

United States Bankruptcy Court
District of Delaware

Voluntary Petition

Name of Debtor (if individual, enter Last, First, Middle): Gottschalks Inc., a Delaware corporation	Name of Joint Debtor (Spouse) (Last, First, Middle):
All Other Names used by the Debtor in the last 8 years (include married, maiden, and trade names): Expressions, Gottschalks, Gottschalks/Harris and Village East	All Other Names used by the Joint Debtor in the last 8 years (include married, maiden, and trade names):
Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN) No./Complete EIN (if more than one, state all): 77-0159791	Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN) No./Complete EIN (if more than one, state all):
Street Address of Debtor (No. and Street, City, and State): 7 River Park Place East Fresno, CA	Street Address of Joint Debtor (No. and Street, City, and State):
ZIP CODE 93720	ZIP CODE
County of Residence or of the Principal Place of Business: Fresno County, CA	County of Residence or of the Principal Place of Business:
Mailing Address of Debtor (if different from street address): Post Office Box 28920 Fresno, CA	Mailing Address of Joint Debtor (if different from street address):
ZIP CODE 93729	ZIP CODE

Location of Principal Assets of Business Debtor (if different from street address above):

ZIP CODE

<p align="center">Type of Debtor (Form of Organization) (Check one box.)</p> <input type="checkbox"/> Individual (includes Joint Debtors) <i>See Exhibit D on page 2 of this form</i> <input checked="" type="checkbox"/> Corporation (includes LLC and LLP) <input type="checkbox"/> Partnership <input type="checkbox"/> Other (If debtor is not one of the above entities, check this box and state type of entity below.)	<p align="center">Nature of Business (Check one box.)</p> <input type="checkbox"/> Health Care Business <input type="checkbox"/> Single Asset Real Estate as defined in 11 U.S.C. § 101(51B) <input type="checkbox"/> Railroad <input type="checkbox"/> Stockbroker <input type="checkbox"/> Commodity Broker <input type="checkbox"/> Clearing Bank <input checked="" type="checkbox"/> Other Retail Department Stores <p align="center">Tax-Exempt Entity (Check box, if applicable.)</p> <input type="checkbox"/> Debtor is a tax-exempt organization under Title 26 of the United States Code (the Internal Revenue Code).	<p align="center">Chapter of Bankruptcy Code Under Which the Petition is Filed (Check one box.)</p> <input type="checkbox"/> Chapter 7 <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Main Proceeding <input type="checkbox"/> Chapter 9 <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Nonmain Proceeding <input checked="" type="checkbox"/> Chapter 11 <input type="checkbox"/> Chapter 12 <input type="checkbox"/> Chapter 13 <p align="center">Nature of Debts (Check one box.)</p> <input type="checkbox"/> Debts are primarily consumer, debts defined in 11 U.S.C. § 101(8) as "incurred by an individual primarily for a personal, family, or household purpose." <input checked="" type="checkbox"/> Debts are primarily business debts
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<p align="center">Filing Fee (Check one box.)</p> <input checked="" type="checkbox"/> Full Filing Fee attached. <input type="checkbox"/> Filing Fee to be paid in installments (applicable to individuals only). Must attach signed application for the court's consideration certifying that the debtor is unable to pay fee except in installments. Rule 1006(b). See Official Form 3A. <input type="checkbox"/> Filing Fee waiver requested (applicable to chapter 7 individuals only). Must attach signed application for the court's consideration. See Official Form 3B.	<p align="center">Chapter 11 Debtors</p> <p>Check one box:</p> <input type="checkbox"/> Debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). <input checked="" type="checkbox"/> Debtor is not a small business debtor as defined in 11 U.S.C. § 101(51D). <p>Check if:</p> <input type="checkbox"/> Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,190,000. <p>Check all applicable boxes:</p> <input type="checkbox"/> A plan is being filed with this petition. <input type="checkbox"/> Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
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<p>Statistical/Administrative Information</p> <input checked="" type="checkbox"/> Debtor estimates that funds will be available for distribution to unsecured creditors. <input type="checkbox"/> Debtor estimates that, after any exempt property is excluded and administrative expenses paid, there will be no funds available for distribution to unsecured creditors.	<p>THIS SPACE IS FOR COURT USE ONLY</p>										
<p>Estimated Number of Creditors</p> <table style="width:100%; text-align: center;"> <tr> <td><input type="checkbox"/> 1-49</td> <td><input type="checkbox"/> 50-99</td> <td><input type="checkbox"/> 100-199</td> <td><input type="checkbox"/> 200-999</td> <td><input type="checkbox"/> 1,000-5,000</td> <td><input type="checkbox"/> 5,001-10,000</td> <td><input checked="" type="checkbox"/> 10,001-25,000</td> <td><input type="checkbox"/> 25,001-50,000</td> <td><input type="checkbox"/> 50,001-100,000</td> <td><input type="checkbox"/> Over 100,000</td> </tr> </table>	<input type="checkbox"/> 1-49	<input type="checkbox"/> 50-99	<input type="checkbox"/> 100-199	<input type="checkbox"/> 200-999	<input type="checkbox"/> 1,000-5,000	<input type="checkbox"/> 5,001-10,000	<input checked="" type="checkbox"/> 10,001-25,000	<input type="checkbox"/> 25,001-50,000	<input type="checkbox"/> 50,001-100,000	<input type="checkbox"/> Over 100,000	
<input type="checkbox"/> 1-49	<input type="checkbox"/> 50-99	<input type="checkbox"/> 100-199	<input type="checkbox"/> 200-999	<input type="checkbox"/> 1,000-5,000	<input type="checkbox"/> 5,001-10,000	<input checked="" type="checkbox"/> 10,001-25,000	<input type="checkbox"/> 25,001-50,000	<input type="checkbox"/> 50,001-100,000	<input type="checkbox"/> Over 100,000		
<p>Estimated Assets</p> <table style="width:100%; text-align: center;"> <tr> <td><input type="checkbox"/> \$0 to \$50,000</td> <td><input type="checkbox"/> \$10,001 to \$100,000</td> <td><input type="checkbox"/> \$100,001 to \$500,000</td> <td><input type="checkbox"/> \$500,001 to \$1 million</td> <td><input type="checkbox"/> \$1,000,001 to \$10 million</td> <td><input type="checkbox"/> \$10,000,001 to \$50 million</td> <td><input type="checkbox"/> \$50,000,001 to \$100 million</td> <td><input checked="" type="checkbox"/> \$100,000,001 to \$500 million</td> <td><input type="checkbox"/> \$500,000,001 to \$1 billion</td> <td><input type="checkbox"/> More than \$1 billion</td> </tr> </table>	<input type="checkbox"/> \$0 to \$50,000	<input type="checkbox"/> \$10,001 to \$100,000	<input type="checkbox"/> \$100,001 to \$500,000	<input type="checkbox"/> \$500,001 to \$1 million	<input type="checkbox"/> \$1,000,001 to \$10 million	<input type="checkbox"/> \$10,000,001 to \$50 million	<input type="checkbox"/> \$50,000,001 to \$100 million	<input checked="" type="checkbox"/> \$100,000,001 to \$500 million	<input type="checkbox"/> \$500,000,001 to \$1 billion	<input type="checkbox"/> More than \$1 billion	
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<p>Estimated Liabilities</p> <table style="width:100%; text-align: center;"> <tr> <td><input type="checkbox"/> \$0 to \$50,000</td> <td><input type="checkbox"/> \$10,001 to \$100,000</td> <td><input type="checkbox"/> \$100,001 to \$500,000</td> <td><input type="checkbox"/> \$500,001 to \$1 million</td> <td><input type="checkbox"/> \$1,000,001 to \$10 million</td> <td><input type="checkbox"/> \$10,000,001 to \$50 million</td> <td><input type="checkbox"/> \$50,000,001 to \$100 million</td> <td><input checked="" type="checkbox"/> \$100,000,001 to \$500 million</td> <td><input type="checkbox"/> \$500,000,001 to \$1 billion</td> <td><input type="checkbox"/> More than \$1 billion</td> </tr> </table>	<input type="checkbox"/> \$0 to \$50,000	<input type="checkbox"/> \$10,001 to \$100,000	<input type="checkbox"/> \$100,001 to \$500,000	<input type="checkbox"/> \$500,001 to \$1 million	<input type="checkbox"/> \$1,000,001 to \$10 million	<input type="checkbox"/> \$10,000,001 to \$50 million	<input type="checkbox"/> \$50,000,001 to \$100 million	<input checked="" type="checkbox"/> \$100,000,001 to \$500 million	<input type="checkbox"/> \$500,000,001 to \$1 billion	<input type="checkbox"/> More than \$1 billion	
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Voluntary Petition <i>(This page must be completed and filed in every case.)</i>	Name of Debtor(s): Gottschalks Inc., a Delaware corporation	
All Prior Bankruptcy Cases Filed Within Last 8 Years (If more than two, attach additional sheet.)		
Location Where Filed:	Case Number:	Date Filed:
Location Where Filed:	Case Number:	Date Filed:
Pending Bankruptcy Case Filed by any Spouse, Partner, or Affiliate of this Debtor (If more than one, attach additional sheet.)		
Name of Debtor:	Case Number:	Date Filed:
District:	Relationship:	Judge:
<p style="text-align: center;">Exhibit A</p> <p>(To be completed if debtor is required to file periodic reports (e.g., forms 10K and 10Q) with the Securities and Exchange Commission pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934 and is requesting relief under chapter 11.)</p> <p><input checked="" type="checkbox"/> Exhibit A is attached and made a part of this petition.</p>	<p style="text-align: center;">Exhibit B</p> <p>(To be completed if debtor is an individual whose debts are primarily consumer debts.)</p> <p>I, the attorney for the petitioner named in the foregoing petition, declare that I have informed the petitioner that [he or she] may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, and have explained the relief available under each such chapter. I further certify that I have delivered to the debtor the notice required by 11 U.S.C. § 342(b).</p> <p>X _____ Signature of Attorney for Debtor(s) (Date)</p>	
Exhibit C		
Does the debtor own or have possession of any property that poses or is alleged to pose a threat of imminent and identifiable harm to public health or safety?		
<input type="checkbox"/> Yes, and Exhibit C is attached and made a part of this petition.		
<input checked="" type="checkbox"/> No.		
Exhibit D		
(To be completed by every individual debtor. If a joint petition is filed, each spouse must complete and attach a separate Exhibit D.)		
<input type="checkbox"/> Exhibit D completed and signed by the debtor is attached and made a part of this petition.		
If this is a joint petition:		
<input type="checkbox"/> Exhibit D also completed and signed by the joint debtor is attached and made a part of this petition.		
Information Regarding the Debtor - Venue (Check any applicable box.)		
<input checked="" type="checkbox"/> Debtor has been domiciled or has had a residence, 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.		
<input type="checkbox"/> There is a bankruptcy case concerning debtor's affiliate, general partner, or partnership pending in this District.		
<input type="checkbox"/> Debtor is a debtor in a foreign proceeding and has its principal place of business or principal assets in the United States in this District, or has no principal place of business or assets in the United States but is a defendant in an action or proceeding [in a federal or state court] in this District, or the interests of the parties will be served in regard to the relief sought in this District.		
Certification by a Debtor Who Resides as a Tenant of Residential Property (Check all applicable boxes.)		
<input type="checkbox"/> Landlord has a judgment against the debtor for possession of debtor's residence. (If box checked, complete the following.)		
_____ (Name of landlord that obtained judgment)		
_____ (Address of landlord)		
<input type="checkbox"/> Debtor claims that under applicable nonbankruptcy law, there are circumstances under which the debtor would be permitted to cure the entire monetary default that gave rise to the judgment for possession, after the judgment for possession was entered, and		
<input type="checkbox"/> Debtor has included with this petition the deposit with the court of any rent that would become due during the 30-day period after the filing of the petition.		
<input type="checkbox"/> Debtor certifies that he/she has served the Landlord with this certification. (11 U.S.C. § 362(1)).		

