

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> , ¹)	
)	
Debtors.)	(Jointly Administered)
)	

MOTION OF DEBTORS FOR
ENTRY OF AN ORDER SHORTENING
NOTICE AND EXPEDITING HEARING ON THE
MOTION OF DEBTORS FOR ENTRY OF AN ORDER
(I) APPROVING THE DEBTORS' ENTRY INTO THE NEW AR
FACILITY TERM SHEET, (II) AUTHORIZING PAYMENT OF FEES
AND EXPENSES THEREUNDER, AND (III) GRANTING RELATED RELIEF

The above-captioned debtors and debtors in possession (collectively, the "Debtors" and each, a "Debtor") state as follows in support of this motion (the "Motion to Shorten Notice"):²

Relief Requested

1. The Debtors seek entry of an order (the "Order"), substantially in the form attached hereto as **Exhibit A**, shortening notice and scheduling an expedited hearing on the *Motion of Debtors for Entry of an Order (I) Approving the Debtors' Entry into the New AR Facility Term Sheet, (II) Authorizing Payment of Fees and Expenses Thereunder, and (III) Granting Related*

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 A detailed description of the Debtors and their business, including the circumstances giving rise to the Debtors' chapter 11 cases, is set forth in the *Declaration of David Slump, Chief Executive Officer of Marelli Automotive Lighting USA, LLC, in Support of First Day Motions*, [Docket No. 20] (the "Slump Declaration") and the *Declaration of Tony Simion, Managing Director of Alvarez & Marsal North America, LLC, in Support of First Day Motions* [Docket No. 19] (the "Simion Declaration"), and together with the Slump Declaration, the "First Day Declarations").



Relief (the “New AR Facility Term Sheet Motion”),³ filed contemporaneously herewith. More specifically, the Debtors request that the Court schedule the New AR Facility Term Sheet Motion to be heard at the hearing already scheduled on Wednesday, December 17, 2025, at 10:00 a.m. (prevailing Eastern Time) (the “Proposed Hearing Date”), or at such other time as the Debtors may be heard, and further request that the Court set an objection deadline of Monday, December 15, 2025, at 12:00 p.m. (prevailing Eastern Time) (the “Proposed Objection Deadline”).

Jurisdiction and Venue

2. The United States Bankruptcy Court for the District of Delaware (the “Court”) has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334 and the *Amended Standing Order of Reference* from the United States District Court for the District of Delaware, dated February 29, 2012. This matter is a core proceeding within the meaning of 28 U.S.C. § 157(b)(2), and the Debtors confirm their consent, pursuant to rule 9013-1(f) of the Local Rules of Bankruptcy Practice and Procedure of the United States Bankruptcy Court for the District of Delaware (the “Local Rules”), to the entry of a final order by the Court in connection with this motion to the extent that it is later determined that the Court, absent consent of the parties, cannot enter final orders or judgments in connection herewith consistent with Article III of the United States Constitution.

3. Venue is proper pursuant to 28 U.S.C. §§ 1408 and 1409.

4. The statutory bases for the relief requested herein is section 105 of title 11 of the United States Code, 11 U.S.C. §§ 101-1532 (the “Bankruptcy Code”) rules 2002(a) and 9006(c) of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”) and Local Rule 9006-1.

³ Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to them in the New AR Facility Term Sheet Motion or the First Day Declarations, as applicable.

Background

5. The Debtors, together with their non-Debtor affiliates (collectively, “Marelli” or the “Company”) are one of the largest international automotive parts suppliers in the world and a pioneer in motorsports and in automobile manufacturing and design. With its headquarters in Saitama, Japan and over 46,000 employees located in twenty-four countries around the world, Marelli designs and produces sophisticated technologies for leading automotive manufacturers, including lighting and sensor integrations, electronic systems, software solutions, and interior design products, and collaborates with motor sports teams and other industry leaders to research and develop cutting edge, high performance automotive components.

6. On June 11, 2025 (the “Petition Date”), each Debtor filed a voluntary petition for relief under chapter 11 of the Bankruptcy Code. The Debtors are operating their businesses and managing their property as debtors in possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code. On June 12, 2025, the Court entered an order [Docket No. 102] authorizing the procedural consolidation and joint administration of these chapter 11 cases pursuant to Bankruptcy Rule 1015(b) and Local Rule 1015-1. On June 25, 2025, the United States Trustee for the District of Delaware (the “U.S. Trustee”) appointed an official committee of unsecured creditors [Docket No. 184] (the “Committee”).⁴ No request for the appointment of a trustee or examiner has been made in these chapter 11 cases.

7. Substantially contemporaneously with the filing of this Motion to Shorten Notice, the Debtors filed the New AR Facility Term Sheet Motion seeking entry of an order (a) approving the Debtors’ entry into and performance under the New AR Facility Term Sheet; (b) authorizing

⁴ On July 2, 2025, the U.S. Trustee filed the *Amended Notice of Appointment of Committee of Unsecured Creditors* [Docket No. 230] and on September 10, 2025, the U.S. Trustee filed the *Second Amended Notice of Appointment of Committee of Unsecured Creditors* [Docket No. 922].

the Debtors' payment of the Structuring Fee and Expense Reimbursement subject to the terms contained in the New AR Facility Term Sheet Motion; and (c) granting related relief.

