

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION**

In re:	§	
	§	
AMPLE, INC., <i>et al.</i> , ¹	§	Case No. 25- _____ ()
	§	Chapter 11
Debtors.	§	(Joint Administration Requested)
	§	

**DECLARATION OF JOHN D. BAUMGARTNER,
CHIEF RESTRUCTURING OFFICER OF THE DEBTORS, IN SUPPORT OF THE
CHAPTER 11 PETITIONS AND FIRST-DAY RELIEF**

I, John D. Baumgartner, pursuant to section 1746 of title 28 of the United States Code, hereby declare that the following is true and correct to the best of my knowledge, information, and belief:

1. I am Chief Restructuring Officer (“CRO”) of Ample, Inc. and Ample Texas EV, LLC, the debtors and debtors-in-possession in the above-captioned chapter 11 cases (collectively, the “Debtors,” “Ample” or the “Company”). Since September 29, 2025, Ann Huynh and I have advised the Debtors. I am engaged in my capacity as a Managing Director of Getzler Henrich & Associates LLC (“Getzler Henrich”), a corporate turnaround and restructuring advisory and consulting firm. I have over twenty-five (25) years of experience in corporate restructuring advisory services for manufacturing, retail and distribution companies, including operations restructuring, business plan analysis, performance improvement, cash and vendor management, bankruptcy consulting and interim management services.

¹ The Debtors in these chapter 11 cases (the “Chapter 11 Cases”) and the last four digits of each Debtor’s taxpayer identification number are: Ample Inc. (4015); and Ample Texas EV, LLC (6832).



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2. In my capacity as CRO, I am generally familiar with the Debtors' business, financial affairs, books and records, and its restructuring efforts to date. I have overseen the preparations for the Debtors' chapter 11 filings and participated in negotiations with certain of the Debtors' key constituencies. I submit this declaration (this "Declaration"): (i) in support of the voluntary petitions for relief filed by the Debtors as of the date hereof (the "Petition Date") under chapter 11 of title 11 of the United States Code (the "Bankruptcy Code") and the motions and applications filed concurrently herewith and discussed herein (collectively, the "First Day Motions"), and (ii) to describe the circumstances that compelled the Debtors to seek relief under chapter 11 and provide other pertinent information.

3. Except as otherwise indicated herein, the facts in this Declaration are based upon my personal knowledge, my review of relevant documents and information, my discussions with the Debtors' management and employees, my insights and opinions based upon experience, knowledge, and information concerning the Debtors' operations and financial condition, and/or my discussions with the team at Getzler Henrich and with the Debtors' other advisors at Pillsbury Winthrop Shaw Pittman LLP ("Pillsbury"). References to the Bankruptcy Code, the chapter 11 process, and related legal matters are based on my understanding of such matters in reliance on the explanation provided by counsel. If called upon to testify, I would testify competently to the facts set forth in this Declaration.

4. This Declaration is organized into six sections. The first provides an overview of the Debtors and their Chapter 11 Cases. The second provides background information on the Debtors' business. The third describes the Debtors' corporate and capital structure. The fourth describes the key events leading to the filing of the Chapter 11 Cases and the Debtors' prepetition restructuring efforts. The fifth summarizes the Debtors' proposed DIP financing. The sixth

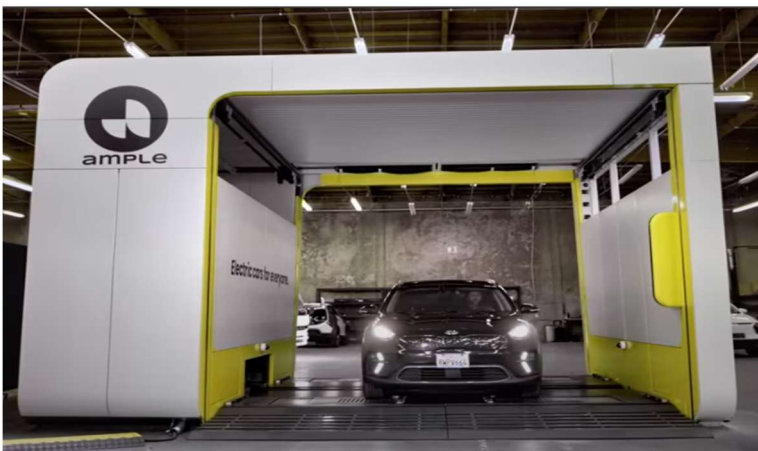
summarizes the relief requested in, and the legal and factual bases supporting, the First Day Motions.

