

Fill in this information to identify the case:

United States Bankruptcy Court for the:

District of Delaware

(State)

Case number (if known): _____

Chapter 11☐ Check if this is an amended filingOfficial Form 201**Voluntary Petition for Non-Individuals Filing for Bankruptcy**

04/25

If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and the case number (if known). For more information, a separate document, *Instructions for Bankruptcy Forms for Non-Individuals*, is available.

1. Debtor's Name Marelli Automotive Systems Europe PLC2. All other names debtor used in the last 8 years Calsonic Kansei Europe plc

Include any assumed names, trade names, and *doing business as* names

3. Debtor's federal Employer Identification Number (EIN) 5429001667

4. Debtor's address

Principal place of business

2 New Bailey, 6 Stanley Street

Number Street

Salford M3 5GS

City State Zip Code

United Kingdom

Mailing address, if different from principal place of business

26555 Northwestern Highway

Number Street

P.O. Box

Southfield, Michigan 48033

City State Zip Code

Location of principal assets, if different from principal place of business

Number Street

City State Zip Code

5. Debtor's website (URL) https://www.marelli.com

6. Type of debtor

☒ Corporation (including Limited Liability Company (LLC) and Limited Liability Partnership (LLP))☐ Partnership (excluding LLP)☐ Other. Specify: _____

Debtor Marelli Automotive Systems Europe PLC
Name

Case number (if known) _____

7. Describe debtor's business**A. Check One:**

- ☐ Health Care Business (as defined in 11 U.S.C. § 101(27A))
- ☐ Single Asset Real Estate (as defined in 11 U.S.C. § 101(51B))
- ☐ Railroad (as defined in 11 U.S.C. § 101(44))
- ☐ Stockbroker (as defined in 11 U.S.C. § 101(53A))
- ☐ Commodity Broker (as defined in 11 U.S.C. § 101(6))
- ☐ Clearing Bank (as defined in 11 U.S.C. § 781(3))
- ☒ None of the above

B. Check all that apply:

- ☐ Tax-exempt entity (as described in 26 U.S.C. § 501)
- ☐ Investment company, including hedge fund or pooled investment vehicle (as defined in 15 U.S.C. § 80a-3)
- ☐ Investment advisor (as defined in 15 U.S.C. § 80b-2(a)(11))

C. NAICS (North American Industry Classification System) 4-digit code that best describes debtor. See <http://www.uscourts.gov/four-digit-national-association-naics-codes> .
3363 (Other Motor Vehicle Parts Manufacturing)

8. Under which chapter of the Bankruptcy Code is the debtor filing?**Check One:**

- ☐ Chapter 7
- ☐ Chapter 9

☒ Chapter 11. **Check all that apply:**

- ☐ Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$3,424,000 (amount subject to adjustment on 4/01/28 and every 3 years after that).
- ☐ The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). If the debtor is a small business debtor, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return or if all of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
- ☐ The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D), and it chooses to proceed under Subchapter V of Chapter 11.
- ☐ A plan is being filed with this petition.
- ☐ Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
- ☐ The debtor is required to file periodic reports (for example, 10K and 10Q) with the Securities and Exchange Commission according to § 13 or 15(d) of the Securities Exchange Act of 1934. File the *Attachment to Voluntary Petition for Non-Individuals Filing for Bankruptcy under Chapter 11* (Official Form 201A) with this form.
- ☐ The debtor is a shell company as defined in the Securities Exchange Act of 1934 Rule 12b-2.

☐ Chapter 12**9. Were prior bankruptcy cases filed by or against the debtor within the last 8 years?**

- ☒ No
- ☐ Yes.

District _____

District _____

When MM/DD/YYYYWhen MM/DD/YYYY

Case number _____

Case number _____

If more than 2 cases, attach a separate list.

Debtor Marelli Automotive Systems Europe PLC
Name

Case number (if known) _____

10. Are any bankruptcy cases pending or being filed by a business partner or an affiliate of the debtor?☐ No☒ Yes.

Debtor

See Rider 1

Relationship

Affiliate

District

District of Delaware

When

06/11/2025

MM / DD / YYYY

List all cases. If more than 1, attach a separate list.

Case number, if known _____

11. Why is the case filed in this district?*Check all that apply:*

- ☐ Debtor has had its domicile, principal place of business, or principal assets in this district for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other district.
- ☒ A bankruptcy case concerning debtor's affiliate, general partner, or partnership is pending in this district.

12. Does the debtor own or have possession of any real property or personal property that needs immediate attention?☒ No☐ Yes. Answer below for each property that needs immediate attention. Attach additional sheets if needed.**Why does the property need immediate attention? (Check all that apply.)**

- ☐ It poses or is alleged to pose a threat of imminent and identifiable hazard to public health or safety.