Basis for Relief

8. Bankruptcy Rule 2002 requires parties in interest be notified at least twenty-one days prior to a hearing on a debtor's proposed use, sale, or lease of estate property outside of the ordinary course of business. Fed. R. Bankr. P. 2002(a)(2). Further, Local Rule 9006-1(c) requires that all motion papers be filed and served at least fourteen days prior to the hearing date. Local Rule 9006-1(c)(ii) further provides that objections, if any, to such motions shall be made no later than seven days before the hearing date. However, pursuant to Local Rule 9006-1(e), the Court may, for cause shown, shorten the otherwise applicable notice period "on written motion (served on all interested parties) specifying the exigencies justifying shortened notice." See Local Rule 9006-1(e). Furthermore, according to the rule, "[t]he Court will rule on such motion for shortened notice promptly without need for a hearing." *Id.* "In exercising that discretion, [the court] should consider the prejudice to parties entitled to notice and weigh this against the reasons for hearing the motion on an expedited basis." *In re Philadelphia Newspapers, LLC*, 690 F.3d 161, 172 (3d Cir. 2012).

9. The Debtors submit that good cause and compelling circumstances exist in this case and warrant expedited consideration of the New AR Facility Term Sheet Motion. The New AR Facility Term Sheet will allow the Debtors to factor up to \$215.4 million of account receivables with Deutsche Bank, which will, in turn, provide liquidity and fully offset the lapse of certain of the Debtors' prepetition factoring arrangements. The New AR Facility Term Sheet Motion does not seek approval of the New AR Facility, which the Debtors plan to seek approval for separately and provide all parties with ample time to review and comment. Instead, the New AR Facility Term Sheet Motion seeks (i) authority to enter into the New AR Facility Term Sheet and

(ii) authority, but not direction, to pay an approximately \$3,769,500 commitment fee, of which \$2,154,500 is refundable, if certain conditions are met. Expedited consideration of the Structuring Fee is appropriate because the Structuring Fee constitutes a small portion of the overall value of the New AR Facility. Specifically, the non-refundable portion of the Structuring Fee is \$1,615,000, or 0.75% of the total value of the New AR Facility (the “Nonrefundable Fee”). The remaining portion of the Structuring Fee will be remitted to the Debtors if the New AR Facility is not placed. Moreover, if the Debtors do not pay the Structuring Fee prior to December 31, 2025, the New AR Facility Term Sheet provides that the Applicable Margin (as defined in the New AR Facility Term Sheet) for the New AR Facility will adjust upward by 50 basis points. Put simply, payment of the Structuring Fee prior to December 31, 2025 is a condition precedent to the economic terms of the New AR Facility. Therefore, obtaining Court approval to pay the Structuring Fee on an expedited timeline will inure to the benefit of the Debtors, their stakeholders, and, ultimately, the reorganized Debtors by securing improved pricing for the duration of the New AR Facility.

10. The Debtors do not believe that the relief requested in the New AR Facility Term Sheet Motion nor this Motion to Shorten Notice prejudices any party in interest. *First*, entry into the New AR Facility Term Sheet will provide the Debtors with a path to obtaining a meaningful liquidity infusion in January 2026 that will fully offset the prepetition factoring programs that are set to lapse on their own terms. *Second*, payment of the Structuring Fee will be in the Company’s discretion and will be conditioned on, among other things, agreement on the terms of definitive documentation for the New AR Facility. Put simply, the Debtors will pay the Structuring Fee only if the Debtors believe there is a reasonable degree of certainty that the facility will be placed. If the facility is not placed, the Nonrefundable Fee is the only portion of the Structuring Fee that will

not be remitted to the Debtors. Similarly, the Debtors will only incur material costs under the Expense Reimbursement if the facility is placed. *Third*, prior to the filing of the New AR Facility Term Sheet Motion (and, accordingly, prior to payment of the Structuring Fee), the Debtors commenced a market check process to ascertain whether an alternative facility on better terms can be obtained. The Debtors, with the assistance of their advisors, will continue to market test the New AR Facility to ensure that the New AR Facility represents the best terms available to the Debtors. Should the Debtors ultimately choose to enter into the New AR Facility, other than with respect to the Nonrefundable Fee, no party's rights to object thereto will be prejudiced by the relief requested in this Motion to Shorten.

11. Moving expeditiously to seek approval of the New AR Facility Term Sheet maximizes the Debtors' ability to obtain incremental liquidity in January to offset the loss of the lapsed factoring facilities and ensures the opportunity to obtain a meaningful pricing improvement that will benefit the Debtors and all of their stakeholders should the Debtors choose to formally bind such New AR Facility upon Court approval. For the foregoing reasons, the Motion to Shorten should be granted.