Voluntary Petition
(This page must be completed and filed in every case.)

Name of Debtor(s):
Gottschalks Inc., a Delaware corporation

Signatures

Signature(s) of Debtor(s) (Individual/Joint)

I declare under penalty of perjury that the information provided in this petition is true and correct.
[If petitioner is an individual whose debts are primarily consumer debts and has chosen to file under chapter 7] I am aware that I may proceed under chapter 7, 11, 12 or 13 of title 11, United States Code, understand the relief available under each such chapter, and choose to proceed under chapter 7.
[If no attorney represents me and no bankruptcy petition preparer signs the petition] I have obtained and read the notice required by 11 U.S.C. § 342(b).

X
X
Signature of Joint Debtor
Telephone Number (if not represented by attorney)
Date

Signature of a Foreign Representative

I declare under penalty of perjury that the information provided in this petition is true and correct, that I am the foreign representative of a debtor in a foreign proceeding, and that I am authorized to file this petition.

(Check only one box.)
 I request relief in accordance with chapter 15 of title 11, United States Code. Certified copies of the documents required by 11 U.S.C. § 1515 are attached.
 Pursuant to 11 U.S.C. § 1511, I request relief in accordance with the chapter of title 11 specified in this petition. A certified copy of the order granting recognition of the foreign main proceeding is attached.
X
(Signature of Foreign Representative)
(Printed Name of Foreign Representative)
Date

Signature of Attorney*

X
Signature of Attorney for Debtor(s)
Mark D. Collins, Esq.
Printed Name of Attorney for Debtor(s)
Richards, Layton & Finger, P.A.
Firm Name
920 N. King Street, One Rodney Square
Address
Wilmington, Delaware 19801
(302) 651-7700
Telephone Number
January 14, 2009
Date
*In a case in which § 707(b)(4)(D) applies, this signature also constitutes a certification that the attorney has no knowledge after an inquiry that the information in the schedules is incorrect.

Signature of Non-Attorney Bankruptcy Petition Preparer

I declare under penalty of perjury that: (1) I am a bankruptcy petition preparer as defined in 11 U.S.C. § 110; (2) I prepared this document for compensation and have provided the debtor with a copy of this document and the notices and information required under 11 U.S.C. §§ 110(b), 110(h), and 342(b); and, (3) if rules or guidelines have been promulgated pursuant to 11 U.S.C. § 110(h) setting a maximum fee for services chargeable by bankruptcy petition preparers, I have given the debtor notice of the maximum amount before preparing any document for filing for a debtor or accepting any fee from the debtor, as required in that section. Official Form 19 is attached.

Printed Name and title, if any, of Bankruptcy Petition Preparer
Social-Security number (If the bankruptcy petition preparer is not an individual, state the Social-Security number of the officer, principal, responsible person or partner of the bankruptcy petition preparer.) (Required by 11 U.S.C. § 110.)
Address
X
Date

Signature of Debtor (Corporation/Partnership)

I declare under penalty of perjury that the information provided in this petition is true and correct, and that I have been authorized to file this petition on behalf of the debtor.