I. OVERVIEW OF THE DEBTORS

5. Founded in 2014, Ample’s objective is to solve fleet electrification challenges by developing modular battery swapping solutions to make electric vehicles (“EV”) charging fast and convenient while enabling a more sustainable future. Ample develops proprietary autonomous swapping stations and modular battery systems that enable depleted EV batteries to be replaced quickly with fully charged ones. Ample’s core innovation is its modular battery swapping technology, which enables a vehicle to receive a fresh battery in minutes, similar to refueling at a gas station. This system is designed to work with a variety of EV models without requiring major vehicle re-engineering. Its EV battery swapping stations use autonomous robotics to remove and replace battery modules, reducing EV downtime compared with conventional EV charging. The modular approach enables faster deployment, with swapping stations able to be installed quickly in days and utilizes compact footprints the size of two parking spaces, conveniently and strategically located in urban and suburban locations. Ample primarily targets commercial fleet operators such as logistics, ride-hailing, delivery that would most benefit from minimized EV downtime and increased utilization.

6. Over the last several years, Ample has built and deployed a network of modular battery swapping systems in coordination with fleet operators and other partners, including Uber, Mitsubishi and Stellantis. The Company’s platform includes not only the autonomous exchange stations (“Swapping Stations”) and battery module systems (“BMS”), but also proprietary vehicle integration components and software (“VI”) that seamlessly integrate to multiple OEM vehicle designs. Ample’s system is battery chemistry agnostic and uses cylindrical cells to

manufacture its BMS. Ample has deployed its technology in the San Francisco Bay Area and pursued pilot deployments in Spain and Japan with OEM and fleet partners, including Stellantis's Free2Move car-sharing service in Madrid, and Mitsubishi Fuso, Mitsubishi Motors and Yamato in Japan.



An electric vehicle inside Ample's battery swapping machine. Courtesy Ample

7. The past two years have seen an industry-wide reduction in both public and private renewable energy investment which, exacerbated by ongoing supply-chain challenges, has impacted Ample's ability to obtain additional funding needed to fully scale and commercialize Ample's technology. While the Company this year raised additional liquidity to fund scaling and development, it ultimately proved to be insufficient. As a result, Ample is left with technology that remains highly effective and well-proven, but it still needs additional capital in order to achieve commercial deployment and scale.

8. Throughout 2025, Ample actively engaged with strategic and capital providers in pursuit of a transaction that would enable the company to advance toward commercial deployment and scale with OEM and blue-chip fleet partners. Ample and its subsidiary commenced these chapter 11 cases in order to continue to pursue a going-concern sale or other transaction supported by debtors-in-possession financing. After evaluating multiple restructuring alternatives, the Debtors determined that an in-court sale process would provide the best opportunity to protect and maximize value for all stakeholders.

II. THE DEBTORS' BUSINESS

9. Ample was created to address slow charging times and incompatible charging infrastructure which present barriers to widespread EV adoption. At the core of Ample's technology is the modular, swappable, battery architecture. There is no need for carmakers to redesign their cars to work with Ample's technology. At Ample's swapping stations, using a combination of computer vision and secure wireless communication with the vehicle, Ample can identify the location of each battery module to be swapped. The depleted batteries are removed and placed on storage shelves within the swapping station, to be recharged for the next vehicle.

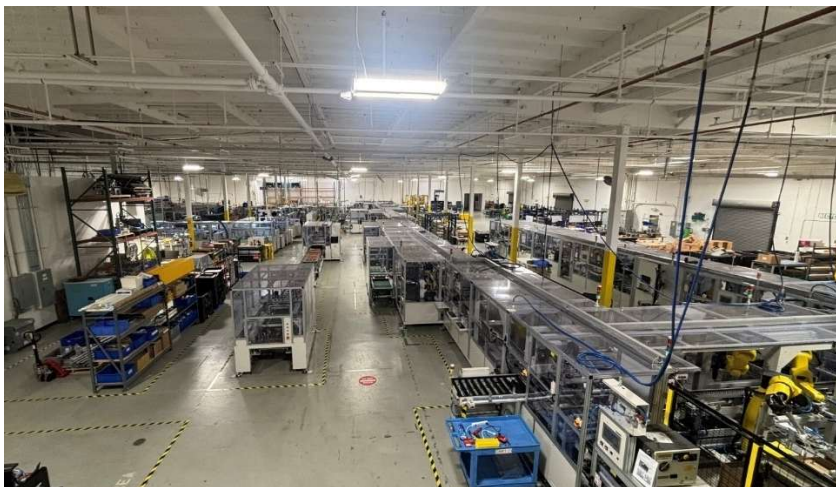
10. Ample's swapping stations provide several benefits to the electrical grids. Charging stations reduce the load on the grid during peak hours by charging off-peak where possible, as compared to traditional EV charging, which is dependent on the operator's electricity consumption behavior. The stations function as another form of distributed energy storage. Their idle batteries recharge during non-peak periods and help smooth out load demands and grid fluctuations. Unlike fast chargers that demand several megawatts of instantaneous power, Ample's swapping stations draw energy at a steady, self-regulated rate.

