Bank Account / Irland
24/03/2026	Gambaro, Edoardo	1,00	Review email Akin on FDI Status. Review response and internal meeting
24/03/2026	Cupolo, Cristina	9,00	DB AR Transaction: review of comments to the capacity opinion received from GOP and drafting of a new version (1) and related email correspondence (0,50) / Call with GOP ahead of signing (0,50) / signing of the Amendment no. 2 to the RPA (1,50) / IP post closing security: review of Irish account charge (1) and related email correspondence (0,50) / review of Polish IP security documents and Italian IP security documents to be entered into by Italian entities (2) and related email correspondence (0,25) / Review of shareholder and board resolutions of Marelli Germany GmbH (1) and related email correspondence (0,25) / email correspondence regarding the collection of signature on the UK IP charge and officer certificate (0,50)
24/03/2026	Agostinelli, Riccardo	0,40	Review of the info requests re: ITALY = Italian IP list
24/03/2026	Agostinelli, Riccardo	1,30	Issues on the GP notice in the case of switch to "non possessory" pledge over share of the Italian subsidiaries according to Law 102/2016
24/03/2026	Migliarucci, Daniele	6,80	Italian Golden Power workstream: review of GP filing in light of latest comments from Akin and correspondence with Akin (1.20); Italian DIP post closing obligations: review of draft notarial IP pledge and non-possessory pledge (1.50); correspondence with KE and GOP/Akin re changed approach by DIP lenders re underaking agreements (h 2.30); DB AR Facility workstream: review of GT legal opinion in light of comments from Weil (0.50); signing process of amendment agreement no. 2 (0.50); email correspondence with GOP and KE (0.80)
25/03/2026	Cupolo, Cristina	8,50	DB AR Transaction: review and date certain at law (data certa) on the amendment no. 2 to the RPA and related email correspondence with GOP and K&E (2) / Review of capacity opinion (1.50) / IP Post closing security: review of Mexican PoA and related email correspondence with Galizia law firm (2) / review of PoA to be granted by Marelli France SAS and sharing of the PoA with the company, GOP and the Italian Notary (1) / email correspondence on the English IP charge (0.50) / email correspondence on the Polish IP pledge (0.50) / e-mail correspondence with GOP and the company on the assignment by way of security of intercompany receivables (1)
25/03/2026	Agostinelli, Riccardo	2,90	Meeting with Notary (Luigi Cecala) to discuss and identify solution for IP registration formalities, considering the large number of auditors and the legal requirement of individual identification: unilateral deed, parallel debt provision, need to get tax code for each entity
25/03/2026	Agostinelli, Riccardo	0,90	Review of golden power filing, taking into account the need to move from traditional pledge with formalities on the share certificates to "non possessory" pledge ( which is un-tested for shares)
25/03/2026	Migliarucci, Daniele	8,40	DB AR Facility workstream: assistance re Italian CPs and legal opinion (1.10); review of GT P&C legal opinion (0.90); correspondence with GOP and K&E (0.50); Italian DIP post closing obligations: assistance with tax Q&As from local directors re foreign IP security and relevant correspondence with Marelli and KE (1.20); review of draft foreign IP pledges and relevant deliverables (1.10); review of Italian notarial form of PoA for foreign pledgors to execute Italian IP pledges (0.90); Italian Golden Power workstream: review of GP filing in light of last comments from Akin and GOP (1.10); review of revised share pledge agreement to be appended to GP filign (0.90); correspondence with Akin, Marelli and KE re next steps for GP filing (0.70)
26/03/2026	Agostinelli, Riccardo	0,50	Review of the capacity opinions and relevant osservation & justification