What is the hazard? _____

- ☐ It needs to be physically secured or protected from the weather.

- ☐ It includes perishable goods or assets that could quickly deteriorate or lose value without attention (for example, livestock, seasonal goods, meat, dairy, produce, or securities-related assets or other options).

- ☐ Other _____

Where is the property?

Number

Street

City

State

Zip Code

Is the property insured?☐ No☐ Yes. Insurance agency

Contact name

Phone

Statistical and administrative information**13. Debtor's estimation of available funds***Check one:*

- ☒ Funds will be available for distribution to unsecured creditors.
- ☐ After any administrative expenses are paid, no funds will be available for distribution to unsecured creditors.

14. Estimated number of creditors

(on a consolidated basis)

☐ 1-49☐ 50-99☐ 100-199☐ 200-999☐ 1,000-5,000☐ 5,001-10,000☐ 10,001-25,000☐ 25,001-50,000☐ 50,001-100,000☒ More than 100,000

Debtor **Marelli Automotive Systems Europe PLC**
Name

Case number (if known)

15. Estimated assets (on a consolidated basis)	☐	\$0-\$50,000	☐	\$1,000,001-\$10 million	☐	\$500,000,001-\$1 billion
	☐	\$50,001-\$100,000	☐	\$10,000,001-\$50 million	☒	\$1,000,000,001-\$10 billion
	☐	\$100,001-\$500,000	☐	\$50,000,001-\$100 million	☐	\$10,000,000,001-\$50 billion
	☐	\$500,001-\$1 million	☐	\$100,000,001-\$500 million	☐	More than \$50 billion

16. Estimated liabilities (on a consolidated basis)	☐	\$0-\$50,000	☐	\$1,000,001-\$10 million	☐	\$500,000,001-\$1 billion
	☐	\$50,001-\$100,000	☐	\$10,000,001-\$50 million	☒	\$1,000,000,001-\$10 billion
	☐	\$100,001-\$500,000	☐	\$50,000,001-\$100 million	☐	\$10,000,000,001-\$50 billion
	☐	\$500,001-\$1 million	☐	\$100,000,001-\$500 million	☐	More than \$50 billion

Request for Relief, Declaration, and Signatures

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

17. Declaration and signature of authorized representative of debtor

The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.

I have been authorized to file this petition on behalf of the debtor.

I have examined the information in this petition and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on **06/11/2025**
MM/ DD / YYYY

X/s/ Marisa lasenza

Signature of authorized representative of debtor

Marisa lasenza

Printed name

Title **Authorized Signatory****18. Signature of attorney****X**/s/ Laura Davis Jones

Signature of attorney for debtor

Date

06/11/2025

MM/DD/YYYY

Laura Davis Jones

Printed name

Pachulski Stang Ziehl & Jones LLP

Firm name

919 North Market Street, 17th Floor, P.O. Box 8705

Number

Street

Wilmington

City

Delaware

State

19801

ZIP Code

(302) 652-4100

Contact phone

ljones@pszjlaw.com

Email address

2436

Bar number

Delaware

State

Fill in this information to identify the case:

United States Bankruptcy Court for the:

District of Delaware

(State)

Case number (if known): _____

Chapter 11☐ Check if this is an amended filing**Rider 1****Pending Bankruptcy Cases Filed by the Debtor and Affiliates of the Debtor**

On the date hereof, each of the entities listed below (collectively, the “Debtors”) filed a petition in the United States Bankruptcy Court for the District of Delaware for relief under chapter 11 of title 11 of the United States Code. The Debtors have moved for joint administration of these cases under the case number assigned to the chapter 11 case of Marelli Automotive Lighting USA LLC.