11. At its peak, the Company employed over 200 employees and was a significant contributor to the South San Francisco industrial base. The workforce included professionals across multiple engineering disciplines, as well as finance, supply chain, logistics, regulatory, and health and safety functions, among others. The Company is also proud of the diversity of its team, which includes employees from more than 20 countries who collectively speak 14 different languages. The Company also received national and international accolades, including recognition as one of *TIME* Magazine's "100 Most Influential Companies" in 2023, *Fast Company*'s "Innovation by Design" award in Automotive in 2023, and *TIME* Magazine's "America's Top GreenTech Companies" in 2024.

12. The Company has attracted substantial investment interests since it was founded in 2014. To date, it has raised more than \$330 million over five funding rounds including Series A, B, C, and C-1 preferred shares and convertible notes. Ample's largest funding round was \$160 million in Series C preferred shares in 2021. In November 2024, Ample secured a \$25 million investment led by a multinational Japanese manufacturer. In 2024, Ample partnered with Stellantis to deploy Fiat 500e's in the Free2Move car-sharing service in Madrid. Ample also raised convertible notes debt in 2025 totaling approximately \$35 million.

13. Ample's technology is proven through a series of real-world test pilots. In the San Francisco Bay Area, the company began rolling out stations and vehicles for fleet customers in 2021. In Spain, Ample teamed up with Stellantis to power the Fiat 500e car-sharing program. In Japan, Ample partnered with local stakeholders and OEMs on pilot deployments, supported in part by a grant from the Tokyo Metropolitan Government.

The Debtors' significant assets consist of intellectual property and related know-how developed and proven technology for the proprietary designs for modular battery systems, robotics, vehicle-integration components, swapping-station architecture, and associated software platforms. These assets represent the core technological value of the enterprise and are central to the Debtors' sale efforts. The Company also developed and built a state-of-the-art manufacturing facility that produces the battery module systems, swapping stations and vehicle integration plates. This turnkey facility consists of three (3) fully automated battery assembly lines which use 50+ FANUC 6-axis robotic arms, laser welders, automated dispensing equipment, vision-based quality control, and in-line testing. The lines combined are capable of producing 18 battery modules per hour.





14. The Debtors own and lease equipment used for battery module system and swapping station manufacturing, testing, and deployment. As of September 30, 2025, the Debtors reported net property and equipment of approximately \$57.0 million, including vehicles held for conversion, R&D equipment, computer equipment, and swapping infrastructure. While the Company has disposed of or impaired certain non-essential and non-core assets, the Debtors continue to maintain, protect, and safeguard the manufacturing assets in their Brisbane, California facility and related inventory storage facility.

15. Ample has the opportunity to apply for duty drawback recovery related to a portion of its excess battery cell inventory sales for which import duties were previously paid and which

is subsequently being exported from the United States. Duty drawback refers to a Customs and Border Protection (CBP) program that allows a company to request a refund of certain duties and fees originally paid upon importing goods into the United States, when those same goods (whether raw materials or finished products) are later exported out of the country. The Company estimates that it could potentially claim approximately \$6 million in duty drawbacks related to the sale of excess battery inventory. The Company could engage a third party broker, like Charter Brokerage, to help prepare and submit the required documentation, as CBP imposes detailed and specific requirements for duty drawback applications.

16. The Debtors lease multiple facilities used for corporate offices, engineering, manufacturing, warehousing, and pilot operations. Ample maintains its headquarters at 100 Hooper Street in San Francisco, California, and leases industrial and office space in Brisbane, California, including at 91 and 93–99 Park Lane and 280 Old County Road. The Debtors also lease warehouse space at 1699 West Grand Avenue in Oakland, California, and premises at 245 South Spruce Avenue in South San Francisco, California. In addition, the Debtors lease a testing facility at 2870 Cordelia Road in Fairfield, California. Over the course of the year, in an effort to reduce fixed costs and improve its liquidity, the Company embarked on lease and operational consolidation efforts to vacate several leased locations and continues to evaluate lease assumption or rejection as part of its consolidation, and optimization efforts for the sale process.

