

RadioShack Bid Submission Form

Date: _____

Name of Company/Bidder: _____

Address: _____

Primary Contact Name: _____

Email Address: _____ Phone Number: _____

Please complete this form for submission of bids for purchase of certain assets being offered for sale (the "Sale") by RadioShack Corporation and its subsidiaries ("RadioShack" or the "Debtors") pursuant to the Bidding Procedures (the "Bidding Procedures") approved by order of the United States Bankruptcy Court (the "Court") on April 30th, 2015.

This form is being provided for convenience purposes to assist parties interested in submitting bids for all of certain of the assets being offered in the Sale. It does not override or replace the Bidding Procedures and all parties submitting bids should read the Bidding Procedures to ensure full compliance therewith.

1. Important Dates:

Please take note of the following important dates and deadlines (and note that these are subject to change by order of the Court).

Bid Deadline: Wednesday, May 6th at 5:00PM EDT.

Auction Date: Monday, May 11th at 10:00AM EDT at:

**Jones Day
222 East 41st Street
New York, NY 10017**

Sale Approval Hearing: Wednesday, May 20th at:

**United States Bankruptcy Court for the District of Delaware
824 N Market St
Wilmington, DE 19801**

2. Diligence Information:

A virtual data room (the "Data Room") has been set up by the Debtors' investment banker Lazard Frères & Co. ("Lazard"). Access to the Data Room is being provided to parties executing an approved Non-Disclosure Agreement ("NDA"). If you would like access to the Data Room, please contact the following Hilco Streambank and Lazard representatives:

Jack Hazan | jhazan@hilcoglobal.com | 212.610.5663
Matt Helming | mhelming@hilcoglobal.com | 781.471.1240
Christian Tempke | christian.tempke@lazard.com | 212.632.6102

3. Assets & Purchase Price:

The Debtors will entertain offers for any of the suggested lots listed below (“Bid Lots”), any combination of multiple Bid Lots below, and custom Bid Lots. The “suggested” Bid Lots are listed below and reference schedules to this form which list the most recent asset listings available to Bidders in the Data Room. If you are interested in bidding on a group of assets that are not listed below please do so utilizing the “Other” Bid Lot category. Please complete the section below by checking the appropriate boxes and filling in the amount of your bid for each category.

The Bid Lots include, but not limited to, assets from the following categories: (Bid Lots do NOT all correspond to the listed Schedules or Categories)

- A. **Trademarks:** The trademarks are listed on Schedule A. The trademarks are listed in 4 separate categories as follows:

Schedule A(i) U.S Trademarks
Schedule A(ii) Asia Pacific Trademarks
Schedule A(iii) All Other Foreign Trademarks

- B. **Domain Names:** A list of all the Debtors’ domain names are listed on Schedule B. The Domain Names are listed in 2 groups as follows:

Schedule B(i) RadioShack Related Domains
Schedule B(ii) Non-RadioShack Related Domains.

- C. **Patents:** The Debtors’ Patents and Pending Patent Applications are listed on Schedule C.

- D. **Customer Data:** Description of the Customer Data available is detailed in the Data Room.
**Note that any acquisition of the Customer Data will be subject to Court approval subject to the recommendations of the Court appointed Consumer Privacy Ombudsman (“CPO”).

4. Bid Lot Selection:

**PLEASE FILL IN BELOW TO INDICATE YOUR BID DETAILS:
 YOU MAY BID ON ONE OR MULTIPLE LOTS.**

Lot No.	Assets	Bid Amount
<u>Lot 1</u>	All Assets – All Trademarks, Patents, Domains, Customer Data, Dealer Franchise Network & Global Sourcing Business (Schedules A through D)	\$
<u>Lot 2</u>	All RadioShack Trademarks and RadioShack Domain Names (Schedules A & B(i))	\$
<u>Lot 3</u>	E-Commerce Only (Customer Data & Trademark / Domain Name License for RadioShack.com)	\$
<u>Lot 4</u>	Asia Pacific Trademarks (Schedule A(ii))	\$
<u>Lot 5</u>	All Non-Radio Shack Domain Names (Schedule B(ii))	\$
<u>Lot 6</u>	All Patents (Schedule C)	\$
<u>Lot 7</u>	Dealer Franchise Network (License of RadioShack Trademark, Designation Rights to Franchise Agreements & Customer Data)	\$
<u>Lot 8</u>	Global Sourcing Business	\$
<u>Lot 9</u>	Tandy IP (Tandy Electronics Trademark & Tandy.com Domain Name)	\$
<u>Lot 10</u>	Individual Domain(s) – Please List: _____ _____ _____	\$
<u>Lot 11</u>	Other – Any other individual assets or combination of above <i>(Please List & Describe)</i> _____ _____ _____	\$

5. Asset Purchase Agreement:

All bids are subject to the execution of an Asset Purchase Agreement (“APA”). The form Asset Purchase Agreement is located in the Data Room and can be made available upon request. All Bids must include: (a) A signed APA, and (b) A marked APA, marked to show proposed amendments to the form APA.