- Marelli Automotive Lighting USA LLC
- Automotive Lighting UK Limited
- Calsonic Kansei (Shanghai) Corporation
- CK Trading De México, S. De R.L. De C.V.
- Magneti Marelli Argentina S.A.
- Magneti Marelli Conjuntos de Escape S.A.
- Magneti Marelli do Brasil Indústria e Comércio S.A
- Magneti Marelli Repuestos S.A.
- Marelli (China) Co., Ltd
- Marelli (China) Holding Company
- Marelli (Guangzhou) Corporation
- Marelli (Thailand) Co., Ltd
- Marelli (Xiang Yang) Corporation
- Marelli Aftermarket Germany GmbH
- Marelli Aftermarket Italy S.p.A.
- Marelli Aftermarket Poland Sp. z o.o.
- Marelli Aftermarket Spain S.L.
- Marelli Aftersales Co., Ltd.
- Marelli Argentan France
- Marelli Automotive Chassis System (Guangzhou) Co., Ltd.
- Marelli Automotive Components (Guangzhou) Corporation
- Marelli Automotive Components (Wuhu) Co., Ltd.
- Marelli Automotive Components (Wuxi) Corporation
- Marelli Automotive Electronics (Guangzhou) Co., Ltd.
- Marelli Automotive Lighting (Foshan) Co., Ltd.
- Marelli Automotive Lighting France
- Marelli Automotive Lighting Italy S.p.A.
- Marelli Automotive Lighting Jihlava (Czech Republic) s.r.o.
- Marelli Automotive Lighting Juárez Mexico, S.A de C.V.
- Marelli Automotive Lighting Tepotzotlán México S. de R.L. de C.V.
- Marelli Automotive Systems Europe PLC
- Marelli Automotive Systems UK Limited
- Marelli Bielsko-Biała Poland Sp. z o.o.
- Marelli Business Service (Dalian) Co., Ltd.
- Marelli Business Service Corp.
- Marelli Cabin Comfort Mexicana, S.A. de C.V.
- Marelli Cabin Comfort Trading de México, S. de R.L. de C.V.
- Marelli Cluj Romania S.R.L.
- Marelli Cofap do Brasil Ltda
- Marelli Corporation
- Marelli do Brasil Indústria e Comércio Ltda.
- Marelli eAxe Torino S.R.L.
- Marelli Engineering (Shanghai) Co., Ltd.
- Marelli EPT Strasbourg (France)
- Marelli España S.A.
- Marelli Europe S.p.A.
- Marelli France
- Marelli Fukushima Corporation
- Marelli Germany GmbH
- Marelli Global Business Services America, S. de R.L. de C.V.
- Marelli Global Business Services Europe s.r.o.
- Marelli Holding USA LLC
- Marelli Holdings Co., Ltd.
- Marelli Indústria e Comércio de Componentes Automotivos Brasil Ltda.
- Marelli International Trading (Shanghai) Co., Ltd
- Marelli Iwashiro Corp.
- Marelli Kechnec Slovakia s.r.o.
- Marelli Kyushu Corporation
- Marelli Mako Turkey Elektrik Sanayi Ve Ticaret Anonim Sirketi
- Marelli Mexicana, S.A. de C.V.
- Marelli Morocco LLC
- Marelli North America, Inc.
- MARELLI NORTH CAROLINA USA LLC
- Marelli Ploiesti Romania S.R.L.
- Marelli Powertrain (Hefei) Co., Ltd.
- Marelli R&D Co., Ltd.
- Marelli Ride Dynamics México S. de R.L. de C.V.
- Marelli Sistemas Automotivos Indústria e Comércio Brasil Ltda
- Marelli Smart Me Up
- Marelli Sophia Antipolis France
- Marelli Sosnowiec Poland Sp. z o.o.
- Marelli Suspension Systems Italy S.P.A.
- Marelli Tennessee USA LLC
- Marelli Toluca México S. de R.L. de C.V.
- Marelli Tooling (Guangzhou) Corporation
- Marelli Yokohama Co., Ltd.

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

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

In re: MARELLI AUTOMOTIVE SYSTEMS EUROPE PLC, Debtor.	)))))))	Chapter 11 Case No. 25-_____(____)
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CORPORATE OWNERSHIP STATEMENT

Pursuant to Rules 1007(a)(1) and 7007.1 of the Federal Rules of Bankruptcy Procedure, the following are corporations, other than a government unit, that directly or indirectly own 10% or more of any class of the debtor's equity interest:

Shareholder	Approximate Percentage of Shares Held
Marelli Corporation	100%

Fill in this information to identify the case:

Debtor name: Marelli Automotive Lighting USA, LLC, et al.
 United States Bankruptcy Court for the: District of Delaware
 Case number (if known): _____

☐ Check if this is an amended filing

Official Form 204**Chapter 11 or Chapter 9 Cases: Consolidated List of Creditors Who Have the 30 Largest Unsecured Claims and Are Not Insiders**

12/15

A list of creditors holding the 30 largest unsecured claims must be filed in a Chapter 11 or Chapter 9 case. Include claims which the debtor disputes. Do not include claims by any person or entity who is an insider, as defined in 11 U.S.C. § 101(31). Also, do not include claims by secured creditors, unless the unsecured claim resulting from inadequate collateral value places the creditor among the holders of the 30 largest unsecured claims.