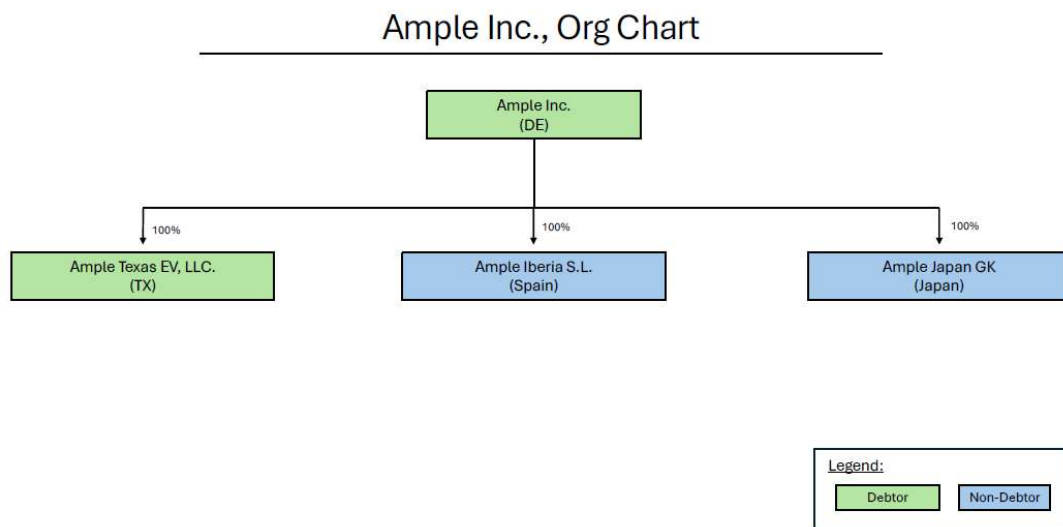
17. As of the Petition Date, Ample employs two full-time, non-executive employees and also engages approximately fifteen contractors, many of whom previously served as long-time dedicated employees of the Company. These individuals provide essential operational, financial, strategic, administrative, and facilities support and collectively preserve critical institutional knowledge regarding the Debtors' technology, manufacturing processes, and commercial

relationships. These two remaining Employees are expected to remain in place for the immediate future, but Debtors anticipate transitioning them to contractors to assist with maintaining the intact turnkey manufacturing facilities and supporting sale-related activities.

III. THE DEBTORS' PREPETITION CORPORATE AND CAPITAL STRUCTURE

A. The Debtors' Corporate Structure

18. The lead debtor, Ample Inc., is a Delaware corporation and the parent of certain operating entities, including Ample Texas EV, LLC (co-debtor in these Chapter 11 Cases), and two foreign non-debtor affiliates: Ample Iberia S.L. in Spain and Ample Japan GK in Japan. Ample Texas EV, LLC was formed to facilitate potential recapitalization, merger, sale, and reorganization opportunities for the Company's business. The Debtors hold the business's core intellectual property, equipment, and contractual arrangements. The foreign affiliates have real property lease obligations and supported pilot deployments in their respective countries, but they are now winding down. The following illustrates the corporate structure of the Debtors and their non-debtor affiliates:



19. Ample Inc.'s equity structure consists of six series of convertible preferred stock (A, B, C, C-1, C-2, and C-3), incentive equity, and common stock. The preferred stock represents the majority of the Company's invested equity capital, with common stock comprising the remainder.

B. The Debtors' Capital Structure

20. As of the Petition Date, the Debtors have approximately \$35,200,000 in total funded debt and capital lease obligations, as set forth below:

<u>Funded Debt and Other Obligations</u>	<u>Outstanding Amount (Approximately)</u>	<u>Maturity Date</u>
Convertible Notes	\$35,000,000	July 3, 2026
Capital Leases	\$200,000	Ranging from 2027 to 2030

1. The Convertible Notes

21. The Company has funded recent operations through capital raises in the form of unsecured convertible notes. As of the Petition Date, the Debtors owe approximately \$35,000,000 (principal, not including interest) on these notes.

2. Capital Lease Obligations

22. The Company has several equipment leases/financings that consist primarily of forklifts used throughout the Debtors' leased facilities. With the consolidation efforts over time, the Debtors expect to return a portion of the leased equipment. As of September 30, 2025, the total liability with respect to those capital-lease equipment financings was approximately \$200,000.