The debtor requests the relief in accordance with the chapter of title 11, United States Code, specified in this petition.
X
Signature of Authorized Individual
J. G. Guesery, AmBWO
Printed Name of Authorized Individual
EVP-COO
Title of Authorized Individual
Jan. 14, 2009
Date

Signature of bankruptcy petition preparer or officer, principal, responsible person, or partner whose Social-Security number is provided above.
Names and Social-Security numbers of all other individuals who prepared or assisted in preparing this document unless the bankruptcy petition preparer is not an individual.
If more than one person prepared this document, attach additional sheets conforming to the appropriate official form for each person.

A bankruptcy petition preparer's failure to comply with the provisions of title 11 and the Federal Rules of Bankruptcy Procedure may result in fines or imprisonment or both. 11 U.S.C. § 110; 18 U.S.C. § 156.

**RESOLUTIONS
OF
BOARD OF DIRECTORS
OF
GOTTSCHALKS INC.**

ADOPTED: JANUARY 13, 2009

The Board of Directors (the “**Board**”) of Gottschalks Inc., a Delaware corporation (the “**Company**”), hereby adopts the following recitals and resolutions, as the action of the Board of Directors of the Company:

WHEREAS, the Board has reviewed, considered, and received the recommendations of the senior management of the Company and the Company’s professionals and advisors as to the relative risks and benefits of a chapter 11 bankruptcy proceeding;

WHEREAS, (i) the Company’s access to its line of credit has been reduced by certain reserves and reductions in its borrowing base; (ii) as a result the Company projects that without a chapter 11 bankruptcy filing it will default under its line of credit with its senior lenders and be unable to borrow thereunder; (iii) the Company is unable to obtain additional credit without a chapter 11 bankruptcy filing; and (iv) the Company would be unable to meet its current obligations necessary to continue operations;

WHEREAS, the Company has exhausted its efforts to secure additional capital from third party sources outside of a bankruptcy filing;

WHEREAS, the Company has determined that it is in the best interests of its stakeholders to explore the sale of its business as a going concern and consider other asset disposition options;

WHEREAS, the Company has negotiated, and the Board has reviewed and considered, a Senior Secured, Super-Priority Debtor-In-Possession Credit Agreement (the “**Loan Agreement**”; capitalized terms used herein and not otherwise defined shall have the meanings ascribed to such terms in the Loan Agreement) with the lenders from time to time party thereto (the “**Lenders**”) and General Electric Capital Corporation, as agent for the Lenders;

WHEREAS, the Loan Agreement provides for the extension of financing facilities in an aggregate principal amount of up to \$125,000,000 by the Lenders to the Company pursuant to the terms and conditions set forth in the Loan Agreement and such financing facilities provided under the Loan Agreement will be used to fund the working capital requirements of the Company during the pendency of the chapter 11 case;

WHEREAS, in connection with the Loan Agreement, the Company is required to enter into, execute and deliver certain related documents referred to in the Loan Agreement (collectively with the Loan Agreement, the “**Loan Documents**”);

WHEREAS, the Board, at a properly convened meeting duly noticed and attended on the date hereof, has considered the financial and operational aspects of the business of the Company, including the assets and liabilities of the Company; and

WHEREAS, the Board has reviewed the historical and current performance of the Company, the market for the goods sold by the Company, and the current and long-term liabilities of the Company on the date hereof.

NOW THEREFORE, be it:

RESOLVED, that, based on factors and information deemed relevant by the Board, in the judgment of the Board, it is in the best interest of the Company, its creditors, its shareholders and other interested parties, under the circumstances set forth herein, that (i) a petition be filed pursuant to chapter 11 of the United States Bankruptcy Code on behalf of the Company to preserve the value available to the creditors and shareholders of the Company, and (ii) the Company enter into the Loan Agreement in order to secure financing to fund the working capital requirements of the Company during the pendency of the chapter 11 case;

FURTHER RESOLVED, that the Officers of the Company be, and they hereby are, authorized and empowered on behalf of, and in the name of, the Company to file a petition pursuant to chapter 11 of the United States Bankruptcy Code on or after January 14, 2009, if the Officers deem it appropriate to protect the interests of the Company's stakeholders;

FURTHER RESOLVED, that the form, terms and conditions of the Loan Documents are hereby approved;

FURTHER RESOLVED, that the Company is authorized to (a) obtain Loans (as defined in the Loan Agreement) under the Loan Agreement in an aggregate principal amount not to exceed \$125,000,000 and (b) to grant liens on its assets pursuant to the Security Agreement (as defined in the Loan Agreement) and the other Collateral Documents (as defined in the Loan Agreement), in favor of General Electric Capital Corporation, as agent for the Lenders, to secure the Company's obligations to the Lenders and General Electric Capital Corporation under the Loan Documents;

FURTHER RESOLVED, that the Officers of the Company be, and they hereby are, authorized and empowered on behalf of, and in the name of, the Company to execute, deliver and perform pursuant to the Loan Documents in substantially the form presented to the Board, with such additions, deletions, modifications or other changes thereto as such Officers executing the same shall have determined to be desirable, such determination to be conclusively evidenced by the execution thereof;

FURTHER RESOLVED, that the Officers of the Company be, and they hereby are, authorized and directed to employ the law firm of O'Melveny & Myers LLP as general bankruptcy counsel to the Company, and the law firm of Richards, Layton & Finger, P.A. as local bankruptcy counsel to the Company, in each case to represent and assist the Company in filing under chapter 11 of the Bankruptcy Code, and to take any and all actions to advance the Company's rights, and, in connection therewith, the Officers are hereby authorized and directed to pay appropriate retainers prior to and immediately upon the filing of the chapter 11 case, and

to cause to be filed an appropriate application for authority to retain the services of O'Melveny & Myers LLP and of Richards, Layton & Finger, P.A.;

FURTHER RESOLVED, that the Officers of the Company be, and they hereby are, authorized and directed to employ additional professionals, including any attorneys, financial advisors or consultants to the Company as the Officers deem necessary to represent and assist the Company in carrying out its duties under Title 11 of the United States Code; and, in connection therewith, the Officers of the Company are hereby authorized and directed, on behalf of, and in the name of, the Company, to execute appropriate retention agreements, pay appropriate retainers prior to and immediately upon the filing of the chapter 11 case, and to cause to be filed an appropriate application for authority to retain the services of such additional professionals;

FURTHER RESOLVED, that the Officers of the Company be, and they hereby are, authorized and empowered, on behalf of, and in the name of, the Company, to take or cause to be taken any and all such other and further actions, and to execute, acknowledge, deliver and file any and all such instruments, applications, certificates, agreements, or any other instruments or documents or amendments or supplements thereto as each, in his or her discretion, may deem necessary or advisable in order to carry out the purpose and intent of the foregoing resolutions;


FURTHER RESOLVED, that all of the acts and transactions relating to matters contemplated by the foregoing resolutions of management and members of the Board, on behalf of, and in the name of, the Company, which acts would have been approved by the foregoing resolutions except that such acts were taken prior to the execution of these resolutions, are hereby in all respects confirmed, approved and ratified; and

FURTHER RESOLVED, that filing of a voluntary petition on behalf of the Company be, and the same hereby is, approved and adopted in all respects and that the Executive Vice President and Chief Operating Officer be, and hereby is, authorized, on behalf of the Company, to execute and verify a petition and to cause the same to be filed with the United States Bankruptcy Court for the District of Delaware, or in such other jurisdiction or court as said officer may deem necessary or appropriate.