Local Rule 9006-1(e) Certification

12. Pursuant to the requirements of Local Rule 9006-1(e), the Debtors notified counsel to the U.S. Trustee prior to filing this Motion to Shorten Notice. Counsel for the U.S. Trustee informed the Debtors that it does not immediately oppose the requested relief. The Debtors also informed counsel to the Ad Hoc Group of Senior Lenders, the DIP Agent, and the Committee of the New AR Facility Term Sheet Motion and the relief requested in this Motion to Shorten Notice and received no objection to the requested relief.

Notice

13. The Debtors will provide notice of this motion to: (a) the U.S. Trustee; (b) the holders of the 30 largest unsecured claims against the Debtors (on a consolidated basis); (c) Paul Hastings LLP and Morris James LLP, as co-counsel to the Committee; (d) the office of the attorney general for each of the states in which the Debtors operate; (e) United States Attorney's Office for the District of Delaware; (f) the Internal Revenue Service; (g) the United States Securities and Exchange Commission; (h) the United States Department of Justice; (i) Mayer Brown LLP, as counsel to the DIP Agent; (j) Davis Polk & Wardwell LLP, as counsel to Mizuho Bank, Ltd., in all capacities other than as Prepetition Agent; (k) Young Conaway Stargatt & Taylor, LLP, as counsel to Mizuho Bank, Ltd., in its capacity as Prepetition Agent; (l) Akin Gump Strauss Hauer & Feld LLP and Cole Schotz P.C., as counsel to the Ad Hoc Group of Senior Lenders; (m) Paul, Weiss, Rifkind, Wharton & Garrison LLP, as counsel to the Sponsors; and (n) any party that has requested notice pursuant to Bankruptcy Rule 2002 (the "Notice Parties"). The Debtors submit that, in light of the nature of the relief requested, no other or further notice need be given.

No Prior Request

14. No prior request for the relief sought in this motion has been made to this or any other court.

[Remainder of page intentionally left blank]

WHEREFORE, the Debtors request entry of the Order, substantially in the form attached hereto as **Exhibit A**, (a) granting the relief requested herein and (b) granting such other relief as the Court deems appropriate under the circumstances.

Dated: December 9, 2025
Wilmington, Delaware

/s/ Laura Davis Jones

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Exhibit A

Proposed Order

**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> , ¹)	
Debtors.)	(Jointly Administered)
)	
)	Re: Docket No. [●]

**ORDER SHORTENING NOTICE AND EXPEDITING
HEARING ON THE MOTION OF DEBTORS FOR ENTRY
OF AN ORDER (I) APPROVING THE DEBTORS' ENTRY INTO
THE NEW AR FACILITY TERM SHEET, (II) AUTHORIZING PAYMENT
OF FEES AND EXPENSES THEREUNDER, AND (III) GRANTING RELATED RELIEF**

Upon the *Motion of Debtors for Entry of and Order Shortening Notice and Expediting Hearing on the Motion of Debtors for Entry of an Order (I) Approving the Debtors' Entry into the New AR Facility Term Sheet, (II) Authorizing Payment of Fees and Expenses Thereunder, and (III) Granting Related Relief* (the "Motion to Shorten Notice"),² all as more fully set forth in the Motion to Shorten Notice; and upon the First Day Declarations; and this Court having jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334 and the *Amended Standing Order of Reference* from the United States District Court for the District of Delaware, dated February 29, 2012; and this Court having found that this is a core proceeding pursuant to 28 U.S.C. § 157(b)(2); and this Court having found that this Court may enter a final order consistent with Article III of the United States Constitution; and this Court having found that venue of this proceeding and the

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 but not otherwise defined herein have the meanings ascribed to them in the Motion to Shorten Notice.

Motion to Shorten Notice in this district is proper pursuant to 28 U.S.C. §§ 1408 and 1409; and this Court having found cause for the relief requested in the Motion to Shorten Notice pursuant to Local Rule 9006-1(e); and this Court having found that the Debtors' notice of the Motion to Shorten Notice and opportunity for a hearing on the Motion to Shorten Notice were appropriate and no other notice need be provided; and this Court having reviewed the Motion to Shorten Notice; and this Court having determined that the legal and factual bases set forth in the Motion to Shorten Notice establish just cause for the relief granted herein; and upon all of the proceedings had before this Court; and after due deliberation and sufficient cause appearing therefor, it is **HEREBY ORDERED THAT:**

1. The Motion to Shorten Notice is **GRANTED** as set forth herein.
2. A hearing on the New AR Facility Term Sheet Motion will be held on December 17, 2025, at 10:00 a.m. (prevailing Eastern Time).
3. Objections or responses to the New AR Facility Term Sheet Motion, if any, must be filed on or before **December 15, 2025, at 12:00 p.m. (prevailing Eastern Time)**.
4. The Court shall retain jurisdiction over all matters arising from or related to the interpretation, implementation, and enforcement of this Order.