3. Other Obligations

23. The Debtors' other liabilities consist primarily of ordinary-course trade and vendor obligations and lease liabilities associated with their manufacturing, office, and warehouse

facilities. The Debtors also have employee-related obligations, including a modest amount of accrued compensation and benefits for the remaining Employees that may be satisfied in whole or in part by the First Day Motions, as well as potential claims against the Debtors under the federal and California WARN Acts relating to recent workforce reductions. In addition, the Debtors are party to various equipment and technology contracts, some of which are in default. The Debtors also maintain certain letters of credit secured by U.S. certificates of deposit. The Debtors further have obligations for sales and use taxes, property taxes, income taxes, franchise taxes, and other regulatory fees which, to the best of my knowledge, are relatively limited in amount as of the Petition Date. The Debtors intend, through their cash management and related first-day relief, to seek authority to satisfy only *de minimis* prepetition tax amounts that must be paid promptly to avoid prejudice to the estates, including approximately \$1,500 in sales and use taxes and certain Delaware franchise tax obligations, while preserving all rights with respect to other prepetition tax claims.

IV. EVENTS LEADING TO THE CHAPTER 11 FILINGS

24. Beginning in late 2023 and throughout 2024, Ample faced an increasingly challenging commercial and capital environment that ultimately left the Debtors without sufficient liquidity to continue operations outside of chapter 11. Over the past two years, the global EV sector experienced a rapid contraction in investment. Government incentives and subsidies intended to accelerate EV adoption were reduced, delayed, or redirected, and private capital flows into battery-infrastructure companies declined significantly. These developments constrained Ample's ability to raise additional financing despite substantial technical progress.

25. Ample also faced severe supply chain challenges. It relies on foreign suppliers to source its robotics components, battery cells, and specialized components. Many of that

componentry became subject to tariffs, and significant increases in cost of logistics. These challenges increased project costs, disrupted development timelines, and strained liquidity.

26. Regulatory and permitting delays significantly impaired Ample's commercial pilot efforts. In Spain, the Company's Madrid swapping-station operations were delayed due to the regulatory and permitting frameworks not being ready for Ample's novel solutions. In Japan, permitting and regulatory processes and logistical challenges slowed the transition to scaled deployment despite supportive local partners and grant commitments. These setbacks reduced the Debtors' ability to demonstrate commercial readiness to strategic partners and investors.

27. Ample found itself in a situation where it was able to successfully commercially deploy its technology but did not have the funds to continue to scale the deployments. Ample was able to commercially deploy vehicles in Madrid in car sharing with Free2Move using Stellantis' Fiat e500 vehicles, and was close to commercially launching vehicles in Tokyo with Yamato (the largest logistics operator in Japan) and Amazon, using vehicles from Mitsubishi Fuso, Toyota, and Mitsubishi Motors.

28. Ample explored financing alternatives to sustain its operations and continue its development and expansion efforts. In 2025, the Company raised approximately \$35 million in convertible notes to extend liquidity for operations and international pilots. In parallel, the Debtors engaged an investment banker in early 2025 to pursue a recapitalization of the Company to support its strategic partnerships and expansion of the Company's Spanish and Japanese pilots. Those processes continued into the third quarter of 2025 but did not result in committed financing or another transaction.

29. Effective September 29, 2025, Ample and its board engaged Getzler Henrich to explore an out-of-court restructuring or other transaction. Ample's historic corporate counsel,

Pillsbury Winthrop Shaw Pittman, LLP (“Pillsbury”), helped advise on those efforts and became more actively involved in anticipation of the filing of these Chapter 11 Cases, including preparation of the chapter 11 filings, the First Day Motions, the debtor-in-possession financing, section 363 sales, and a chapter 11 plan. The Debtors intend to file applications to employ Getzler Henrich and Pillsbury *nunc pro tunc* within 30 days of the Petition Date.

30. To extend their runway and further negotiate out-of-court sale options, the Debtors executed two excess battery-cell inventory sales, including one immediately before filing these cases. The proceeds have been used, and will continue to be used, to fund operations as a bridge to a transaction and also to get to the DIP lending agreement.

V. DIP FINANCING

31. Although multiple parties expressed interest in an out-of-court transaction prior to the Petition Date, none was willing to commit to a comprehensive solution on acceptable terms or within the timeframe required to stabilize operations. The Debtors do not have a funded prepetition secured corporate credit facility and, other than limited equipment financings and letters of credit, have no material third-party secured debt at the corporate level. To my knowledge, there is no prepetition lender with a lien on the Debtors’ cash, and the Debtors are not seeking authority to use any prepetition cash collateral. As a result, the Debtors determined that a chapter 11 filing supported by debtor-in-possession financing was necessary to preserve their assets, fund a marketing process, and facilitate a value-maximizing sale or recapitalization.