CERTIFICATION

I, Daniel T. Warzenski, Vice President, Chief Financial Officer and Secretary of Gottschalks Inc., a Delaware corporation, do hereby certify that the foregoing is a true and complete copy of a resolutions adopted by the Board of Directors of said corporation at a duly authorized meeting, at which a quorum was present; and that such resolution is now in full force and effect and has not been altered, amended, or revoked.

IN WITNESS WHEREOF, I have hereunto set my hand this 13 day of January 2009.



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

In re:)	Chapter 11
)	
GOTTSCHALKS INC., a Delaware corporation,)	Case No. 09-_____ ()
)	
Debtor.)	
)	
Tax I.D. No. 77-0159791)	

**LIST OF CREDITORS HOLDING 20
LARGEST CLAIMS AGAINST THE DEBTOR**

Attached hereto is a list (the "Top 20 List") of the creditors holding the twenty (20) largest unsecured claims against Gottschalks Inc., the debtor and debtor in possession in the above-captioned chapter 11 case (the "Debtor"). The list was prepared in accordance with Fed.R.Bankr. P. 1007(d) for filing in this chapter 11 case. Unless otherwise indicated, the list of creditors does not include (1) persons falling under the definition of "insider" as defined in 11 U.S.C. § 101, or (2) secured creditors, unless the value of collateral is such that the unsecured deficiency places the creditor among the holders of the twenty (20) largest claims. The information presented in the Top 20 List shall not constitute an admission by, nor is it binding on, the Debtor. The failure to list a claim as contingent, unliquidated or disputed does not constitute a waiver of the Debtor's right to contest the validity, priority, and/or amount of any such claim.

[Creditor Listing Begins on Next Page]

**LIST OF CREDITORS HOLDING 20 LARGEST
UNSECURED CLAIMS**

Name of Creditor and Complete Mailing Address, Including Zip Code	Name, Telephone Number, Fax Number and Complete Mailing Address, Including Zip Code, of Employee, Agent, or Dept. of Creditor Familiar With Claim Who May Be Contacted	Nature of Claim (trade debt, bank loan, government contract, etc.)	Indicate if claim is contingent, unliquidated, disputed or subject to setoff	Amount of Claim (if secured also state value of security)
The Harris Company McPeters, McAlearney, Shimoff & Hatt 4 Redlands Blvd, 2nd Floor Redlands, CA 92373 (P.O. Box 2084)	TOM MCPETERS	Note Payable		\$ 16,179,600.00
LIZ CLAIBORNE 2 CLAIBORNE AVE. NORTH BERGEN, NJ 07047	KELLY CERANSKY	Merchandise Payable		\$ 2,098,608.78
THE CIT GROUP/COMMERCIAL SERVICES INC 300 SOUTH GRAND AVE LOS ANGELES, CA 90071	TONY CHENG	Merchandise Payable		\$ 1,513,111.16
FINLAY FINE JEWELRY 521 FIFTH AVE NEW YORK, NY 10175	JOE MELVIN	Merchandise Payable		\$ 1,125,428.00
THE ESTEE LAUDER COMPANIES, INC. 7 CORPORATE CENTER DR. MELVILLE, NY 11747	JOHN CAMMARATA	Merchandise Payable		\$ 885,372.38
WELLS FARGO CENTURY 119 W. 40TH STREET NEW, NY 10018	ARNOLD PERSILY	Merchandise Payable		\$ 680,191.20
JONES GROUP 45 FERNWOOD AVE. EDISON, JY 08837	JOSEPH ZUFOLO	Merchandise Payable		\$ 566,802.74
LOREAL 77 DEANS RHODE HALL ROAD MONMOUTH JUNCTION, NJ 08852	HOWARD HOLSTEIN	Merchandise Payable		\$ 537,508.52
ALFRED DUNNER 1411 BROADWAY NEW YORK, NY 10018	YUNETTE ROWE	Merchandise Payable		\$ 490,321.91
PHILLIPS-VAN HEUSEN 1001 FRONTIER RD BRIDGEWATER, NJ 08807	EILEEN GENNUSA	Merchandise Payable		\$ 477,219.93
BYER CALIFORNIA 66 POTRERO AVE. SAN FRANCISCO, CA 94103	TIM HANLON	Merchandise Payable		\$ 460,442.81
MERCHSOURCE LLC 19511 PAULING FOOTHILL RANCH, CA 92610	PAUL SUNNY	Merchandise Payable		\$ 456,809.88
SARA LEE/HANES BRANDS 21700 NETWORK PLACE CHICAGO, IL 60673-1217	SHELLY VICKERS	Merchandise Payable		\$ 442,311.45
QUIKSILVER INC 15202 GRAHAM ST HUNTINGTON BEACH, CA 92649	RENEE BOYLE	Merchandise Payable		\$ 438,390.19
SUPPLYONE 26401 RICHMOND RD CLEVELAND, OH 44146	JOHN MULLEN	Expense Payables		\$ 358,001.11
THE FRESNO BEE 1626 E STREET FRESNO, CA 93786	AIKO KAMINE	Expense Payables		\$ 354,258.89
SMART APPAREL/NAUTICA 2075 QUAKER POINTE DRIVE QUAKERTOWN, PA 18951	KATHY NEUMANN	Merchandise Payable		\$ 319,479.11
SAS SAS DRIVE SAN ANTONIO, TX 78224-5990	GREG BUCKLEY	Merchandise Payable		\$ 317,006.28

**LIST OF CREDITORS HOLDING 20 LARGEST
UNSECURED CLAIMS**

Name of Creditor and Complete Mailing Address, Including Zip Code	Name, Telephone Number, Fax Number and Complete Mailing Address, Including Zip Code, of Employee, Agent, or Dept. of Creditor Familiar With Claim Who May Be Contacted	Nature of Claim (trade debt, bank loan, government contract, etc.)	Indicate if claim is contingent, unliquidated, disputed or subject to setoff	Amount of Claim (if secured also state value of security)
COLUMBIA SPORTSWEAR COMPANY 14375 NW SCIENCE PARK DRIVE PORTLAND, OR 97229	JEAN BOUDREAU	Merchandise Payable		\$ 277,996.73
WARNACO 470 WHEELER'S FARM ROAD MILFORD, CT 06461	WILLIAM FONTANEZ	Merchandise Payable		\$ 275,149.08
Total			\$ 28,254,010.15	

Bakersfield.com

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

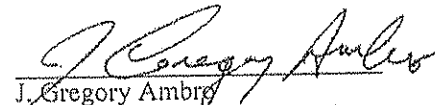
In re:) Chapter 11
)
GOTTSCHALKS INC., a Delaware) Case No. 09-_____ ()
corporation,)
)
Debtor.)
)
Tax I.D. No. 77-0159791)

**CERTIFICATION CONCERNING LIST
OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS**

Gottschalks Inc., a Delaware corporation, as debtor and debtor in possession in the above-captioned chapter 11 case (the "Debtor"), hereby certifies under penalty of perjury that the *List of Creditors Holding 20 Largest Unsecured Claims*, submitted herewith, is complete and to the best of the Debtor's knowledge correct and consistent with Debtor's books and records.

The information contained herein is based upon a review of the Debtor's books and records; however, no comprehensive legal and/or factual investigations with regard to possible defenses to any claims set forth in the *List of Creditors Holding 20 Largest Unsecured Claims* have been completed. Therefore, the listing does not and should not be deemed to constitute: (1) a waiver of any defense to any listed claims; (2) an acknowledgement of the allowability of any listed claims; and/or (3) a waiver of any other right or legal position of the Debtor.