<b>Description of Professional Services Rendered: Proforma Marelli April 2nd 2026</b>			
<b>Date</b>	<b>Timekeeper</b>	<b>Hours</b>	<b>Description</b>
26/03/2026	Agostinelli, Riccardo	0,50	Review of security by Marelli France and Marelli Automothive France and Polish security documents
26/03/2026	Migliarucci, Daniele	3,00	Italian Golden Power workstream: review of GP filing and revised draft share pledge agreement to be appended thereto (0.90); correspondence with Akin and GOP (0.50); Italian DIP post closing obligations workstream: review of draft notarial PoA in light of comments from notary public (0.50); review of draft foreign IP pledges (France and Poland) and relevant correspondence with Marelli and K&E Team (1.10)
27/03/2026	Agostinelli, Riccardo	0,50	Internal meeting with Migliarucci and Missanelli; emails with Basilisco and Missanou
27/03/2026	Agostinelli, Riccardo	0,50	Review of notice to Ministry of Industry (Mr. Urso)
27/03/2026	Agostinelli, Riccardo	0,10	Review of package for Iasenza
27/03/2026	Basilisco, Martino	2,50	Review and integration of golden power filing drafts (italian and english) following last update by Akin/GOP on draft pledge agreement. drafting email for client on execution requirements for forms.
27/03/2026	Cupolo, Cristina	4,00	IP Post closing security: review of excel file received from K&E regarding the patents to be abandoned and compare with the list of all IP assets circulated by the company (1) / Review of undertaking agreements executed on 16 January 2026 (0.50) / Review and amendment of the execution versions of the Irish charge (1) and related email correspondence with Irish lender counsel (0.50) / E-mail correspondence with the company and K&E on the English IP charge and IP post-closing security (1)
27/03/2026	Migliarucci, Daniele	3,90	Italian critical vendor workstream: review of materials and correspondence re claims by Consorzio ASI Napoli (1.10); correspondence with Marelli, A&M and KE Team re suggested next steps to settle down the matter (0.60); Italian Golden Power workstream: follow up correspondence with Marelli and Akin re next steps for Italina GP filing (0.60); Italian DIP post closing obligations: Q&A with KE team re abandonment / lapse of current Marelli patent (0.50); correspondence with Akin team re next steps for notarial security (background, timing and deliverables) and review of related documents (1.10)
27/03/2026	Agostinelli, Riccardo	0,50	Email re deposit of Golden Power and relevant procedure + exchange of correspondence with Magnoni and Rossi, call with Magnoni
27/03/2026	Agostinelli, Riccardo	0,50	Further email with Marelli (Iasenza, Rossi, Magnoni) call with GT (Migliarucci, Missanelli and docs review on golden power)
30/03/2026	Agostinelli, Riccardo	0,50	Internal meeting ( Missanelli, Migliarucci, Cupolo) on need of new BoD, for formalisation of security package, and kind of information to be provided to local directors auditors
30/03/2026	Agostinelli, Riccardo	0,50	Call with Marelli (Boscarato) on GLEISS LUTZ re: Marelli Germany
30/03/2026	Gambaro, Edoardo	1,50	Final review FDI filings and emails for signatures
30/03/2026	Cupolo, Cristina	5,00	DIP Post closing obligations: drafting of formalities certificates for all Italian entities and capacity opinion in connection with the signing of the notarial security documents (1.50) / Review of deed of assignment of contract receivables arising under the I/C loans from Marelli Europe to the Polish entities and related documents (1) + coordination with GOP (through call and email) in respect of such documents (1) / DB AR Transaction: email and call with GOP in connection with the amendment of commercial terms and exchange of updated cover letters to the accession agreements to the RPA and amendment no. 2 to the RPA (1) / review of email received from K&E re list of abandoned patents and drafting of responses (0.50)
30/03/2026	Migliarucci, Daniele	2,7	Italian DIP post closing obligations workstream: Q&As with KE team re IP assets list and possible abandonment / lapse of selected patents and relevant correspondence (1.50); review of draft PoAs re creation of IP pledges (0.50); DB AR Facility workstream: further exchange of correspondence with GOP team re amendment agreement no. 2 and review of underlying amendment agreement (0.70);
30/03/2026	Basilisco, Martino	2,00	Review and integration of golden power filing drafts (italian and english) following last update by Akin/GOP on draft pledge agreement. drafting email for client on execution requirements for forms.
31/03/2026	Cupolo, Cristina	5,00	DIP Post Closing obligations: review of the Japanese IP pledge agreement (1.50) / related e-mail correspondence (0.50) / E-mail correspondence and internal review of the requests from K&E regarding the IP lists (2) / review of Italian notarial security documents (1)
31/03/2026	Agostinelli, Riccardo	0,4	Call with Danovi Team on ART. 56 + email to A&M
31/03/2026	Agostinelli, Riccardo	0,5	Emails with Marelli (Magnoni) on pre-notice to Ministry of Industry and Made in Italy
31/03/2026	Agostinelli, Riccardo	0,4	Call with Marelli (Boscarato) on DIP security package signing
31/03/2026	Migliarucci, Daniele	4,5	Italian DIP post closing obligations workstream: Q&As with KE team re open points re draft Italian notarial IP pledges and relevant correspondence (1.70); correspondence with Marelli Team re next steps for execution of Italian notarial security documents, including corporate approvals and tax consequences, review of board minutes and supporting materials (2.30); follow up correspondence with GOP team and Akin Team (0.50)
	<b>Total</b>	<b>375,10</b>	