32. The Debtors’ ability to initiate and prosecute these Chapter 11 Cases is dependent entirely on securing post-petition debtor-in-possession financing. The Debtors have negotiated a proposed debtor-in-possession financing facility with Twelve Bridge Capital, LLC (the “DIP Lender”) in the amount of \$6 million (the “DIP Facility”). The DIP Facility consists entirely of

new-money funding; there is no roll-up or refinancing of prepetition indebtedness. Up to \$2.5 million is available upon entry of an interim order (the “Interim Draw”), with the remaining availability contingent on entry of a final order and satisfaction of customary conditions precedent. The DIP Facility is subject to a negotiated thirteen-week budget, milestones, and other customary terms and conditions. I have reviewed the DIP Motion, the DIP term sheet, and the proposed interim order and believe the material economic terms, including the interest rate and fees, are reasonable and consistent with the Debtors’ circumstances and current market conditions for similarly situated borrowers.

33. In pursuing financing, the Debtors and their advisors engaged with multiple parties, including the DIP Lender, existing noteholders and other stakeholders, and potential strategic and financial investors. Within twenty-four hours of being approached regarding a potential DIP financing, the DIP Lender delivered a term sheet that, under the circumstances, reflected reasonable and competitive terms. The Debtors then worked and negotiated extensively, but expeditiously, with the DIP Lender to agree on a comprehensive DIP term sheet that forms the basis of the DIP Motion. Notably, the DIP Lender is willing to fund off the term sheet and forego a full credit agreement, which would be time-consuming and costly for the estate. I view the DIP Lender’s willingness to move quickly and limit documentation as a significant benefit to the estate that no other potential DIP lender offered. The Debtors also explored whether any existing investors or third parties would provide unsecured or junior secured financing on better terms; no such financing materialized. Based on these efforts, I believe the DIP Facility is the only actionable financing available to the Debtors on the timeline required to preserve value.

34. The DIP term sheet reflects the parties’ express acknowledgment that the DIP Lender would suffer harm if displaced after committing to provide post-petition financing,

including through an agreed administrative claim provision that addresses the risk of replacement financing prior to entry of the Interim Order. I have reviewed the DIP Motion, the DIP term sheet, and the proposed interim order and believe that the material economic terms of the DIP Facility, including the interest rate and fees, are reasonable in light of the Debtors' circumstances and consistent with current market conditions for similarly situated borrowers. The DIP Facility will provide the liquidity necessary to fund payroll and contractor expenses, protect critical intellectual property, maintain the manufacturing facilities and equipment necessary for diligence and demonstration, pursue potential duty-drawback recoveries, and fund the costs of these Chapter 11 Cases, including the marketing and sale process, all in accordance with the Approved Budget. The Debtors' current cash position is not sufficient to meet these needs. Immediate access to the Interim Draw is necessary to avoid immediate and irreparable harm to the Debtors' estates, including potential loss of key personnel, inability to safeguard equipment and data, and disruption of the first-day relief that supports the Debtors' sale and plan process.

35. The DIP agreement provides for a full 60-day marketing process leading up to an auction. The Debtors expect this process to generate interest from both financial and strategic parties, including participants from prior marketing efforts as well as parties active in the EV battery and mobility sectors who recognize the value of the Debtors' technology and assets. The Debtors believe there are multiple natural partnership and alliance opportunities with existing OEMs and blue-chip fleet operators, and that the DIP Facility and related milestones provide an appropriate framework to pursue those opportunities expeditiously.

VI. FIRST DAY MOTIONS²

36. To avoid immediate and irreparable harm to the Debtors' estates, the Debtors have filed several first-day motions seeking authority to maintain limited ordinary-course operations and pay certain amounts to the extent necessary to preserve value. These include motions to continue using the Debtors' existing cash management system, maintain insurance coverage, pay accrued prepetition wages and continue employee benefits programs, continue utility services, extend the time to file schedules and statements and related reports, and pay insurance, minor taxes, and maintain the cash management systems as described in the Cash Management Motion and related requests for relief. Granting this relief is essential to preserving the Debtors' engineering and technical capabilities, protecting intellectual property, and maintaining stability during the sale and plan process.

A. **Joint Administration Motion**

37. Pursuant to the Joint Administration Motion, the Debtors seek to jointly administer these Chapter 11 Cases for procedural purposes only. Joint administration is appropriate and will promote administrative convenience and efficiency without affecting the substantive rights of any party in interest. By jointly administering these cases, the Debtors can avoid unnecessary duplication of notices, applications, orders, and related filings, thereby reducing administrative costs.