I declare under penalty of perjury that the foregoing is true and correct. Executed this
14 day of January, 2009.

Signature 
By: J. Gregory Ambrogio
Executive Vice President and
Chief Operating Officer

Bakersfield.com

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

In re:)	Chapter 11
)	
GOTTSCHALKS INC., a Delaware corporation,)	Case No. 09-_____ ()
)	
Debtor.)	
)	
Tax I.D. No. 77-0159791)	
)	

LIST OF EQUITY SECURITY HOLDERS

A list of the Equity Security Holders for Gottschalks Inc., the debtor and debtor in possession in the above-captioned chapter 11 case, is attached hereto.

[Equity List Begins on Next Page]

Gottschalks Inc. - Equity Security List

<u>Name of Shareholder</u>	<u>Number of Shares</u>
JAMES L ADAIR JR	30
AGNES WALSH SPROUSE TR	200
CYNTHIA ALEI	1086
MICKEY ALLEN	200
PATRICIA D COULTER AS CUSTODIAN	10
APEX SECURITY SERVICES INC	15
AUDRA ARELLANO	2
RICHARD ARENAS &	100
ALLAN ARP	69
ROMNEE AUERBACH	42
MARIAN RUTH AYERS	200
MICHAEL AYERS	10
ART AZEVEDO	5
NANCY BACCIARINI	72
SABRA BAILEY	65
ROBERT L BAKER III &	100
THOMAS M BAKER &	130
BANK OF AMERICA FBO DOLORES	5
RICHARD L BANUELOS	240
ROSAMOND BARCUS	6
JAN BARLOW	61
DEVERY BARNES	100
LORCAN P BARNES &	10
U S TRUST CO OF NEW YORK TR	96
RUBY BARTON	4
RUBY BARTON	6
DONALD E BASTADY	6
KENNETH H BAUM	1
N RIDGELY BEALE CUST	1
N RIDGELY BEALE CUST	1
BOUVIER BEALE JR AS CUSTODIAN	1
N RIDGELY BEALE CUST	1
BOUVIER BEALE JR AS CUSTODIAN	1
TIMOTHY C BEDROSIAN AS CUSTODIAN	725
TIMOTHY C BEDROSIAN AS CUSTODIAN	725
ROBERT M BEILAGE &	200
KAREN M BELL &	100
PATRICIA M BENEFIELD	100
RHONDA BENHAM	18
DALTON C BERGAN &	100
J WARREN BEST	50
BETTY C NEEL TR UA APR 27 93	100
JOAN BISHOP	3
SAL BLANCO &	100
SHELLY BLUM	6000
TODD BLUM	2500
JOHN BLUMER CUST	30
CALVIN H BOTTUM &	200
GARY BOUDREAUX	36
IRENE BOURZAC	85

Gottschalks Inc. - Equity Security List

<u>Name of Shareholder</u>	<u>Number of Shares</u>
MARCOS MIGUEL YOUNG BOWERS	20
MARCIA A BRABECK AS CUSTODIAN FOR	13
JERRY DON BRACKETT &	150
MARDI BRICK	65
JILL MARGARET BROCK	900
CHARLES BROUGH &	100
CHAD G BROWN	200
CHARLES RUSSELL BROWN &	100
LUTHERENE BROWN &	100
SAMUEL M BROWN &	20
THELMA HAMERSLAGH AS CUSTODIAN	10
KATHY BROWNING	11
ELAINE B BUCHANAN	3
BRAD J BURFORD &	50
MADLINE J BUSH	1000
EMMA JENSEN AS CUSTODIAN FOR	3
HENRY CAMACHO	108
CARROLL E CAMERON &	100
NANCY CAMPBELL	44
ROBERT C CARDWELL &	100
JOSEPH P CARRARA &	100
ALEXANDRA CARRILLO	1
CARROLYN CARROLL	65
JIMMIE D CARTER &	100
TONY O CARTER	190
MARTY CARTWRIGHT	8
GLORIA L CASARES	150
JERRY CASCIA	135
WILLIS H CASE &	100
KEVIN J CASKEY	100
BENITO J CASTELLANOS JR &	90
BENITO J CASTELLANOS III	15
JODY DRU LEVY	6000
JODY LEVY TR UA JUL 8 96	4500
JODY LEVY-SCHLESINGER TA UA 8 96	2000
CASTY S CAUDILLO &	450
CEDE & CO	9715078
HELEN CHANCELLOR	7
IRENE CHAVARRIA &	40
ALEXANDRA STELLA CHRISMAN	20
TAYLOR CHRISMAN	20
JANICE S CHRISTENSEN	10
BOB CHRISTIAN &	40
CRAIG CLARK	11
RHONDA CLARKE	7
KATHY A CLEMENTS	100
LINDLEY E CLEVINGER	400
RICHARD G CLORE &	500
RICHARD G CLORE &	300
KELLI D CLUQUE	100

Gottschalks Inc. - Equity Security List

<u>Name of Shareholder</u>	<u>Number of Shares</u>
JIM COATS &	20
ARTHUR W COLE	100
BENJAMIN M COLLING TR UA	600
ROBERT S COLLINS	10
RICHARD L COOLEY &	10
ROBERT L COONTZ JR & SHEILA R	235
HARRY G COSTIS &	5000
MICHELE COTTLE AS CUST FOR	4
STEVE COX &	20
THOMAS L CRAM	100
LORA RENAE CROOK	2
DAVID ALLEN CURRY	6
DAVID A CURRY	17
JAMES CURTIS	25
BARBARA DAHL	1
WILFORD S DAHME	300
VIRGINIA DALENA	100
DAVID L DAVIDSON	1
ROD A DAVIDSON CUST	20
ROD A DAVIDSON CUST	20
DEBRA HIRAOKA TRUSTEE	500
DELAWARE STATE ESCHEATOR	2
KATHY DELCO	17
GERALD H DELFINO &	50
DENNIS W GOBBY & MARGIE L GOBBY	100
LINDA ROBINSON AS CUSTODIAN FOR	1
JOHN DERVIN AS CUSTODIAN	10
JOSEPH T DIAS &	100
DONNA MAE SINCLEAR TR UA	100
LAVON DORVAL &	6
BRIDGET E DORY	1
DOLORES A DOUGLAS &	200
GAIL A ROSENTHAL AS CUSTODIAN FOR	6
CHRISTY M DOUGLASS	6
GENE DOWDY	2
TAMARA LYNN DRAGT	7
T RICHARD DUFFIN &	100
ARLENE SHAYER AS CUSTODIAN FOR	18
MARILYN L RODGERS AS CUSTODIAN	12
ECONOMICS CLASS MHS CLUB	1
MARY ELLEN EDLING TR UA AUG 5 92	100
PATRICK J EIDEMILLER	150
JEANETTE EKIZIAN	79
MICHAEL F ELKINS AS CUSTODIAN FOR	5
L WAYNE ELLIS &	25
THOMAS D ELWOOD &	100
EMANUEL EPSTEIN & HAZEL L	800
BONNIE ENGLE &	100
AZNIVE ERGANIAN AS CUSTODIAN	1000
LADONNA MARNELL ESAU &	42