	Name of creditor and complete mailing address, including zip code	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
					Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
1	STELLANTIS TAURUS AVENUE 1 HOOFFDORP, 2312 NETHERLANDS	ATTN: DOUG OSTERMANN TITLE: CHIEF FINANCIAL OFFICER PHONE: +1 (217) 330-7428 EMAIL: DOUG.OSTERMANN@STELLANTIS.COM	TRADE PAYABLE / CUSTOMER ADVANCE				\$ 453,958,618
2	NISSAN 1-1, TAKASHIMA 1-CHOME YOKOHAMA, 220-8686 JAPAN	ATTN: MITSURO ANTOKU TITLE: CHIEF QUALITY OFFICER PHONE: +1 (800) 647-7261 EMAIL: MITSURO.ANTOKU@NISSAN.CO.JP	TRADE PAYABLE / CUSTOMER ADVANCE				\$ 313,145,938
3	BOSCH GROUP ROBERT-BOSCH-PLATZ 1 GERLINGEN-SCHILLERHÖHE, 70839 GERMANY	ATTN: DR. MARKUS FORSCHNER TITLE: CHIEF FINANCIAL OFFICER PHONE: +1 (917) 421-7209 EMAIL: MARKUS.FORSCHNER@DE.BOSCH.COM	TRADE PAYABLE				\$ 45,088,793
4	MAZDA 3-1 SHINCHI, FUCHU-CHO HIROSHIMA, 730-8670 JAPAN	ATTN: JEFF GUYTON TITLE: CHIEF FINANCIAL OFFICER PHONE: +1 (800) 222-5500 EMAIL: JEFF.GUYTON@MAZDA.COM	TRADE PAYABLE / CUSTOMER ADVANCE				\$ 30,091,528
5	GRANGES BOX 5505 STOCKHOLM, 114 85 SWEDEN	ATTN: JOHAN MENCKEL TITLE: CHIEF EXECUTIVE OFFICER PHONE: +46 (8) 459-5900 EMAIL: JOHAN.MENCKEL@GRANGES.COM	TRADE PAYABLE				\$ 26,141,936
6	TESLA 1 TESLA ROAD AUSTIN, TX 78725 UNITED STATES	ATTN: VAIBHAV TANEJA TITLE: CHIEF FINANCIAL OFFICER PHONE: +1 (888) 518-3752 EMAIL: VTANEJA@TESLA.COM	TRADE PAYABLE / CUSTOMER ADVANCE				\$ 22,215,569
7	TEKSID VIA UMBERTO II, 5 CARMAGNOLA, 10022 ITALY	ATTN: VIRGILIO CERUTTI TITLE: CHIEF EXECUTIVE OFFICER PHONE: +48 (33) 853-8200 EMAIL: VIRGILIO.CERUTTI@STELLANTIS.COM	TRADE PAYABLE				\$ 21,520,637
8	NISSIN KOGYO CO., LTD. 172 KAMISOYAGI YAMATO-CITY, KANAGAWA 242-0029 JAPAN	ATTN: YUICHIRO ASANO TITLE: CHIEF EXECUTIVE OFFICER PHONE: +46 (264) 1221 EMAIL:	TRADE PAYABLE				\$ 14,297,962
9	BASF STORKOWER STRASSE 146 BERLIN, 10407 GERMANY	ATTN: DIRK ELVERMANN TITLE: CHIEF FINANCIAL OFFICER AND CHIEF DIGITAL OFFICER PHONE: +1 (973) 245-6000 EMAIL: DIRK.ELVERMANN@BASF.COM	TRADE PAYABLE				\$ 14,285,830
10	MACNICA 1-6-3 SHIN-YOKOHAMA YOKOHAMA, 222-8561 JAPAN	ATTN: AKINOBU MIYOSHI TITLE: CO-CHIEF EXECUTIVE OFFICER PHONE: +1 (408) 205-7141 EMAIL: AKINOBUMIYOSHI@GMAIL.COM	TRADE PAYABLE				\$ 14,084,332
11	COVESTRO KAISER-WILHELM-ALLEE 60 LEVERKUSEN, 51373 GERMANY	ATTN: SUCHETA GOVIL TITLE: CHIEF COMMERCIAL OFFICER PHONE: +1 (412) 413-2673 EMAIL: SUCHETA.GOVIL@COVESTRO.COM	TRADE PAYABLE				\$ 13,683,540
12	INTEGRATED MICRO-ELECTRONICS NORTH SCIENCE AVENUE, SPECIAL EXPORT PROCESSING ZONE BINAN, 4024 PHILLIPINES	ATTN: ERIC DE CANDID TITLE: CHIEF OPERATING OFFICER PHONE: +63 (2) 7756-6840 EMAIL: ERIC.DECANDIDO@GLOBAL-IMI.COM	TRADE PAYABLE				\$ 11,998,543
13	RENESAS ELECTRONICS TOYOSU FORESIA TOKYO, 135-0061 JAPAN	ATTN: HIDEOTOSHI SHIBATA TITLE: CHIEF EXECUTIVE OFFICER PHONE: +1 (408) 432-8888 EMAIL: HIDEOTOSHI.SHIBATA@RENESAS.COM	TRADE PAYABLE				\$ 11,481,387
14	WIPRO LIMITED DODDAKANNELLI, SARJAPUR ROAD BENGALURU, 560 035 INDIA	ATTN: SRINI PALLIA TITLE: CEO AND MANAGING DIRECTOR PHONE: +1 (732) 394-8255 EMAIL: SPALLIA@WIPRO.COM	TRADE PAYABLE				\$ 11,426,300
15	WUHU FORESIGHT TECHNOLOGY CO. LTD NO. 2, LINGYUAN ROAD WUHU CITY, 241000 CHINA	ATTN: LU WENBO TITLE: GENERAL MANAGER PHONE: +86 (553) 596-3550 EMAIL: FS@FORESIGHT-INT.COM	TRADE PAYABLE				\$ 10,667,613
16	MITSUBA CORPORATION 1-2681 HIROSAWA-CHO KIRYU, GUNMA 376-8555 JAPAN	ATTN: HIROAKI TANJI TITLE: BOARD MEMBER PHONE: +81 (277) 52-0111 EMAIL: H-TANJI@MITSUBA.CO.JP	TRADE PAYABLE				\$ 10,302,024
17	MITSUBISHI 3-1, MARUNOUCHI 2-CHOME TOKYO, 100-8086 JAPAN	ATTN: YUZO NOUCHI TITLE: CORPORATE FUNCTIONAL OFFICER PHONE: +1 (888) 648-7820 EMAIL: YUZO.NOUCHI@MITSUBISHICORP.COM	TRADE PAYABLE				\$ 10,279,377
18	BITRON STRADA DEL PORTONE 95 GRUGLIASCO, 10095 ITALY	ATTN: ALBERTO MORO TITLE: CHIEF EXECUTIVE OFFICER PHONE: +39 (011) 4029-111 EMAIL: ALBERTO.FARCI@BITRON-IND.COM	TRADE PAYABLE				\$ 10,124,497

