

**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)
)
) **Re: Docket No. 22**

**STATEMENT AND RESERVATION OF RIGHTS OF OFFICIAL COMMITTEE
OF UNSECURED CREDITORS REGARDING THE FINAL DIP ORDER
AND OTHER “SECOND DAY” RELIEF**

The Official Committee of Unsecured Creditors (the “Committee”) of Marelli Automotive Lighting USA LLC and its debtor affiliates as debtors and debtors in possession (collectively, the “Debtors”) in the above-captioned cases (the “Chapter 11 Cases”), by and through its undersigned proposed counsel, hereby submits this statement and reservation of rights (this “Statement”) regarding final approval of the *Motion of Debtors for Entry of Interim and Final Orders (I) Authorizing the Debtors to (A) Obtain Postpetition Financing, and (B) Use Cash Collateral, (II) Granting Liens and Providing Superpriority Administrative Expense Claims, (III) Granting Adequate Protection to Certain Prepetition Secured Parties, (IV) Modifying the Automatic Stay, (V) Scheduling a Final Hearing, and (VI) Granting Related Relief* [Docket No. 22] (the “DIP Motion”)² and the other motions filed by the Debtors that will be heard at the “second day” hearings on July 24, 2025. In support of this Statement, the Committee respectfully states as follows:

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 and the Debtors’ service address in these chapter 11 cases is 26555 Northwestern Highway, Southfield, Michigan 48033.

² Capitalized terms used and not defined herein shall have the meanings ascribed to them in the DIP Motion.



STATEMENT

1. The Committee is comprised of a diverse mix of the Debtors' foreign and domestic suppliers and original equipment manufacturers. The Committee has worked quickly to get over a large learning curve presented by many months of negotiations between the Debtors and the Ad Hoc Group of Senior Lenders. In doing so, the Committee has worked tirelessly to review and comment on all of the Debtors' requests for "second day" relief, which will be heard at Thursday's hearing. Importantly, the Committee has also engaged in diligence on the Debtors' budget and cash flows and all of the legal and other operational issues presented by the DIP Facility's terms.

2. After extensive negotiations with the Debtors and the Ad Hoc Group of Senior Lenders, the Committee is pleased to report that the parties have reached agreement on terms of the modified proposed Final Order that will preserve the Committee's and general unsecured creditors' rights as these cases progress and allow the Debtors to obtain final approval of their much-needed DIP Facility package. In working to this point, the Committee has been guided by the central goal of its commitment to a reorganization process that helps Marelli become a stronger global go-forward contract counterparty to its vendors and customers and a financially stable employer for its thousands of employees. The Debtors and the Ad Hoc Group of Senior Lenders are committed to the same result. To that end, these Chapter 11 Cases were commenced with the optimistic goal of a "balance sheet restructuring," where the Debtors' substantial institutional debt would be reduced and all general unsecured creditors, including the Debtors' vendors and customers, would be paid in full. The Restructuring Support Agreement ("RSA"), entered into on the eve of the filing, and the plan contemplated therein (the "Plan") reflect the unimpairment of general unsecured claims, and the Committee is hopeful that, through critical vendor treatment and

the terms of the Plan that is ultimately confirmed and consummated in the case, this treatment will result.

3. Nonetheless, the Committee is tasked with, among other things, ensuring that all unsecured creditors are treated equally in these Chapter 11 Cases. In order to best fulfill that duty, the Committee ensured that the Final Order approving the DIP Facility preserves the Committee's rights for the benefit of unsecured creditors as the case progresses, particularly in light of the RSA's express statement that the unimpairment of general unsecured claims is subject to further diligence and the seemingly unilateral right of the Ad Hoc Group of Senior Lenders to dictate that outcome.

4. A key component to the agreement reached among the Debtors and the Ad Hoc Group of Senior Lenders is the Roll-Up of 47.5% (an amount equal to approximately \$1.1 billion) of the Prepetition Senior Loan Obligations held by the Ad Hoc Group of Senior Lenders upon approval of the proposed DIP Facility on a final basis. Upon formation, the Committee was focused on ensuring that the Roll-Up and optionality the Ad Hoc Group of Senior Lenders negotiated for under the RSA would not prejudice the rights of the Committee to challenge the purported liens securing the Senior Loan Facility if it became necessary. This right is always critical in any chapter 11 case where a debtor needs to yield to the demands of pre-petition secured creditors, but it was incredibly important in this case where, by the Debtors' own estimates and admissions, a significant portion of the Debtors' assets are unencumbered (whether as a result of the lack of collateral grants under the Senior Loan Facility or failure to perfect liens in various foreign jurisdictions). In short, approval of the Roll-Up, without the modifications obtained by the Committee, would effectively grant fully perfected security interests in \$1.1 billion of Prepetition Senior Loan Obligations to the Tranche B Lenders while the same lenders (in their capacity as

members of the Ad Hoc Group of Senior Lenders) retain the option to impair general unsecured claims under the Plan. This is an outcome that the Committee could not allow to happen, but a situation that the Committee and the Ad Hoc Group of Senior Lenders did not need to litigate today.