## **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 : April 2, 2026

## Proforma Invoice

### **Re: Marelli restructuring**

For fees and expenses incurred in March 2026 for legal assistance as to Italian law matters in the context of post-filing Marelli restructuring, including (without limitation) the following:

1. Implementation of Italian-related DIP Financing post-closing obligations (including several Italian and foreign law security documents, Italian corporate approvals, legal opinions, request for new IP security arrangements across multiple jurisdictions, relevant corporate approvals and PoAs, new confirmation agreements re new DIP lenders list, registration/tax issues, and deliverables related thereto).
2. Ad hoc sessions with local directors and statutory auditors in respect of implementation of the DIP security package and progress of the restructuring transaction (including attendance to meetings of board of directors), and preparation of the relevant notes. Analysis of “exit-from-crisis” strategy, interaction with Article 56, and Q&A (new issues raised by local directors and auditors).
3. Golden Power procedure as a CP to creation of the share pledges over Italian entities and change of ownership over Marelli Group; preparation of the draft GP notice for creation of the Italian pledges (collecting and incorporating comments from Marelli, K&E and Akin Gump); interaction with the preparation of the group business plan and impacts on the process and relevant dialogue with the competent authorities (analysis of various possible scenarios) including Ministry for Enterprises and Made in Italy. Interaction with the perspective and upcoming voluntary liquidation of Marelli e-Axle Torino Srl.
4. Assistance to the Italian companies in connection with new AR Facility with Deutsche Bank, including transaction documents review, negotiation of the applicable country terms, signing and closing deliverables and mechanics, presentation / preparatory / Q&As sessions with local directors and statutory auditors and attendance to relevant board meetings.
5. Assistance to the companies in connection with the handling of the relationship with several suppliers & vendors (including in connection with negotiation and execution of Trade Agreements and including extensive negotiation sessions with certain key Italian suppliers

Please wire the total amount within 14 days after invoice date. IBAN: IT15X 02008 09420 000600015847 (BIC:UNCRITMM) at UNICREDIT Private Banking. Please refer to the invoice and file number.



and advise on various pre-litigation and litigation positions (including in connection with injunctions of payments against certain Marelli Italian subsidiaries). Management of possible selected critical vendors' escalations, and need of stay of action (inter-action with Chapter 11 recognition issues). Settlement agreements.

6. Assistance in connection with the implementation of a recovery plan for the Italian entities under Article 56 of the Italian Bankruptcy Law, including interactions with the DIP lenders and their legal and financial advisors.

Fees	\$	368.828,00
Charge pursuant to Decree No. 55 of 03/10/2014	\$	55.324,20
Disbursements	\$	629,69
Social Security 4%	\$	16.991,28
Subtotal	\$	441.773,17
Duty Stamp	\$	2,30
<b>Total Current Invoice:</b>	<b>\$</b>	<b><u>441.775,47</u></b>

**Exchange rate Euro to Dollar (April 2nd, 2026): 1,15**

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: IT15X 02008 09420 000600015847 (BIC:UNCRITMM) at UNICREDIT Private Banking. Please refer to the invoice and file number.