Debtor MARELLI AUTOMOTIVE LIGHTING USA, LLC et al.

Case number (if known) _____

	Name of creditor and complete mailing address, including zip code	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured claim if the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
					Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
19	AMS-OSRAM AG TOBELBADER STRASSE 30 PREMSTAETTEN, 8141 AUSTRIA	ATTN: ALDO KAMPER TITLE: CHIEF EXECUTIVE OFFICER PHONE: +43 (3136) 500-0 EMAIL: ALDO.KAMPER@OSRAM.COM	TRADE PAYABLE				\$ 9,967,101
20	SUZUKI MOTOR CORPORATION 300 TAKATSUKA-MACHI HAMAMATSU, 432-8611 JAPAN	ATTN: MASAKI KUWABARA TITLE: MANAGER OF LEGAL COMPLIANCE PHONE: +81 (53) 455-2111 EMAIL: MASAKIKUWABARA@HHQ.SUZUKI.CO.JP	TRADE PAYABLE				\$ 9,863,244
21	QUALCOMM TECHNOLOGIES 5775 MOREHOUSE DR. SAN DIEGO, CA 92121 UNITED STATES	ATTN: ANN CHAPLIN TITLE: GENERAL COUNSEL AND CORPORATE SECRETARY PHONE: +1 (858) 587-1121 EMAIL: ACHAPLIN@QUALCOMM.COM	TRADE PAYABLE				\$ 9,603,170
22	AVNET 2211 SOUTH 47TH STREET PHOENIX, AZ 85034 UNITED STATES	ATTN: MICHAEL R. MCCOY TITLE: GENERAL COUNSEL AND CHIEF LEGAL OFFICER PHONE: +1 (800) 332-8638 EMAIL: MICHAEL.MCCOY@AVNET.COM	TRADE PAYABLE				\$ 9,463,615
23	ARROW ELECTRONICS 7340 S. ALTON WAY UNIT 11G CENTENNIAL, CO 80112 UNITED STATES	ATTN: CARINE JEAN-CLAUDE TITLE: SENIOR VICE PRESIDENT AND CHIEF LEGAL AND COMPLIANCE OFFICER PHONE: +1 (855) 326-4757 EMAIL: CJEANCLAUDE@ARROW.COM	TRADE PAYABLE				\$ 9,196,498
24	TIBERINA GROUP VIA TIBERINA, 123 COLLAZZONE, PG 06050 ITALY	ATTN: ALBERTO FARCI TITLE: GENERAL MANAGER PHONE: +42 (32) 670-9197 EMAIL: ALBERTO.FARCI@TIBERINA.CZ	TRADE PAYABLE				\$ 8,970,886
25	UNIPRES CORPORATION SUN HAMADA BLDG. 5F YOKOHAMA, 222-0033 JAPAN	ATTN: YUKIHIKO MORITA TITLE: SENIOR EXECUTIVE VICE PRESIDENT, FINANCE & ACCOUNTING PHONE: +81 (45) 477-5121 EMAIL: INFO@UNIPRESSCORP.COM	TRADE PAYABLE				\$ 8,546,082
26	BTB TECHNOLOGIES GMBH HEINRICH-HERTZ-STR. 12 UNNA, D-59423 GERMANY	ATTN: MAXIMILIAN KRANE TITLE: CHIEF EXECUTIVE OFFICER PHONE: +49 (2303) 333-0 EMAIL: MAXIMILIANNAN@BTB-GRUPPE.COM	TRADE PAYABLE				\$ 8,128,940
27	VISTEON ONE VILLAGE CENTER VAN BUREN TOWNSHIP, MI 48111 UNITED STATES	ATTN: BRETT PYNNONEN TITLE: SENIOR VICE PRESIDENT AND GENERAL COUNSEL PHONE: +1 (734) 627-7384 EMAIL: BPYNNONEN@VISTEON.COM	TRADE PAYABLE				\$ 7,596,117
28	VALEO 100 RUE DE COURCELLES PARIS, 75017 FRANCE	ATTN: CHRISTOPHE PÉRILLAT TITLE: CHIEF EXECUTIVE OFFICER PHONE: +33 (0)1-40-55-20-20 EMAIL: CHRISTOPHE.PERILLAT@VALEO.COM	TRADE PAYABLE				\$ 7,540,594
29	PENSION BENEFIT GUARANTY CORPORATION 1200 K STREET, NW WASHINGTON, DC 20005 UNITED STATES	ATTN: LISA CLARK TITLE: CHIEF FINANCIAL OFFICER PHONE: +1 (202) 326-4400 EMAIL: PBGCPUBLICAFFAIRS@PBG.COV	PENSION	CONTINGENT, UNLIQUIDATED, DISPUTED			UNLIQUIDATED