38. Joint administration will also relieve the Court of entering duplicative orders and maintaining separate files and dockets for each Debtor. The Office of the United States Trustee and other parties in interest will likewise benefit from streamlined case administration.

² Capitalized terms used in this section but not defined have the meanings given in the respective First Day Motion.

Accordingly, I believe that joint administration is warranted and will preserve the value of the Debtors' estates by avoiding duplicative expenses.

B. Motion to Extend Time to File Schedules

39. Pursuant to the Motion to Extend Time to File Schedules, the Debtors seek additional time to prepare and file their schedules of assets and liabilities, statements of financial affairs, and initial 2015.3 reports. The Debtors must assemble detailed information regarding secured and unsecured obligations, leases, tax liabilities, executory contracts, and other claims across multiple entities and jurisdictions. Relevant data is dispersed among different systems, locations, and legacy business units, including the Debtors' foreign affiliates. In light of the Debtors' substantially reduced staff and the need to devote immediate attention to stabilizing operations and the DIP financing and sale process, additional time is necessary to accurately compile and verify the required information. The Debtors have therefore requested an extension of the deadline for filing their schedules, statements, and 2015.3 reports, which I believe is reasonable and will not prejudice creditors.

C. Utilities Motion

40. Pursuant to the Utilities Motion, the Debtors seek entry of an order (i) approving the proposed form of adequate assurance of payment to the Debtors' utility providers; (ii) establishing procedures for resolving objections by utility providers relating to the Debtors' proposed adequate assurance; and (iii) prohibiting utility providers from altering, refusing, or discontinuing services. In connection with the normal operations of the Debtors' remaining facilities, the Debtors rely on electricity, gas, internet, telephone, security, access-control, waste-management, and similar services necessary to preserve robotics equipment, modular battery

systems, and other estate assets, fire protection, telephone, telecommunications, security, and similar services.

41. The Debtors propose to provide adequate assurance to their utility providers by continuing to pay all post-petition utility obligations in the ordinary course of business, consistent with their historical practices. As set forth in the Utilities Motion, the Debtors' average aggregate monthly cost for utility services is approximately \$19,800, allocated among the providers identified on Exhibit A thereto. These providers include (by way of example): (i) PG&E for electricity and gas; (ii) AT&T and Sonic for telephone and internet services; (iii) Monkey Brains for dedicated internet service; (v) Republic Services and SSF Scavenger for waste-management; and (vi) other vendors supplying essential network, data storage, software and facility-support services. The Debtors believe that their commitment to timely payment of post-petition obligations, coupled with the procedures established for resolving any additional-adequate-assurance requests, provides sufficient assurance under section 366 of the Bankruptcy Code.

42. The relief requested in the Utilities Motion is warranted because utility services are essential for ongoing business operations and therefore the overall success of these cases. Additionally, the proposed adequate assurance payment and procedures for resolving any objections by the utility companies are reasonable and should be approved. The utility companies should also be prohibited from altering, refusing, or discontinuing service to the Debtors. Should any utility company refuse or discontinue service, even for a brief period, the Debtors' business operations would be disrupted. The relief sought in the Utilities Motion is necessary to ensure that the Debtors maintain continued services from their utility service providers to allow the Debtors to continue operating in the normal course during these Chapter 11 Cases.

D. Cash Management and Insurance Motion

1. Cash Management

43. Pursuant to the Cash Management Motion, the Debtors seek authority to, among other things, continue operating their cash management system, implement changes to the cash management system in the ordinary course, and continue intercompany transactions and funding consistent with the Debtors' historical practice.

44. The Debtors operate an integrated system of bank accounts to facilitate the collection and disbursement of funds across the debtor entities. A diagram illustrating the flow of funds through the Debtors' cash management system is attached as Exhibit C to the Cash Management Motion.

45. As of the Petition Date, the Debtors maintain a total of nine (9) bank accounts—five (5) held at Citizens Bank and four (4) at J.P. Morgan Chase. A description of each of the Debtors' bank accounts is provided under paragraph 10 of the Cash Management Motion.

46. Additionally, the Debtors use a single corporate credit card issued by Brex Inc. for certain small-dollar, recurring expenses such utilities, office expenses, and software subscriptions.

47. In the ordinary course of business, the Debtors may engage in limited intercompany financial transactions among themselves and with certain Non-Debtor Affiliates, which may include short-term advances, reimbursements, or allocations of shared expenses. Any such transactions are recorded through book-entry adjustments that reduce corresponding intercompany receivables and payables without altering the Debtors' aggregate cash position. These intercompany arrangements support the Debtors' wind-down activities of its international operations of non-debtor affiliates and the performance of essential corporate functions. By obtaining approval for such intercompany transactions, however, Ample is not obligated to make them, and the Non-Debtors are not automatically granted an administrative expense.