Gottschalks Inc. - Equity Security List

<u>Name of Shareholder</u>	<u>Number of Shares</u>
DONNA LYNN ESRAELIAN	10
MILDI ESTERMQNN	3
TERESA EWAY	5
JOHN EYMANN &	100
PATRICIA A FAGAN	40
NANCY FARMINER	62
JOANNE FEATHERMAN CUST	1
WINNIE W FINDLEY AS CUSTODIAN FOR	100
WINNIE FINDLEY	200
CHARLES SCHWAB & CO INC	337
CAROL J FOCHA	500
NATALIE FONTES AS CUSTODIAN FOR	100
MERRILL LYNCH	28
CHARLES GEORGE FOSTER &	100
SUSAN FOX AS CUSTODIAN	10
CHERYL FRALEY	5
DAVID G FRANA &	25
JAMIE LEA FRANCE	100
NATALIE M FRANSCIONI	65
EDLA JANE FRANZ	50
CHRISTOPHER JOSEPH FREDERICKS	7
FREMONT INVESTMENT & LOAN	25
CAROL FRIEDMAN	2000
JOAN E FRITZ	40
LOIS FRYCKMAN	14
DEBBIE C FUGATE AS CUSTODIAN	1
LUTHER FULLER &	8
SHAWN GADBERRY	7
WILLIAM M MAKI AS CUSTODIAN FOR	4
TAMI GANN	26
MIKE A GAONA &	50
CATIE GARCIA	22
FLORENCIO GARCIA	8
DENNIS C GARRETT	200
JAIME H GARZA JR &	40
DENISE M GARZA AS CUSTODIAN FOR	5
AARON GASSETT	10
LARRY W GAY &	100
LYDIA GENNUSO	313
GEORGE M GEORGE &	400
MARION P TOCCHIO AS CUSTODIAN	50
KATHY GILL	63
MARTHA L GLASER	200
DAVID P GLASS	20
VICTOR C GLAZE &	10
DEBORAH MICHELE GONSALVES	50
ALFRED G GONZALEZ	500
MARIA MERCEDES GONZALEZ	100
RUBY J GORDEN	12
COREY DEVIN GOTTSCHALK &	50

Gottschalks Inc. - Equity Security List

<u>Name of Shareholder</u>	<u>Number of Shares</u>
DAVID F GOTTSCHALK &	1
GUY A GOTTSCHALK	10
LINDA B GOTTSCHALK CUST	1
CAROL K GOTTSCHALK CUST	5
LYNN A GOTTSCHALK	10
MARK A GOTTSCHALK	10
GOTTSCHALKS INC	417800
B R GREEN &	100
LARRY N GREINER &	200
GREG GROSS	454
LEE GUENTHER	8
GEORGE E GUNN JR AS CUSTODIAN	40
GEORGE E GUNN JR AS CUSTODIAN	40
ALFRED HAAS &	100
WASHINGTON MUTUAL	41
JOHN S HAMILTON &	100
KENNETH L HAMPTON	20
WILLA M HANCOCK	185
HOWARD HANSEL	43
THE HARRIS COMPANY	2095900
MARILYN C HARRINGTON	100
LINDA HASH	3
ADAM HAUPT &	20
CHERYL HAVERTY	135
ROBERT A SWENSON TR UA JAN 1 76	1000
ROBERT A SWENSON TR UA JAN 1 76	1000
JENNIE HEE	3
HERBERT R HELWIG &	700
TESSA HENRY AS CUSTODIAN FOR	2
HERBIE A ROUCH & ELAINE F	10
CARIN HERNANDEZ &	3
DAVID HERNANDEZ	5
PATRICIA J HERRON	33
WILLIAM L HERRON &	200
RACHEL HIEBERT	100
RONALD HIMES &	100
THEODORE T HIRAMOTO &	300
NATHAN HIRSTEIN	200
JESS W HOLMES &	100
RONALD E HOLMSTEN	100
PAUL W HUCKABONE SR &	100
CHARLES T HUDSON &	300
MILLARD HUDSON	20
PAUL HUDSON	20
STANLEY HUFFMAN	101
BRYAN HUGHES	3
PATRICIA HUGHES AS CUSTODIAN	6
EMILY C HUGHES	100
PATRICIA HUGHES AS CUSTODIAN	6
DIANA MARLENE HUGHES AS CUSTODIAN	50

Gottschalks Inc. - Equity Security List

<u>Name of Shareholder</u>	<u>Number of Shares</u>
DIANA MARLENE HUGHES AS CUSTODIAN	50
MARK A HUGHSON &	100
SOPHIE L HUME	30
KATHRYN HUNDERTMAR	171
PETER HUNOT &	100
ARTHUR V HUTCHESON &	10
MATTHEW A HUTCHESON &	10
RUSSELL E HUTCHESON	10
TIMOTHY M HUTCHESON &	10
DELMA HUTTON	2
GREAT WESTERN BANK FBO JUDITH	68
MARY IMBERI &	50
BONNIE M JACOBY TR UA	50
GLADYS JDANT	200
LEONARD A JENSEN &	25
OLIVER G JENSEN &	800
PAULINE JIMENEZ	6
CHERYL JOHNS	8
SAMUEL E JOHNSON TR	2
CINDY JONES	2
JOSEPH W ARMBRUSTER TR	200
ERNEST JUNG	600
CHRIS M KAPHEIM &	200
HENRY KELEDJIAN AS CUSTODIAN FOR	10
MARILYN G KELLOFF	100
JASON A KEMP	87
ETHEL KERSHAW	2000
BEN D KEY &	50
SARAH EDNA KEY	100
NANCY J KILGORE &	100
LOUIS KILO	600
JUDY KING	19
DAVIS KINGSBY	3
KATHLEEN J KIRBY	20
WILLIAM KIZER &	600
JOSEPH W LEVY TRUSTEE OF THE	560100
JOSEPH W LEVY TRUSTEE	32450
BETTY KLOPPENBURG	2
ELIZABETH DIXON AS CUSTODIAN	4
LUPE KOVACHNY	43
CYNTHIA A KOVAL	100
RICHARD E KRANZ &	5
JEFFREY R KREBS &	100
ROXIE KRICORIAN	300
JEFFERY KROEKER &	25
BRUCE KRUGER &	5
TERRY KUCKENBAKER	39
CLARA LADUSAU	200
MICHELLE LAMATTINA	2
HOWARD L LAMBERT	1200

Gottschalks Inc. - Equity Security List

<u>Name of Shareholder</u>	<u>Number of Shares</u>
PATRICIA LAMPERT	6
LAWRENCE LANDIS	2750
JASON LANGSTRAAT	50
ELMER L LARGE &	500
MORT LASNIK TR UA FEB 17 92 THE	200
RUTH LATSON	25
LAWRENCE LANDIS TR UA JAN 26 76	400
BEVERLY LEACH	213
KAREN LEE	100
AUDREY LEVY CUST	8000
AUDREY MATHEWS LEVY CUST	5200
MARY MATHEWS TRUSTEE	4500
AMANDA MATHEWS LEVY	2000
AUDREY MATHEWS LEVY CUST	2500
AUDREY MATTHEWS LEVY CUST	4500
AUDREY LEVY	5800
AUDREY MATHEWS LEVY	4500
AUDREY LEVY	6000
BRET LEVY	4500
BRET W LEVY	4500
BRET W LEVY &	12000
BRET LEVY	6000
AUDREY MATTHEWS LEVY CUST	4500
MARY MATHEWS TRUSTEE	4500
AUDREY MATTHEWS LEVY CUST	14500
JOE LEVY	62
JOE LEVY	9500
JOSEPH W LEVY	23350
JOSEPH W LEVY	413750
AUDREY MATTHEWS LEVY CUST	27000
AUDREY MATTHEWS LEVY CUST	4500
JODY LEVY-SCHLESINGER	2000
DOROTHY LICON	60
CINDY ANN LIERLY	25
SUE LISKEY &	100
SKIRITAI CAPITAL LLC	5
F J LOHSE	1000
GERALD LONG &	50
CLIFF P LOPES &	40
LOUISE M DELLA MAGGIORA TR UA SEP	100
HELEN A LUBISCH TR UA	700
RICK LUMSDEN &	10
WAYNE R LYLES	200
RICHARD F MACCAGNO	50
CHARLES S MACHUS &	200
PERRY MAMIGONIAN	200
CHARLES A MANOOGIAN &	100
JOSEPH MICHAEL MARSH	20
KENNETH R MARSH &	100
STEPHEN FREDERICK MARSH	20