30	PENSION PROTECTION FUND RENAISSANCE CROYDON, CR0 2NA UNITED KINGDOM	ATTN: MICHELLE OSTERMANN TITLE: CHIEF EXECUTIVE OFFICER PHONE: +44 (20) 8633-4902 EMAIL: MICHELLE.OSTERMANN@PPF.CO.UK	PENSION	CONTINGENT, UNLIQUIDATED, DISPUTED			UNLIQUIDATED

MARELLI AUTOMOTIVE SYSTEMS EUROPE PLC
(Registered number 02360038)
(the "Company")

Written resolutions of the Board of Directors of the Company
passed on 6th June 2025

1. Preliminary matters

We, the undersigned, being directors of the Company and the only persons entitled as at this date to receive notice, attend and vote at a meeting of the directors of the Company, hereby pass the following written resolutions in accordance with the Company's articles of association as if they had been passed at a meeting of the directors of the Company duly convened.

2. Directors' interests

It is noted that each director who is also a director of any direct or indirect shareholder of the Company or is a shareholder of any other company in the Group (as defined below) or in any way (whether directly or indirectly) interested in the documents, these written resolutions or the transactions contemplated thereby disclose the nature and extent of those interests in accordance with the Company's articles of association and section 177 of the Companies Act 2006. Each director confirms that notwithstanding any such interest, they are entitled to form part of the quorum and vote on the resolutions.

3. Background

- 3.1 The directors of the Company noted that they had, over several months, monitored the Company's financial position and had reviewed and considered materials presented by the management of the Company and the Company's financial and legal advisors in relation to such financial position and the possible solutions available.
- 3.2 The directors of the Company also noted that the Company has been meeting its obligations as they fall due to date. However, the overall financial position of the Group remains challenging in light of the Group's underperformance, upcoming debt maturities and various ongoing payment obligations.
- 3.3 The directors of the Company noted that they had the opportunity to consult management and the Company's advisors regarding the materials presented and the terms of the Transaction (as defined below).
- 3.4 The directors of the Company also noted that the Group (as defined below) was considering, among other things, the following potential transactions in connection with the Chapter 11 Filing (as defined below):
- (a) a sale of certain of the Group's assets to an interested strategic party or a consortium of its exiting creditors effectuated through a sale pursuant to the Chapter 11 Filing (the "**Sale**"); and
 - (b) a debtor-in-possession financing pursuant to the Chapter 11 Filing provided by a consortium of the Group's current secured creditors or third-party financing providers.