<b>Disbursements detail: Proforma Marelli April 2nd 2026</b>						
<b>Date</b>	<b>Billed Amt</b>	<b>Bill Tkpr</b>	<b>Bill Tkpr Name</b>	<b>Narrative</b>	<b>Category</b>	<b>People Involved</b>
03/02/26	\$ 21,28	201678	Migliarucci, Daniele	Taxi fare id number 11809001	Taxi	Migliarucci, Daniele
03/03/26	\$ 13,23	201678	Migliarucci, Daniele	Taxi fare id number 11839304	Taxi	Migliarucci, Daniele
03/09/26	\$ 8,63	201678	Migliarucci, Daniele	Taxi fare id number 11872627	Taxi	Migliarucci, Daniele
03/10/26	\$ 17,83	201678	Migliarucci, Daniele	Taxi fare id number 11875211	Taxi	Migliarucci, Daniele
03/11/26	\$ 18,98	201678	Migliarucci, Daniele	Taxi fare id number 11927233	Taxi	Migliarucci, Daniele
03/13/26	\$ 19,44	201683	Cupolo, Cristina	Taxi fare id number 11895710	Taxi	Cupolo, Cristina
03/02/26	\$ 51,12	201677	Agostinelli, Riccardo	Dolcevia FT n. MI96 del 02/03/26	Late meal	Agostinelli - Migliarucci
03/03/26	\$ 60,00	201677	Agostinelli, Riccardo	Panino Giusto FT n. 101/2026/00420 del 03/03/26	Late meal	Agostinelli - Migliarucci
03/09/26	\$ 60,00	201677	Agostinelli, Riccardo	Dolcevia FT n. MI107 del 09/03/26	Late meal	Agostinelli - Migliarucci
03/10/26	\$ 60,00	201677	Agostinelli, Riccardo	Dolcevia FT n. MI113 del 10/03/26	Late meal	Agostinelli - Migliarucci
03/11/26	\$ 30,00	201676	Migliarucci, Daniele	Panino Giusto FT n. 101-2026-00469 del 11/03/26	Late meal	Migliarucci
03/11/26	\$ 24,96	201683	Cupolo, Cristina	Ravizza del 13/03/26	Late meal	Cupolo, Cristina
03/13/26	\$ 21,73	201683	Cupolo, Cristina	Ciaccio del 11/03/26	Late meal	Cupolo, Cristina
03/16/26	\$ 19,84	201683	Cupolo, Cristina	That's Vapore del 16/03/26	Late meal	Cupolo, Cristina
03/16/26	\$ 30,00	201677	Agostinelli, Riccardo	Dolcevia FT n. MI123 del 16/03/26	Late meal	Agostinelli
03/17/26	\$ 55,41	201677	Cupolo, Cristina	Panino Giusto FT n. 101-2026-00507	Late meal	Cupolo - Migliarucci
03/17/26	\$ 20,13	201677	Agostinelli, Riccardo	Spese per raccomandata del 17/03/26 - Mastercard	Certified Mail with original documents	Agostinelli
03/19/26	\$ 51,27	201677	Agostinelli, Riccardo	Dolcevia FT n. MI129 del 19/03/26	Late meal	Agostinelli - Migliarucci
03/30/26	\$ 22,94	201683	Cupolo, Cristina	Visure Opendotcom del 30/03/26	Chamber of Commerce Documents	Cupolo, Cristina
03/30/26	\$ 22,94	201683	Cupolo, Cristina	Visure Opendotcom del 30/03/26 (RICHIESTA 20/03/26)	Chamber of Commerce Documents	Cupolo, Cristina



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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: April 15, 2026

GREENBERG TRAURIG, LLP

*/s/ Anthony W. Clark*

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