

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

In re:

Chapter 11 (Subchapter V)

QLESS, INC.,¹

Case No.: 24-11395 (BLS)

Debtor.

Ref. Docket Nos. 122, 123, 125

**WITNESS AND EXHIBIT LIST OF ALEX BÄCKER AND
CERTAIN PREFERRED SHAREHOLDERS**

Alex Bäcker (“Bäcker”) and Cerocar Investment Trust, Ricardo Bäcker, Tom Mitchell and Xianzhong Chen (together, the “Preferred Shareholders,” and with Bäcker, the “Creditors”), hereby file this Witness and Exhibit List for the final hearing on *Amended Plan* [D.I. 122] (the “Plan”), *Motion of Alex Bäcker and Certain Preferred Shareholders for Entry of an Order Pursuant to Rule 3018(a) of the Federal Rules of Bankruptcy Procedure for Temporarily Allowance of Claims for Purposes of Voting to Accept or Reject the Debtor’s Plan* [D.I. 123] (the “3018 Motion”), and *Motion to Continue Confirmation Hearing* [D.I. 125] (the “Motion to Continue Confirmation”) which may be heard at the hearing commencing on August 27, 2024, at 2:00 p. m. (Eastern Time).

Witnesses

1. Any witness or declarant called or listed by any other party in interest; and
2. Rebuttal and/or impeachment witnesses, as necessary.

¹ The Debtor’s principal place of business and service address is 21 Miller Alley, Suite 210, Pasadena CA 91105.



Exhibits

Ex. No.	Description
1.	<i>Official Form 204, List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders</i> [D.I. 1, pp. 10-11].
2.	<i>Financial Statements, Balance Sheet as of June 19, 2024</i> [D.I. 1, pp. 13-14].
3.	<i>Amended Schedules of Assets and Liabilities for QLess, Inc. (Case No. 24-11395)</i> [D.I. 91].
4.	<i>Amended Statement of Financial Affairs for QLess, Inc. (Case No. 24-11395)</i> [D.I. 92].
5.	<i>Monthly Operating Report for Small Business Under Chapter 11, for the Period Ending June 30, 2024</i> [D.I. 73], and any exhibits thereto.
6.	<i>Monthly Operating Report for Small Business Under Chapter 11, for the Period Ending July 31, 2024</i> [D.I. 117], and any exhibits thereto.
7.	<i>Claims Registry</i> , downloaded from https://veritaglobal.net/qless/register on August 26, 2024.
8.	<i>Initial Budget</i> included as Exhibit A to <i>Final Order (I) Authorizing and Approving Debtor to (A) Obtain Debtor in Possession Financing on a Junior Secured Basis and (B) Use of Cash Collateral of Pre-Petition Secured Lender and (II) Granting Related Relief</i> [D.I. 59, PDF pp. 20].
9.	<i>Liquidation Analysis</i> included as Exhibit A to <i>Plan</i> [D.I. 70, PDF pp. 30-35].
10.	<i>Liquidation Analysis</i> included as Exhibit A to <i>Amended Plan</i> [D.I. 122, PDF pp. 33-38].
	Any exhibit necessary for impeachment or rebuttal purposes.
	Any exhibit identified or offered by any other party.

Reservation of Rights

Creditors reserve the right to use and/or present demonstratives for any purpose. Creditors also reserve the right to use exhibits, demonstratives, and testimony not listed here for impeachment purposes at the hearing.

Creditors reserve the right to supplement or otherwise amend this Witness and Exhibit List prior to the hearing.

Dated: August 26, 2024
Wilmington, Delaware

/s/ Matthew G. Summers
Matthew G. Summers (DE No. 5533)
Laurel D. Roglen (DE No. 5759)
BALLARD SPAHR LLP
919 N. Market Street, 11th Floor
Wilmington, Delaware 19801-3034
Telephone: (302) 252-4465
Facsimile: (302) 252-4466
E-mail: summersm@ballardspahr.com
roglenl@ballardspahr.com

*Counsel for Alex Bäcker, Cerocarú Investment Trust,
Ricardo Bäcker, Tom Mitchell and Xianzhong Chen*

CERTIFICATE OF SERVICE

I, Matthew G. Summers, hereby certify that, on this 26th day of August 2024, I caused a true and correct copy of the foregoing *Witness and Exhibit List of Alex Bäcker and Certain Preferred Shareholders* to be served via CM/ECF on all parties who have registered for electronic service in these cases.

Dated: August 26, 2024
Wilmington, Delaware

/s/ Matthew G. Summers

Matthew G. Summers (No. 5533)
BALLARD SPAHR LLP