48. In connection with the Cash Management Motion, the Debtors also seek authority to make only limited payments of prepetition tax obligations that are necessary to preserve the Debtors' good standing and avoid disproportionate penalties, including approximately \$1,500 in prepetition sales and use taxes and certain Delaware franchise taxes. The Debtors do not seek blanket authority to pay all prepetition taxes and fees, and any other prepetition tax claims will be addressed in the ordinary course of these Chapter 11 Cases or under a chapter 11 plan. De minimis prepetition sales taxes can be paid postpetition because the sales tax cash held (about \$1,500) is held in statutory trust. Similarly, the de minimis Delaware franchise taxes that cross the Petition Date will be paid so the company maintains its standing. To the best of my knowledge, the Debtors have generally remained current on their tax obligations prior to the Petition Date, subject to timing differences and normal-course reconciliation.

49. The relief sought in the Cash Management Motion is necessary. The cash management system provides material benefits to the Debtors, including the ability to control corporate funds, ensure the availability of funds when necessary, and reduce costs and administrative expenses by facilitating the quick movement of funds. Disruptions to the Debtors' cash management system could lead to delays in satisfying the Debtors' obligations to employees, vendors, and suppliers. To avoid the potential erosion of value that could ensue from any such disruptions, it is imperative that the Debtors continue using their cash management system consistent with historical practice.

2. Insurance

50. In the ordinary course of business, the Debtors maintain approximately 12 insurance policies that are administered by 12 insurers. Such listing includes the Debtors' general liability, property, directors' and officers' liability, cyber liability, foreign commercial risks, and

workers' compensation. The Debtors' use of estate funds to pay the Insurance Obligations is justified because such obligations are necessary costs of preserving the Debtors' estates. The Insurance Programs are essential to the Debtors' operations, as the Debtors would be exposed to significant liability if the Insurance Policies were allowed to lapse or terminate. Such exposure could detrimentally impact the success of the Chapter 11 Cases.

E. Prepetition Wages Motion

51. Pursuant to the Wages Motion, the Debtors seek authority to (i) pay prepetition wages, salaries, contractor compensation, reimbursable expenses, accrued paid time off, and related withholding and tax obligations, and to remit all amounts deducted from compensation to applicable taxing authorities and third-party administrators, and (ii) continue providing employees with benefits under the Debtors' employee benefit programs in the ordinary course of business, including payment of certain prepetition obligations associated therewith. As detailed in the Wages Motion, the Debtors' remaining workforce consists of two Employees as of the Petition Date and a small group of essential Contracted Labor who perform strategic, operational, financial, facilities, and administrative functions critical to maintaining the Debtors' assets during this period.

52. The Debtors request authority to satisfy modest prepetition employee-related obligations, including: (i) accrued but unpaid Employee and Contracted Labor compensation for the partial pay period preceding the Petition Date; (ii) limited amounts owed for Payroll Taxes and other required withholdings; (iii) amounts related to Employee Benefits administered through Sequoia—such as medical, dental, vision, disability, and life-insurance premiums scheduled to remain in place through at least to the end of this year; and (iv) accrued but unpaid Employee Expenses incurred in the ordinary course (collectively, the “Employee Obligations”). Because only two Employees remained as of the Petition Date and because most benefits terminate at year-end,

the Debtors estimate that these Employee Obligations are modest in the aggregate and within the statutory priority caps under sections 507(a)(4) and (5) of the Bankruptcy Code.

53. Paying the Employee Obligations and continuing the Debtors' employee benefit programs is necessary to avoid immediate and irreparable harm to the Debtors' estates. The remaining Employees and Contracted Labor possess critical institutional knowledge and perform functions essential to safeguarding robotics systems, modular battery assets, digital infrastructure, and intellectual property. Failure to pay accrued compensation, benefits, and reimbursable expenses would jeopardize morale, risk workforce attrition, and impair the Debtors' ability to administer these Chapter 11 Cases and preserve estate value. The relief requested in the Wages Motion will mitigate hardship to these individuals and ensure that the Debtors maintain stability during the wind-down and sale efforts.

VII. CONCLUSION

54. Accordingly, I believe the relief requested is necessary and appropriate and is in the best interests of the Debtors' estate, creditors, and other parties-in-interest.

55. I declare under penalty of perjury that the foregoing is true and correct to the best of my knowledge, information, and belief.

Dated: December 15, 2025
Houston, Texas



Name: John D. Baumgartner

Title: Chief Restructuring Officer