IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:	Chapter 11, Subchapter V
QLESS, INC.,	Case No. 24-11395 (BLS)
Reorganized Debtor.	**Related Docket Nos. 110 & 111**

NOTICE WITHDRAWING PROOFS OF CLAIM
(Claim Nos. 11, 13, 17, 18, 19, 20 and 21)

The undersigned parties hereby stipulate that:

1. On August 20, 2024, the above-captioned debtor and debtor-in-possession (the "**Debtor**") filed the *Debtor's Substantive Objection to Proofs of Claim 11 and 13 Filed by Alex Backer* [D.I. 110] (the "**Backer Objection**"); and the *Debtor's First Omnibus Objection to Proofs of Claim 17, 18, 19, 20, and 21 Filed by Certain Preferred Shareholders* [D.I. 111]) (the "**Shareholder Objection**" and, with the Backer Objection, collectively, the "**Objections**").

2. On September 17, 2024, the Preferred Shareholders'[1] filed their *Response of Certain Preferred Shareholders to Debtor's First Omnibus Objection to Proofs of Claim 17, 18, 19, 20 and 21 Filed by Certain Preferred Shareholders (Substantive)* [D.I. 162] to the Shareholder Objection; and on September 18, 2024, Alex Backer filed his *Response of Alex Backer to Debtor's Substantive Objection to Proofs of Claim 11 and 13 Filed by Alex Backer* [D.I. 171] to the Backer Objection.

3. On September 23, 2024, the Debtor filed their *Omnibus Reply re Objections to Claims* [D.I. 178].

[1] Capitalized terms used but not defined in this order retain the meanings given to them in the Backer Objection or the Shareholder Objection.

4. The Court conducted a hearing regarding the Backer Objection and the Shareholder Objection on September 26, 2024 [D.I.. 191 & 192] at which statements of counsel for the Debtor and counsel for Mr. Backer and the Preferred Shareholders were heard and considered. The Debtor subsequently withdrew the Shareholder Objection.

5. Mr. Backer and the Preferred Shareholders (collectively referred to as the "**Plaintiffs**") have resolved their differences with the Debtor and entered into a settlement agreement (the "**Settlement Agreement**") pursuant to which Mr. Backer and the Preferred Shareholders have agreed to withdraw their claims with prejudice.

6. In accordance with the terms of the Settlement Agreement, the Plaintiffs hereby withdraw Claims No. 11, 13, 17, 18, 19, 20, and 21 with prejudice.

Dated: February 12, 2025
Wilmington, Delaware

/s/ Matthew G. Summers

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