Gottschalks Inc. - Equity Security List

<u>Name of Shareholder</u>	<u>Number of Shares</u>
ALLEN C MARTIN &	200
DORMAN C MARTIN	40
DOROTHY M MARTIN	100
LOLA MARTIN	200
ANITA MARTINEZ	26
MARY F STEFANELLI	300
MARY JANE BARBIAN TR UA OCT 2 90	400
LENA MASELLI	30
RIP MASELLI	50
ROBERTA M MASELLI	70
STEVE MATOIAN	200
ROBERT A SWENSON TR UA JAN 1 76	500
MAX HAYES PLUMBING & HEATING	1000
DENZEL E MAY &	5
FRANK J MAYER &	400
ELLEN MCCARGAR	100
PAMELA DIANE MCCARTHY CUST	1
ANNE MCCULLOUGH	86
THE VANGUARD GROUP TR UA	66
ROBERT MCFARLAND AS CUSTODIAN FOR	20
KATHLEEN MCGONIGAL	17
WILLIAM B MC INNES	200
ELLEN P MCKENNEY &	200
PATRICIA A KNOX CUST FOR	100
RUSSELL L MCKINNEY	3
JEAN LEASK MC LAUGHLIN	1000
ROBERT S MEAD	100
ARLENE MELEKIAN &	500
SAUL MARVIN MENDELSON &	100
MFS SERVICE CENTER	13
MID STATE BANK	101
JOHN PRESTON MILLER &	50
RICHARD P MILLER &	325
CATHLEEN ANN MILUTINOVICH	50
KARREN K MINKLER	100
KENNETH GARRY MOBLEY &	100
EUGENE THOMAS MOCKALIS &	200
DANKRART N MOGENSEN &	100
PAUL MONTES	17
KATHRIN MONTOYA	49
JOE E MOORE AS CUSTODIAN FOR	30
PATRICK MOORE	6
ROSE E MOORE	150
PAUL M MOSQUEDA AS CUSTODIAN	1
DIANE M MORGAN	1000
LEONARD MORRIS	2
WALTER C MORRIS &	100
MARTIN A MORSE AS CUSTODIAN FOR	10
MARILYN JOYCE MOSLEY	76
GAIL A MOXLEY	10

Gottschalks Inc. - Equity Security List

<u>Name of Shareholder</u>	<u>Number of Shares</u>
SHARON K MULLENNIX	100
LARRY L MUZNY &	100
RAE NASH	4
DEMETRIA NELSON	20
DIANA L NELSON AS CUSTODIAN FOR	20
DONALD W NELSON AS CUSTODIAN	20
JOHN ANDERS NELSON	20
VALDA NELSON	40
WALTER NIEBEL &	100
NORMAN LEE WEIGANT TR UA MAR 2 93	100
KORI R NORSELL	100
ARTHUR L NUGENT &	25
JOHN NUNES	5
DARRIN NYBERG &	3
ERIK P NYBERG & CARMELA P	3
JAMES PAUL NYBERG &	4
RYAN NYBERG	3
THOMAS NYBERG & BONITA NYBERG	4
TIFFANY NYBERG	3
KATHLEEN OBRIEN & MICHAEL	200
JACK W O CONNOR &	150
CHARLES A OLIVARES	20
AMANDA OLSON	3
DAVID OLSON	3
MATTHEW OLSON	3
SUELLEN OLSON & JAMES OLSON JT	4
EDMUND M O NEILL JR &	200
MARY JOANNE OSTLUND	66
HEATHER OWENS	20
BARBARA J OXBORROW &	100
MARY PACHECO	34
DALE PADDOCK	71
ANDREA PADILLA	49
MANUEL F PADILLA &	200
CATHLEEN P PAHL	10
CYNTHIA B PAHL	10
GEORGE PAIDOUSSIS	100
LAVERNE PAPAGNI	6
PATRICK PARDINI &	18
JIM PARKS	5
CAROLYN A PARRISH &	5
DEBI PASSADORI	68
CARRIE L PAVIS	10
SANDRA PELLANDA	10
JOSEPH PERAZZETTI TR UA FEB 07 08	100
JANET PEREZ	11
RACHEL A PEREZ	20
PEGGY PERRI	57
JOHN PAUL PETERSON	350
VAN PETTY	50

Gottschalks Inc. - Equity Security List

<u>Name of Shareholder</u>	<u>Number of Shares</u>
ANNA M PHELPS	6
TIMOTHY PIETRO CUST	100
TIMOTHY PIETRO CUST	100
JOHN D PIETRO CUST	100
RON PISK CUST	10
PLAN RECONCILIATION BALANCE	5000
GREGORY W PLANK &	1
ROBERT A SWENSON TR UA JAN 1 76	1000
ROBERT A SWENSON TR UA JAN 1 76	500
LINDA POPE	19
JENNIFER PORTER	29
H & R BLOCK FINANCIAL ADVISORS	6
CLIFFORD QUALLS	250
JOHN QUIRING	88
STEVE QUIROZ	64
JODY LEVY-SCHLESINGER	4500
JODY DRU LEVY TR UA JUL 8 96	6000
JODY SCHLESINGER TR UA JUL 8 96	2000
JODY LEVY TR UA JUL 8 96	2500
JODY LEVY TR UA JUL 8 96	4500
WILLIAM ROSS RANDALL & JEANNETTE	200
KATHERINE L RANKIN CUST	10
GAYLORD RANSOM &	200
VERCIE RASBORO	4
SUSAN RASMUSSEN	10
LAVERNE RAVEN &	160
RAY G THEISEN	450
DIANA L RAYPHOLTZ	200
JODY LEVY TR UA JUL 8 96	2500
JODY DRU LEVY TR UA JUL 8 96	6000
JODY LEVY SCHLESINGER	85000
JODY LEVY SHCLESINGER	2000
JODY LEVY TR UA JUL 8 96	4500
DOLORES D REED	100
PEGGY L REED &	3
WELLS FARGO IRA CUST	190
GRACE REID	198
CAROLINE RICHARDS AS CUSTODIAN	1
JOHN J RICKER &	100
MATTHEW A RIDGE	100
CHRISTINE A PAHL RIGGS	20
FOREST RISCH	4
LINDY RITTER &	100
VICTOR V RIVERA &	150
KIMBERLY A RIXEY AS CUSTODIAN	4
STEPHEN ROADCAP	23
R F DUNBAR & M E DUNBAR TR	300
KERRY ROBERTS	32
JOSEPH ROSATO	28
ROBERT ROSE	10