4. Purpose

- 4.1 The board of directors of the Company noted that the purpose of these written resolutions was to consider, and if thought appropriate, approve:
- (a) the Company filing, or causing to be filed, a voluntary petition or petitions for relief under the provisions of chapter 11 of title 11 of the United States Code, 11 U.S.C. § 101 et seq. (the "**Bankruptcy Code**") for the Company (together with a number of other Group companies) (the "**Chapter 11 Filing**");



- (b) pursuant to the Chapter 11 Filing, the Company's entry into a restructuring transaction or series of restructuring transactions by Marelli Holdings Co., Ltd (the "**Parent**") and its direct and indirect subsidiaries (the "**Group**") which will stabilise the Company's and the Group's financial position, provide the Company and the Group with additional liquidity and restructure its debt obligations and other liabilities, including the Sale (the "**Transaction**");
- (c) if so requested by the Parent or any of its subsidiaries, the Company's entry into a certain asset purchase agreement (the "**APA**") between the Company and certain other members of the Group as sellers documenting the Sale (including the purchase of certain assets of the Company by one or more purchasers designated by the Parent or any of its subsidiaries); and
- (d) the Company's entry into, delivery and/or performance of its obligations under any other transactions or documents which are (in the determination of any Director) necessary or desirable in connection with the Transaction, including without limitation any support agreement, asset sale agreement, facilities agreement, guarantee, indemnity, security agreement, intercreditor agreement, subordination agreement, hedging agreement, intercompany loan agreement, deed, notice, request (including without limitation any utilisation request, committed loan notice or similar document), letter, power of attorney, statement, confirmation or other ancillary document (together with the APA, the "**Documents**").

5. Documents

The directors of the Company considered that neither the execution, nor the delivery of the Documents to which the Company is or is to be a party, nor the performance by the Company of its obligations under the Documents to which the Company is or is to be a party, would result in any breach of any restrictions imposed by the Company's memorandum or articles of association or any limits on the power of the Company or its directors to borrow, give guarantees, create security, or lend being exceeded.

6. Directors' duties

The directors of the Company reminded themselves of their duties. The directors of the Company noted that they were aware of their duties under English law and that at present they were taking, and would continue to take, all steps necessary to discharge those duties. The directors noted that their duties are owed on a company-by-company basis and not on a group or divisional basis. The directors further noted that once a company becomes insolvent, or there is a doubt as to its solvency, the directors must consider the interests of the company's creditors in order to minimise the potential loss to them.

7. Consideration

7.1 The following was noted by the directors of the Company:

- (a) the Transaction would improve the financial position of the Company and the Group as a whole to allow them to continue meeting their obligations as they fall due. In connection with the Transaction it is intended that all key vendors and suppliers across the Group are repaid and caught up on outstanding payment to ensure a return to normal trade terms;
- (b) the Transaction would promote the success of the Company and the Group as a whole and would be in the best interest of the Company and its stakeholders, including its member, creditors and employees;
- (c) the Transaction would significantly deleverage the balance sheet of the Group and provide it with the required liquidity to continue operating on a stable platform; and
- (d) the Chapter 11 Filing would bring certain protections against creditors bringing certain actions and claims against the Company and each other Group company filing.

7.2 The Directors considered the Documents in light of the conclusions above and formed the opinion that it was to the commercial benefit and advantage of the Company, and likely to promote the success of the Company, for the Company to carry out the Chapter 11 Filing, enter into those of the Documents to which it is proposed to be a party and to enter into the Transaction.



8. Resolutions

IT WAS RESOLVED that:

