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UNITED STATES DISTRICT COURT
DISTRICT OF MINNESOTA

Case No. 0:14-cv-00786-ADM-TNL

PROOF OF CLAIM AND RELEASE

Please Type or Print in the Boxes Below
Do NOT use Red Ink, Pencil, or Staples

**Must Be Postmarked (if Mailed)
or Received (if Submitted Online)
No Later Than May 3, 2017**

TSP



PART I: CLAIMANT IDENTIFICATION

Last Name M.I. First Name

Last Name (Co-Beneficial Owner) M.I. First Name (Co-Beneficial Owner)

IRA Joint Tenancy Employee Individual Other _____ (specify)

Company Name (Beneficial Owner - If Claimant is not an Individual) or Custodian Name if an IRA

Trustee/Asset Manager/Nominee/Record Owner's Name (If Different from Beneficial Owner Listed Above)

Account#/Fund# (Not Necessary for Individual Filers)

Last Four Digits of Social Security Number¹ or Employer Identification Number

Telephone Number (Primary Daytime) - - Telephone Number (Alternate) - -

Email Address

MAILING INFORMATION

Address

Address

City State Zip Code

Foreign Province Foreign Postal Code Foreign Country Name/Abbreviation

¹ The last four digits of a valid Social Security Number (SSN) for individuals or an Employer Identification Number (EIN) for business entities, trusts, estates, etc., and telephone number of the beneficial owner(s) may be used in verifying this claim.

FOR CLAIMS PROCESSING ONLY	OB <input type="text"/>	CB <input type="text"/>	<input type="radio"/> ATP <input type="radio"/> KE <input type="radio"/> ICI	<input type="radio"/> BE <input type="radio"/> DR <input type="radio"/> EM	<input type="radio"/> FL <input type="radio"/> ME <input type="radio"/> ND	<input type="radio"/> OP <input type="radio"/> RE <input type="radio"/> SH	<input type="text"/> / <input type="text"/> / <input type="text"/>	FOR CLAIMS PROCESSING ONLY
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PART II. SCHEDULE OF TRANSACTIONS IN TILE SHOP COMMON STOCK

1. BEGINNING HOLDINGS OF TILE SHOP COMMON STOCK

State the total number of shares of Tile Shop common stock held as of the opening of trading on August 22, 2012. (Must be documented.) If none, write "zero" or "0."

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Proof Enclosed?
 Y N

2. PURCHASES/ACQUISITIONS OF TILE SHOP COMMON STOCK DURING THE PERIOD FROM AUGUST 22, 2012 THROUGH AND INCLUDING MAY 23, 2014 – Separately list each and every purchase/acquisition (including free receipts) of Tile Shop common stock after the opening of trading on August 22, 2012 through and including the close of trading on May 23, 2014. (Must be documented.)²

IF NONE, FILL IN THIS CIRCLE

PURCHASES/ACQUISITIONS		Fill in Circle If Shares Were Purchased/ Acquired Pursuant To The December 12, 2012 Offering	Total Purchase or Acquisition Price (Excluding Commissions, Taxes and Fees). Please round off to the nearest whole dollar	Proof of Purchase/ Acquisition Enclosed						
Trade Date(s) of Shares (List Chronologically)		Number of Shares Purchased or Acquired								
M	M	D	D	Y	Y		\$			
1.						<input type="radio"/>				<input type="radio"/> Y <input type="radio"/> N
2.						<input type="radio"/>				<input type="radio"/> Y <input type="radio"/> N
3.						<input type="radio"/>				<input type="radio"/> Y <input type="radio"/> N
4.						<input type="radio"/>				<input type="radio"/> Y <input type="radio"/> N
5.						<input type="radio"/>				<input type="radio"/> Y <input type="radio"/> N

3. SALES OF TILE SHOP COMMON STOCK DURING THE PERIOD FROM AUGUST 22, 2012 THROUGH AND INCLUDING MAY 23, 2014 – Separately list each and every sale/disposition (including free deliveries) of Tile Shop common stock from after the opening of trading on August 22, 2012 through and including the close of trading on May 23, 2014. (Must be documented.)

IF NONE, FILL IN THIS CIRCLE

SALES		Total Sale Price (Excluding Commissions, Taxes and Fees)	Proof of Sales Enclosed?							
Date(s) of Sale (List Chronologically)		Number of Shares Sold								
M	M	D	D	Y	Y		\$			
1.						<input type="radio"/>				<input type="radio"/> Y <input type="radio"/> N
2.						<input type="radio"/>				<input type="radio"/> Y <input type="radio"/> N
3.						<input type="radio"/>				<input type="radio"/> Y <input type="radio"/> N
4.						<input type="radio"/>				<input type="radio"/> Y <input type="radio"/> N
5.						<input type="radio"/>				<input type="radio"/> Y <input type="radio"/> N

4. ENDING HOLDINGS – State the total number of shares of Tile Shop common stock held as of the close of trading on May 23, 2014. (Must be documented.) If none, write "zero" or "0."

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Proof Enclosed?
 Y N

² **PLEASE NOTE:** Information requested with respect to your purchases/acquisitions of Tile Shop common stock from after the opening of trading on November 14, 2013 through and including the close of trading on May 23, 2014 is needed in order to balance your claim; purchases/acquisitions of Tile Shop common stock during this period, however, are not eligible under the Settlement and will not be used for purposes of calculating your Recognized Claim pursuant to the Plan of Distribution.

IF YOU REQUIRE ADDITIONAL SPACE FOR THE SCHEDULE ABOVE, ATTACH EXTRA SCHEDULES IN THE SAME FORMAT. PRINT THE BENEFICIAL OWNER'S FULL NAME AND LAST FOUR DIGITS OF SOCIAL SECURITY/EMPLOYER IDENTIFICATION NUMBER ON EACH ADDITIONAL PAGE.