- Signed APA Attached.
 Marked APA Attached.

6. Deposit:

All Bids must be accompanied by a cash deposit in an amount equal to *fifteen percent (15%)* of the proposed purchase price contemplated by your Bid. Wire instructions for the deposit are as follows:

WIRE INSTRUCTIONS:

RadioShack Corporation Leasing Recovery

Bank: Bank Of America Dallas TX
Bank Address: 901 Main St, Dallas, TX 75202

ABA: 0260-0959-3
Account: 442-726-9909
SWIFT: BOFAUS3N

Beneficiary: RadioShack Corporation
Beneficiary Address: 300 RadioShack Circle, Fort Worth, TX 76102

if a Bid is determined not to be a Qualified Bid, the applicable Bidder’s deposit shall be returned on the earlier of May 31st, 2015 and the first business day following the closing of the sale.

**See Bid Procedures for details*

- Deposit in amount of \$ _____ Wired On _____, 2015.

7. Bid Submission:

Bids must be submitted in accordance with the Court approved Bidding Procedures prior to the Bid Deadline to the following:

Bob Donohoo	bob.donohoo@radioshack.com
Gregory M. Gordon,	gmgordon@jonesday.com
David M. Fournier, Esq	fournierd@pepperlaw.com
Carlin Adrianopoli	carlin.adrianopoli@FTIConsulting.com
David A. Kurtz	david.kurtz@lazard.com
Christian Tempke	christian.tempke@lazard.com
David Peress	depress@hilcoglobal.com
Jack Hazan	jhazan@hilcoglobal.com
Stephen G. Miller	smiller@360merchants.com

8. Other Bidding Procedure Requirements

The Bidding Procedures and specifically Section 7 thereto, enumerates various additional requirements for submission of a Qualified Bid. Please review the Bidding Procedures and confirm that your bid is compliant with the Bidding Procedures. Including the following:

A Qualified Bid proposal, at a minimum:

- identifies the legal name of the Potential Bidder (including any equity holders or other financial backers, if the Potential Bidder is an entity formed for the purpose of consummating the transaction);
- contains a copy of the proposed purchase agreement marked to show any proposed amendments and modifications to it;
- states that all necessary filings under applicable regulatory, antitrust and other Laws will be made at the Potential Bidder’s expense;
- the bid is formal, binding and includes a commitment to close;
- does not entitle such Potential Bidder to a breakup fee, termination fee or expense reimbursement;
- is accompanied by a good faith deposit;

Additionally, you must accompany your bid with:

- written evidence of available cash, a commitment for financing or such other evidence of ability to consummate the transaction contemplated by your bid ;
- a copy of a board resolution or similar document demonstrating the authority to make a binding and irrevocable bid;
- a covenant to cooperate with the Debtors to provide pertinent factual information regarding your operations as reasonably required to analyze issues arising with respect to any applicable antitrust laws and other applicable regulatory requirements;

- if your marked purchase agreement is not signed, then a signed statement that such bid is irrevocable until the earlier of May 31, 2015 and the first Business Day following the closing of the transaction;
- an allocation of the purchase price payable on account of each of the Discrete Assets included in the bid.

9. Bidder Acknowledgment

By submission of this bid, Bidder acknowledges that its bid is a duly authorized non-contingent bid for purchase of the specified assets, not subject to any further diligence or contingent on any financing. Bidder further acknowledges Bidder (a) has had an opportunity to conduct due diligence regarding the assets prior to making its offer and does not require further due diligence, (b) has relied solely upon its own independent review, investigation, and/or inspection of any documents and/or assets in making its bid, and (c) did not rely upon any written or oral statements, representations, promises, warranties, or guaranties whatsoever whether express, implied, by operation of law, or otherwise, regarding the assets, or the completeness of any information provided in connection therewith.

The Debtors reserve the right to accept or reject any offer and/or withdraw any of the assets prior to the Auction. This offer shall remain open and irrevocable until and unless the Debtors select a higher or otherwise better Bid.

Bidder understands and acknowledges that the Debtor may employ and announce prior to the commencement of the Auction procedural rules for conducting the Auction and that each Bidder may be required to acknowledge in writing such rules as a condition to entry to and participation in the Auction.

Bidder acknowledges that to the extent it is the winning bidder it is committing to close the transaction no later than May 31st, 2015. Bidder further acknowledges that, to the extent that it is the winning bidder, the Assets will be delivered and accepted by the Bidder AS IS, WHERE IS and WITH ALL FAULTS, and that such sale will be made WITHOUT WARRANTY OF MERCHANTABILITY, FITNESS FOR PARTICULAR PURPOSE OR ANY OTHER WARRANTY; WITHOUT REPRESENTATION OF ANY KIND OR NATURE; AND WITHOUT RECOURSE, except as set forth in writing in the APA accepted by the Debtors.

Bid Submitted on Behalf of:

Bidder Name: _____

By: _____

Name: _____

Title: _____

Date: _____