Gottschalks Inc. - Equity Security List

<u>Name of Shareholder</u>	<u>Number of Shares</u>
BERNHARDT C ROSEN &	600
GOLDIE ROSEN	100
JEFFREY ROWLAND	10
JOHN ROWLAND II	10
WILLIAM R BROWN &	100
DIANA C STEVENS AS CUSTODIAN FOR	12
KATHRYN C RULE &	100
KATHRYN C RULE &	100
KATHRYN C RULE &	100
BEN RUSSELL	521
S L RODGERSON ENT INC	100
MURIEL K SAMPLE	200
LYNNE SANOIAN &	200
JEFFREY SARGENT &	100
JEFFERY D SARGENT &	200
VINCENT SAUL &	10
VINCENT SAUL &	10
SAVERIO LA BARBERA & BARBARA LA	1000
CLIFFORD D SCALES &	5
CAROLYN J SCARBOROUGH	300
RAYMOND E SCHAAD &	100
JODY LEVY TTE	2500
MARK SCHLESINGER & JUDY DRU	8000
SCHLESINGER REVOCABLE FAMILY	2500
MARK SCHLESINGER	6000
MARK P SCHLESINGER	9800
MARK PAUL SCHLESINGER	4300
MARNI SCHMIDT	6
MIKE SCHMIDT AS CUSTODIAN	10
MATTHEW SCHMIDT	12
HARVIE SCHNITZER	203
JAN E SCHOONMAKER	100
ALICE SCHULTHEIS	9
ALICE L SCHULTZ	400
JANET LEASK SCHWEITZER	200
MARGARET SEIB	50
STUART SEIDEN &	150
SHIRLEY SHERMAN	15
DAVID L SHORE &	100
SHERRY SIEMS	39
HARRIET SIMONIAN	38
JEFFREY DAVID SIMONIAN	500
BALBIN SINGH	4
GWEN SITTNER	100
GWEN R SITTNER	100
GARY SKOPP AS CUSTODIAN FOR	50
GARY SKOPP AS CUSTODIAN FOR	50
GARY SKOPP AS CUSTODIAN FOR	50
ARTHUR L SMITH &	100
BEVERLY J SMITH &	300

Gottschalks Inc. - Equity Security List

<u>Name of Shareholder</u>	<u>Number of Shares</u>
KATHI SMITH	10
ESTHER SNIDER	100
CATHERINE SOLLOHUB	200
STANLEY L SORENSON &	2000
LORI SOUZA	13
MARGARET SPOMER	400
RHONDA L STAELGRAEVE	100
WALTER R STAIDLE	1000
PAM STARKEY AS CUSTODIAN FOR	8
PAM STARKEY	8
TODD G STARKEY	8
PAUL STEINBERG	2500
STEVEN P SANOIAN & LYNNE C	140
MAXINE STINDT	212
ELIZABETH A STINES &	110
LINDSY D STRAIT	200
PAUL STRAUGH &	172
PAUL A STRAUGH &	100
PHILLIP F STRICKER &	200
ESTEE STROMBOTNE	100
MARGARET SURRETT TOD CHRISTINA	100
OLIVIA MARGARET SURRETT TOD	100
SUE SUTHERLAND	10
DONALD R SUTTON &	200
MEGAN L SWAFFAR CUST	5
CURTIS G SWANSON	120
H DWIGHT SWANSON &	25
ROBERT A SWENSON &	1600
LES SYNDER JR &	100
ROBERTA TACKETT AS CUSTODIAN	10
DARLENE TAKANISHI	10
MYRA JO A TALLEY	60
LINDA TAVLIAN	100
DAVID L TAYLOR	20
PAUL E TAYLOR &	20
KAREN J TEATER	2
HOWARD TESSER AS CUSTODIAN FOR	5
MARVIN A THIESSEN &	5
GARY D THOMAS	5
PAMELA THOMPSON	50
GINA THORWALDSON	50
JUDY TINDALL	1
LAWRENCE C TORRES & JOSEPHINE L	800
ROGER P TOSCHI	5
MICHAEL C TRESSEL &	10
RAUL L TRUJILLO	104
JENNIE SUE TRUMBULL	100
U S BANK NATIONAL ASSOCIATION	22
JANET K UOTA	32
MARGARET K UPDIKE	40

Gottschalks Inc. - Equity Security List

<u>Name of Shareholder</u>	<u>Number of Shares</u>
WILLIAM D URQUHART &	100
PETER H VALDIVIA &	200
VAN KAMPEN INVESTOR SERVICES	8
HOWARD VAN BAUGH	2
MARILYN VANDERLIPE	49
CECILIA VARNER	10
CAROLEE MARIE VEENENDAAL	25
VIVIAN ANNE VEGA	50
CARMEN VELASQUEZ	10
JUNE F VESTA	350
RUSSELL VICK	12
MANUEL N VIERRA	125
TONI VORNHAGEN	15
AHMED WADDA &	50
RICHARD K WADDA &	70
AMY K WALKER	2
RONALD WALL &	100
VICKI WALLACE	113
WALTER H CHRISTIANSEN & GAYLE	100
GARY WAMHOF	105
MARVIN B WAMPLER &	200
GARY M WARNER AS CUSTODIAN FOR	10
GENE C WARNING &	100
EVELYN E WELCH	2
FELICIA LEVY WESTON	6500
FELICIA JOY LEVY WESTON	6000
F LEVY WESTON CUST	4500
F LEVY WESTON CUST	10500
F LEVY WESTON CUST	10500
F LEVY WESTON CUST	4500
F LEVY WESTON CUST	10500
F LEVY WESTON CUST	4500
CATHERINE MARY WHARTON &	42
NANCY WHELAN	19
ANGELA WHITELEY	40
JOHN N WIBERG &	140
DAWN WILSON	1
DONALD M WILSON &	100
LUCILLE H WILSON &	200
MICHELLE M WILSON	100
RONALD K WILSON &	200
JERRY WINTER &	15
KURT WOLFE &	10
THOMAS S W WONG	50
TERRIE WOOD	10
DAVID M WOODLE	300
JO ANN WOODWARD	40
ZACHARY WROBEL	10
HARRY T YAMAGUCHI	700
ALICE YAMAMOTO CUST	12

Gottschalks Inc. - Equity Security List

<u>Name of Shareholder</u>	<u>Number of Shares</u>
THOMAS E YANCEY CUST	8
BENNIE F YARBROUGH &	100
LILLIAN M YBARRA	22
GEORGE GUYER YOUNG III	100
MARY AMELIA YRACEBURU	200

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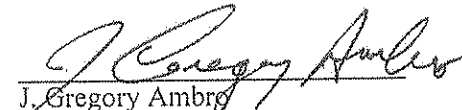
**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:)	Chapter 11
GOTTSCHALKS INC., a Delaware corporation,)	Case No. 09-_____ ()
Debtor.)	
Tax I.D. No. 77-0159791)	

CERTIFICATION CONCERNING EQUITY SECURITY HOLDERS

Gottschalks Inc., a Delaware corporation, a s debtor and debtor in possession in the above-captioned chapter 11 case (the “Debtor”), hereby certifies under penalty of perjury that the *List of Equity Security Holders* submitted herewith, pursuant to Local Rule 1007-1(a) of the United States Bankruptcy Court for the District of Delaware, is complete and to the best of the Debtor’s knowledge correct and consistent with Debtor’s books and records.

I declare under penalty of perjury that the foregoing is true and correct. Executed this
14 day of January, 2009.

Signature 
By: J. Gregory Ambrog
Executive Vice President and
Chief Operating Officer

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