5. Following negotiations over the terms of the Roll-Up and the proposed DIP Facility, the parties agreed to modifications to the proposed Final Order that will, among other things, (a) explicitly subject the Roll-Up to the Challenge Period without any limitations on the Committee's remedies, and (b) extend the time in which the Committee will need to bring a challenge through entry of an order approving a disclosure statement for the Plan. This dual protection will allow the cases to proceed without immediate costly and distracting litigation and allow the Committee to both do its work and use its litigation option as powerful leverage to continue to drive a plan that tracks the RSA and provides for the payment in full of all unsecured claims.

6. In addition to the Roll-Up, a central feature of the RSA is the contemplated repayment of the Emergency Loan at the final approval of the DIP Facility. Like the Prepetition Senior Loan Obligations, the Committee believes the Emergency Loan also may be undersecured. Accordingly, any payment of the Emergency Loan also needs to be subject to the Committee's unfettered challenge rights, and the Committee expects that the Emergency Loan Lenders will consent to this outcome but at the time of submission of this pleading the parties were still in discussions with respect to the repayment of the Emergency Loan and the Committee's rights with respect thereto. As a result, while the Committee is supportive of entry of the Final Order on the terms that it negotiated, the Committee must reserve all of its rights relating to the potential payoff of the Emergency Loan, including the right to amend or supplement this Statement in that respect,

the right to submit additional pleadings in connection with the approval of the Final Order, the right to participate in any discovery that may take place and the right to be heard at the hearing in the event that the Final Order does not provide the Committee's rights to challenge any repayment of the Emergency Loan through the Challenge Period.

7. Similar to its negotiations with respect to the Final Order, the Committee took a constructive approach with respect to the other motions filed by the Debtors in connection with the early stages of these cases, and it is happy to inform the Court that it has reached consensus with the Debtors across all "second day" relief sought by the Debtors. The Committee has much work to do moving forward in these cases to ensure a fair and transparent process that leads to a stronger Marelli at exit, and it looks forward to working constructively with the Debtors, the Ad Hoc Group of Senior Lenders and the other parties in interest in these cases.

Dated: July 22, 2025
Wilmington, Delaware

MORRIS JAMES LLP

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**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)

CERTIFICATE OF SERVICE

I hereby certify that on the 22nd day of July, 2025, I caused to be filed with the Court electronically, and I caused to be served a true and correct copy of the *Statement and Reservation of Rights of Official Committee of Unsecured Creditors Regarding the Final DIP Order and Other “Second Day” Relief* upon the parties that are registered to receive notice via the Court’s CM/ECF notification system and an additional service was competed via electronic mail upon the parties on the attached service list.

Dated: July 22, 2025

/s/ Eric J. Monzo

Eric J. Monzo (DE Bar No. 5214)

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 and the Debtors’ service address in these chapter 11 cases is 26555 Northwestern Highway, Southfield, Michigan 48033.

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| New Jersey Attorney General | New Jersey Attorney General | Attn Bankruptcy Department | Richard J. Hughes Justice Complex | 25 Market St | PO Box 080 | Trenton | NJ | 08625-0080 | | Heather.Anderson@law.njoag.gov; NJAG.ElectronicService.CivilMatters@law.njoag.gov |
| New Mexico Attorney General | New Mexico Attorney General | Attn Bankruptcy Department | 408 Galisteo St | Villagra Building | | Santa Fe | NM | 87501 | | |
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| Top 30 Creditor and Committee of Unsecured Creditors | Nissan North America, Inc. | Attn: Joseph Hession | 1 Nissan Way | | | Franklin | TN | 37067 | | joseph.hession@nissan-usa.com |
| Top 30 Creditor | Nissin Kogyo Co., Ltd. | Yuichiro Asano, Chief Executive Officer | 172 Kamisoyagi | | | Yamato-City | Kanagawa | 242-0029 | Japan | |
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| North Dakota Attorney General | North Dakota Attorney General | Attn Bankruptcy Department | 600 E. Boulevard Ave. | Dept 125 | | Bismarck | ND | 58505-0040 | | ndag@nd.gov |
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| Oklahoma Attorney General | Oklahoma Attorney General | Attn Bankruptcy Department | 313 NE 21st St | | | Oklahoma City | OK | 73105 | | ConsumerProtection@oag.ok.gov |
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| Proposed Counsel to the Debtors and Debtors in Possession | Pachulski Stang Ziehl & Jones LLP | Laura Davis Jones, Timothy P. Cairns, and Edward A. Corma | 919 North Market Street, 17th Floor | P.O. Box 8705 | | Wilmington | DE | 19801 | | ljones@pszjlaw.com; tcairns@pszjlaw.com; ecorma@pszjlaw.com |
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| Proposed Counsel to the Official Committee of Unsecured Creditors | Paul Hastings LLP | Kristopher M. Hansen, Jonathan D. Canfield, Gabriel E. Sasson, and Marcella Leonard | 200 Park Avenue | | | New York | NY | 10166 | | krishansen@paulhastings.com; joncanfield@paulhastings.com; gabesasson@paulhastings.com; marcellaleonard@paulhastings.com |
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| Pennsylvania Attorney General | Pennsylvania Attorney General | Attn Bankruptcy Department | 16th Floor, Strawberry Square | | | Harrisburg | PA | 17120 | | info@attorneygeneral.gov |
| Pension Benefit Guaranty Corporation (PBGC) | Pension Benefit Guaranty Corporation | Desiree M. Amador and Colin B. Albaugh | Office of the General Counsel | 445 12th Street, S.W. | | Washington | DC | 20024 | | Amador.Desiree@pbgc.gov; efile@pbgc.gov; Albaugh.Colin@pbgc.gov |