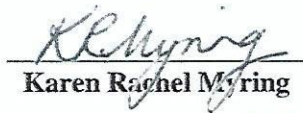
- (a) the Chapter 11 Filing, the Transaction and the terms of the Documents be, and hereby are, approved;
- (b) any partner, director, manager, or other duly appointed officer of Marelli Automotive Lighting USA LLC., or the Company or Marisa Iasenza (collectively, the “**Authorized Persons**”) be, and hereby are, authorized, directed, empowered and appointed to act as signatory and attorney on behalf of the Company in respect of the Chapter 11 Filing and/or any persons to whom such Authorized Persons and/or officers delegate certain responsibilities, be, and hereby are, authorized to prepare, execute (under the common seal of the Company, if appropriate) and file on behalf of the Company and its subsidiaries all petitions, schedules, lists, and other motions, papers, or documents, and to take any and all action that they deem necessary or proper to obtain such relief, including, but not limited to, any action necessary or proper to maintain the ordinary course operations of the Company’s or any of its subsidiaries’ businesses;
- (c) any Authorised Person acting alone or with one or more other Authorized Persons be, and hereby are, authorized and empowered to authorise or enter into on behalf of the Company a restructuring transaction or series of restructuring transactions by which the Company will restructure its debt obligations and other liabilities (including the APA) with such changes and in such form as the Authorized Person or Authorized Persons executing the same shall in their absolute discretion deem appropriate;
- (d) each of the Authorized Persons, be, and hereby are, authorized, empowered and directed to employ: (i) the law firm of Kirkland & Ellis LLP as general bankruptcy counsel, (ii) the law firm of Pachulski Stang Ziehl & Jones LLP as co-bankruptcy counsel, (iii) Alvarez & Marsal North America, LLC as restructuring advisor, (iv) PJT Partners Inc. as investment banker, (v) Kurtzman Consultants, LLC dba Verita Global as notice and claims agent, (vi) BDO as English pension covenant assessor and (vii) any other legal counsel, accountants, financial advisors, restructuring advisors or other professionals the Authorized Persons deem necessary, appropriate or advisable; each to represent and assist the Company in carrying out its duties and responsibilities and exercising its rights under the Bankruptcy Code and any applicable law (including, but not limited to, the law firms filing any pleadings or responses); and in connection therewith, the Authorized Persons, be, and hereby are authorized, empowered and directed, in accordance with the terms and conditions hereof, to execute (under the common seal of the Company, if appropriate) appropriate retention agreements, pay appropriate retainers, and to cause to be filed appropriate applications for authority to retain such services;
- (e) any Director be, and hereby is, authorised to negotiate, enter into and/or execute on behalf of the Company any or all of the Documents to which the Company is proposed to be party, in such form (and subject to such amendments and modifications) as any Director may in their absolute discretion agree and so that a Director’s signature of the relevant Document shall be conclusive evidence of such agreement;
- (f) any Document which needs to be executed by the Company as a deed be executed and delivered as a deed in accordance with s.46 of the Companies Act 2006;
- (g) the Company execute, deliver and perform its obligations under those of the Documents to which it is a party;
- (h) any Director or Authorizes Person be, and hereby is, authorised to do all such acts and things as may be required in order to implement the Transaction, in each case in such manner or form as that Director may in their absolute discretion think fit;
- (i) for the purposes of any general meeting or written shareholders’ resolution of any company of which the Company is a member in connection with the Transaction and/or the Documents, any Director be, and hereby is, appointed as a corporate representative of the Company with the

authority to exercise the powers of the Company as they may, in their absolute discretion, think fit; and

- (j) any action taken by the Company or any Director in respect of any Document or the Transaction prior to the date of this meeting, including without limitation the execution and/or delivery of any Document entered into prior to the date of this meeting by or on behalf of the Company and the performance by the Company of its obligations thereunder, be, and hereby is, approved, authorised and ratified.



Philip John Wood



Karen Rachel Myring



Andrea Franco

Fill in this information to identify the case and this filing:	
Debtor Name	Marelli Automotive Systems Europe PLC
United States Bankruptcy Court for the:	District of Delaware (State)
Case number (If known):	

Official Form 202**Declaration Under Penalty of Perjury for Non-Individual Debtors**

12/15

An individual who is authorized to act on behalf of a non-individual debtor, such as a corporation or partnership, must sign and submit this form for the schedules of assets and liabilities, any other document that requires a declaration that is not included in the document, and any amendments of those documents. This form must state the individual's position or relationship to the debtor, the identity of the document, and the date. Bankruptcy Rules 1008 and 9011.

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

Declaration and signature

I am the president, another officer, or an authorized agent of the corporation; a member or an authorized agent of the partnership; or another individual serving as a representative of the debtor in this case.

I have examined the information in the documents checked below and I have a reasonable belief that the information is true and correct:

- ☐ *Schedule A/B: Assets-Real and Personal Property (Official Form 206A/B)*
- ☐ *Schedule D: Creditors Who Have Claims Secured by Property (Official Form 206D)*
- ☐ *Schedule E/F: Creditors Who Have Unsecured Claims (Official Form 206E/F)*
- ☐ *Schedule G: Executory Contracts and Unexpired Leases (Official Form 206G)*
- ☐ *Schedule H: Codebtors (Official Form 206H)*
- ☐ *Summary of Assets and Liabilities for Non-Individuals (Official Form 206Sum)*
- ☐ Amended Schedule
- ☒ *Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 30 Largest Unsecured Claims and Are Not Insiders (Official Form 204)*
- ☒ Other document that requires a declaration **List of Equity Security Holders and Corporate Ownership Statement**

I declare under penalty of perjury that the foregoing is true and correct.

Executed on

06/11/2025

MM/ DD/YYYY

☒ **/s/ Marisa lasenza**

Signature of individual signing on behalf of debtor

Marisa lasenza

Printed name

Authorized Signatory

Position or relationship to debtor