

## Transactions Containing Go-Shop Provisions

Target	Bidder(s)	Date of Agreement	Go-Shop Provision Language	Length of Go-Shop Period	Bifurcated Termination Fee?	Outcome
Catalina Marketing Corporation	ValueAct Capital Master Fund, L.P.	3/8/2007	[D]uring the period beginning on the date of this Agreement and continuing until the No-Solicitation Period Start Date, the Acquired Corporations and their respective Representatives shall have the right to, directly or indirectly, (i) initiate, solicit, facilitate and encourage Acquisition Proposals, (ii) enter into agreements relating to Acquisition Proposals, (iii) continue or otherwise participate in any discussions or negotiations regarding any Acquisition Proposal, (iv) furnish to any Person any information or data with respect to the Company, including by way of providing access to non-public information pursuant to (but only pursuant to) one or more Acceptable Confidentiality Agreements; and (v) otherwise cooperate with or take any other action to facilitate any proposal that constitutes, or could reasonably be expected to lead to, an Acquisition Proposal.	45-days	Yes. .6% of equity value during go-shop; 3.5% thereafter.	Pending
Aeroflex	General Atlantic and Francisco Partners	3/2/2007	[D]uring the period beginning on the date of this Agreement and continuing until the Solicitation Period End-Date, the Company ... shall have the right (acting under the direction of the Company Board) to directly or indirectly: (i) initiate, solicit and encourage Acquisition Proposals, including by way of providing access to non-public information pursuant to one or more confidentiality agreements on terms no less favorable in the aggregate to the Company than those contained in the Confidentiality Agreements ... (" <u>Acceptable Confidentiality Agreements</u> "); <u>provided</u> , that the Company shall promptly provide or make available to Parent any non-public information concerning the Company or any Company Subsidiary that is provided or made available to any Person given access which was not previously provided or made available to Parent; and (ii) enter into and maintain discussions or negotiations with respect to Acquisition Proposals or otherwise cooperate with or assist or participate in, or facilitate any such discussions or negotiations.	47 days	Yes. 1.5% of transaction value during go-shop; 3.0% thereafter.	Pending
Bristol West Holdings, Inc.	Farmers Group, Inc.	3/1/2007	[D]uring the period beginning on the date of this Agreement and continuing until 11:59 p.m. (EST_ on March 31, 2007 (the No-Shop Period Start Date"), the Company ... shall have the right directly or indirectly to: (i) initiate, solicit and encourage Acquisition Proposals (as hereinafter defined), including by way of providing access to non-public information pursuant to (but only pursuant to) one or more Acceptable Confidentiality Agreements (as hereinafter defined); <u>provided</u> that the Company shall promptly provide to Parent any material non-public information concerning the Company or its Subsidiaries that is provided to any Person given such access which was not previously provided to Parent; and (ii) enter into and maintain discussions or negotiations with respect to Acquisition Proposals or otherwise cooperate with or assist or participate in, or facilitate any such inquiries, proposals, discussions or negotiations.	30 days	Yes. 1.97% of transaction value during go-shop; 2.95% thereafter.	Pending
TXU Corp.	Kohlberg Kravis Roberts, Texas Pacific	2/25/2007	[D]uring the period beginning on the date of this Agreement and continuing until 12:01 a.m. (EST) on April 16, 2007 (the " <u>No-Shop Period Start Date</u> "), the Company ... shall have the right to: (i) initiate, solicit and encourage Acquisition Proposals, including by way of providing access to non-public information to any Person pursuant to an Acceptable Confidentiality Agreement ... and (ii) enter into and maintain or continue discussions or negotiations with respect to Acquisition Proposals or otherwise cooperate with or assist or participate in, or facilitate any such inquiries, proposals, discussions or negotiations ...	49-days	Yes. 1.2% of equity value during go-shop; 3.2% thereafter.	Pending