Core/2002 Service List

| Description | CreditorName | CreditorNoticeName | Address1 | Address2 | Address3 | City | State | Zip | Country | Email |
|--|---------------------------------------|--|--------------------------------------|-----------------------------------|----------------------------|--------------------|-------|------------|----------------|---|
| Top 30 Creditor | Pension Protection Fund | Michelle Ostermann, Chief Executive Officer | Renaissance | | | Croydon | | CR0 2NA | United Kingdom | michelle.ostermann@ppf.co.uk |
| Puerto Rico Attorney General | Puerto Rico Attorney General | | PO Box 9020192 | | | San Juan | PR | 00902-0192 | | omar.andino@justicia.pr.gov |
| Top 30 Creditor | Qualcomm Technologies | Robinson & Cole LLP | Evan Lazerowitz | 666 Third Avenue | 20th Floor | New York | NY | 10017 | | elazerowitz@rc.com |
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| Top 30 Creditor | Renesas Electronics | Hidetoshi Shibata, Chief Executive Officer | Toyosu Foresia | | | Tokyo | | 135-0061 | Japan | hidetoshi.shibata@renesas.com |
| Rhode Island Attorney General | Rhode Island Attorney General | Attn Bankruptcy Department | 150 S. Main St. | | | Providence | RI | 02903 | | ag@riag.ri.gov |
| Counsel for Mizuho Bank, Ltd., in All Capacities Other than as Prepetition Agent | Richards, Layton & Finger, P.A. | Mark D. Collins, Michael J. Merchant and Brendan J. Schlauch | One Rodney Square | 920 North King Street | | Wilmington | DE | 19801 | | collins@rlf.com; merchant@rlf.com; schlauch@rlf.com |
| Top 30 Creditor and Committee of Unsecured Creditors | Robert Bosch LLC | Adam Wiener, Senior Legal Counsel | 38000 Hills Tech Dr. | | | Farmington Hills | MI | 48331 | | adam.wiener@us.bosch.com |
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| Counsel to Unifrax Holding LLC | Santoro Law Group LLC | Richard A. Barkasy | 1000 N. West St., Suite 1200 | | | Wilmington | DE | 19801 | | rbarkasy@santoroilg.com |
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| SEC Regional Office | Securities & Exchange Commission | PA Regional Office | Regional Director | One Penn Center | 1617 JFK Boulevard Ste 520 | Philadelphia | PA | 19103 | | philadelphia@sec.gov |
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| Top 30 Creditor | Suzuki Motor Corporation | Masaki Kuwabara, Manager of Legal Compliance | 300 Takatsuka-Machi | | | Hamamatsu | | 432-8611 | Japan | masakikuwabara@hhq.suzuki.co.jp |
| Top 30 Creditor | Teksid | Virgilio Cerutti, Chief Executive Officer | Via Umberto II, 5 | | | Carmagnola | | 10022 | Italy | virgilio.cerutti@stellantis.com |
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| Top 30 Creditor | Unipres Corporation | Yukihiko Morita, Senior Executive Vice President, Finance & Accounting | Sun Hamada Bldg. 5F | | | Yokohama | | 222-0033 | Japan | info@unipresscorp.com |
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| Utah Attorney General | Utah Attorney General | Attn Bankruptcy Department | Utah State Capitol Complex | 350 North State Street, Suite 230 | | Salt Lake City | UT | 84114-2320 | | bankruptcy@agutah.gov |
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| Top 30 Creditor | Wipro Limited | Srini Pallia, CEO and Managing Director | Doddakannelli | Sarjapur Road | | Bengaluru | | 560 035 | India | spallia@wipro.com |

Core/2002 Service List

| Description | CreditorName | CreditorNoticeName | Address1 | Address2 | Address3 | City | State | Zip | Country | Email |
|---|--------------------------------------|--|--------------------------------------|-------------------------|-------------|------------|-------|------------|---------|---|
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| Top 30 Creditor | Wuhu Foresight Technology Co. Ltd | Lu Wenbo, General Manager | No. 2, Lingyuan Road | | | Wuhu City | | 241000 | China | fs@foresight-int.com |
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