IF YOU DO ATTACH EXTRA SCHEDULES, FILL THIS CIRCLE:



PART III. RELEASE OF CLAIMS AND SIGNATURE
YOU MUST ALSO READ THE CERTIFICATION SET FORTH BELOW AND
SIGN THIS CLAIM FORM.

I (We) hereby acknowledge that, pursuant to the terms set forth in the Stipulation, without further action by anyone, upon the entry of the Court's Order for Final Judgment approving the Settlement, I (we), on behalf of myself (ourselves), shall be deemed to have, and by operation of such order shall have, fully, finally, and forever compromised, settled, released, resolved, relinquished, waived, and discharged all Released Plaintiffs' Claims against Defendants' Released Parties, and shall be forever barred and enjoined from commencing, instituting, prosecuting, or continuing to prosecute any action or proceeding in any court of law or equity, arbitration tribunal, administrative forum, or other forum of any kind, asserting any of the Released Plaintiffs' Claims against any of the Defendants' Released Parties.

CERTIFICATION

By signing and submitting this Claim Form, the claimant(s) or the person(s) who represent(s) the claimant(s) certifies (certify), as follows:

1. that the claimant(s) is a (are) Class Member(s), as defined in the Notice, and is (are) not excluded by definition from the Class as set forth in the Notice;
2. that the claimant did **not** submit a request for exclusion from the Class in accordance with the instructions set forth in the Notice;
3. that I (we) own(ed) the Tile Shop common stock identified in this Claim Form and have not assigned the claim against any of the Defendants or any of the other Defendants' Released Parties to another, or that, in signing and submitting this Claim Form, I (we) have the authority to act on behalf of the owner(s) thereof;
4. that the claimant(s) has (have) not submitted any other claim covering the same purchases/acquisitions of Tile Shop common stock and knows (know) of no other person having done so on the claimant's (claimants') behalf;
5. that the claimant(s) has (have) not already submitted to binding arbitration and is (are) not party to any other lawsuit concerning claimant's (claimants') interest in Tile Shop common stock;
6. that the claimant(s) submit(s) to the jurisdiction of the Court with respect to claimant's (claimants') claim and for purposes of enforcing the releases set forth herein;
7. that I (we) agree to furnish such additional information with respect to this Claim Form as Class Counsel, the Claims Administrator or the Court may require;
8. that the claimant(s) waive(s) the right to trial by jury, to the extent it exists, and agree(s) to the Court's summary disposition of the determination of the validity or amount of the claim made by this Claim Form; and
9. that I (we) acknowledge that the claimant(s) will be bound by and subject to the terms of any judgment(s) that may be entered in the Action.

UNDER THE PENALTIES OF PERJURY, I (WE) CERTIFY THAT ALL OF THE INFORMATION PROVIDED BY ME (US) ON THIS CLAIM FORM IS TRUE, CORRECT, AND COMPLETE, AND THAT THE DOCUMENTS SUBMITTED HERewith ARE TRUE AND CORRECT COPIES OF WHAT THEY PURPORT TO BE.

Executed this _____ day of _____ in _____
(Month/Year) (City/State/Country)

(Sign your name here)

(Sign your name here)

(Type or print your name here)

(Type or print your name here)

Capacity of person signing on behalf of claimant, if other than an individual, e.g., executor, president, trustee, custodian, etc. (Must provide evidence of authority to act on behalf of claimant – see paragraph 9 above.)

Capacity of person signing on behalf of claimant, if other than an individual, e.g., executor, president, trustee, custodian, etc. (Must provide evidence of authority to act on behalf of claimant – see paragraph 9 above.)



**ACCURATE CLAIMS PROCESSING TAKES A SIGNIFICANT AMOUNT OF TIME.
THANK YOU FOR YOUR PATIENCE.**

REMINDER CHECKLIST

1. Please sign the above release and certification. If this Claim Form is being made on behalf of joint claimants, then both must sign.
2. Remember to attach only **copies** of acceptable supporting documentation as these documents will not be returned to you. **Do not send** originals of certificates.
3. Please **do not use red pen or highlighter** on any portion of the Claim Form or any supporting documents.
4. Keep copies of the completed Claim Form and documentation for your own records.
5. If you desire an acknowledgment of receipt of your Claim Form, please send it Certified Mail, Return Receipt Requested.
6. If your address changes in the future, or if this Claim Form was sent to an old or incorrect address, please send the Claims Administrator written notification of your new address. If you change your name, please inform the Claims Administrator.
7. If you have any questions or concerns regarding your claim, please contact the Claims Administrator in writing at the below address, toll-free at (844) 330-1184, by email at info@tileshopsecuritiessettlement.com, or visit www.tileshopsecuritiessettlement.com. Please **DO NOT** call Tile Shop, any other Defendants, or their counsel with questions regarding your claim.

THIS CLAIM FORM MUST BE SUBMITTED TO THE CLAIMS ADMINISTRATOR SO THAT IT IS **POSTMARKED, IF MAILED, OR RECEIVED, IF SUBMITTED ONLINE, NO LATER THAN MAY 3, 2017**, ADDRESSED AS FOLLOWS:

Tile Shop Securities Litigation Settlement
c/o Gilardi & Co. LLC
P.O. Box 43451
Providence, RI 02940-3451
Online Submissions: www.tileshopsecuritiessettlement.com

You should be aware that it will take a significant amount of time to fully process all of the submitted Claim Forms and to administer the Settlement. This work will be completed as promptly as time permits, given the need to review and tabulate each Claim Form. Please be patient and notify the Claims Administrator of any change of address.