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Semco Energy, Inc.	Cap Rock Holding	2/23/2007	[D]uring the period from the date of this Agreement until 11:59 p.m. (New York City time) on March 29, 2007 (" <u>Last Call</u> "), the Company ... may (i) directly or indirectly solicit, initiate or encourage, whether publicly or otherwise, the submission of a Company Takeover Proposal, including by way of providing access to non-public information pursuant to one or more Acceptable Confidentiality Agreements, (ii) directly or indirectly enter into and maintain discussions or negotiations regarding, and furnish to any person information pursuant to one or more Acceptable Confidentiality Agreements with respect to, any Company Takeover Proposal, and (iii) take any other action to facilitate any inquiries or the making of any proposal that constitutes, or may reasonably be expected to lead to, a Company Takeover Proposal ...	35-days	Yes. .87% of transaction value during go-shop; 1.93% thereafter.	Pending
Lear Corp.	American Real Estate Partners, L.P.	2/9/2007	[D]uring the period beginning on the date of this Agreement and continuing until the Solicitation Period End-Date, the Company ... shall have the right (acting under the direction of the Board of Directors of the Company or, if then in existence, the Special Committee) to directly or indirectly: (i) initiate, solicit and encourage Acquisition Proposals, including by way of providing access to non-public information pursuant to one or more Acceptable Confidentiality Agreements; <u>provided</u> , that the Company shall promptly provide or make available to Parent any non-public information concerning the Company or its Subsidiaries that is provided or made available to any Person given such access which was not previously provided or made available to Parent; and (ii) participate in discussions or negotiations with respect to Acquisition Proposals or otherwise cooperate with or assist or participate in, or facilitate any such discussions or negotiations.	45 days	Yes. 1.39% of transaction value (plus up to \$6.0 million of Parent's expenses) during go-shop; 1.6% transaction value (plus up to \$15.0 million of Parent's expenses) thereafter.	Pending
Triad Hospitals, Inc.	Affiliates of CCMP Capital and GS Capital Partners	2/5/2007	[D]uring the period beginning on the date of this Agreement and continuing until 11:59 p.m. (EST) on the fortieth day following the date hereof (the "Go-Shop Period End Date"), the Company ... shall have the right ... to directly or indirectly: (i) initiate, solicit and encourage Company Acquisition Proposals (as hereinafter defined), including by way of public disclosure and by way of providing access to non-public information to any Person (each a "Solicited Person") pursuant to (but only pursuant to) one or more Acceptable Confidentiality Agreements (as hereinafter defined); provided, that the Company shall promptly provide to Parent any material non-public information concerning the Company or its Subsidiaries that it has provided to any Solicited Person given such access which was not previously provided to Parent; and (ii) enter into and maintain discussions or negotiations with respect to Company Acquisition Proposals or otherwise cooperate with or assist or participate in, or facilitate any such inquiries., proposals, discussions or negotiations.	40 days	Yes. .63% of transaction value (amounts includes up to \$20.0 million of Parent's expenses) during go-shop; 1.9% thereafter. No matching right during go-shop.	Terminated after Community Health Systems made a jumping bid during the go-shop.

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Laureate Education	Douglas L. Becker, Chairman and Chief Executive Officer of Laureate, and includes Kohlberg Kravis Roberts & Co.; Citigroup Private Equity; S.A.C. Capital Management, LLC; SPG Partners; Bregal Investments; Caisse de depot et placement du Quebec; Sterling Capital; Makena Capital; Torreal S.A.; and Southern Cross Capital	1/28/2007	[D]uring the period beginning on the date of this Agreement and continuing until 11:59 p.m., Eastern Time on March 14, 2007 (the " <u>No-Shop Period Start Date</u> "), the Company ... shall have the right (acting under the direction of the Special Committee) to: (i) initiate, solicit and encourage, whether publicly or otherwise, Company Acquisition Proposals ..., including by way of providing access to non-public information pursuant to (but only pursuant to) one or more Acceptable Confidentiality Agreements ...; <i>provided</i> that the Company shall promptly provide to Parent and Merger Sub any material non-public information concerning the Company or its Subsidiaries that is provided to any Person given such access which was not previously provided to Parent and Merger Sub; and (ii) enter into and maintain discussions or negotiations with respect to Company Acquisition Proposals or otherwise cooperate with or assist or participate in, or facilitate any such inquiries, proposals, discussions or negotiations or the making of any Company Acquisition Proposal.	45 days	Yes. 1.45% of transaction value during go-shop; 2.9% thereafter.	Pending
Harrahs Entertainment	Texas Pacific Group and Apollo Management LP	12/20/2006	[D]uring the period beginning on the date of this Agreement and continuing until 11:59 p.m. (EST) on the date that is twenty-five (25) days after the date hereof ... (the " <u>Solicitation Period End-Date</u> "), the Company ... shall have the right ... to directly or indirectly: (i) initiate, solicit and encourage Acquisition Proposals, including by way of providing access to non-public information pursuant to one or more Acceptable Confidentiality Agreements, <i>provided</i> that the Company shall promptly provide to Parent any material non-public information concerning the Company or its Subsidiaries that is provided to any Person given such access which was not previously made available to Parent; and (ii) enter into and maintain discussions or negotiations with respect to potential Acquisition Proposals or otherwise cooperate with or assist or participate in, or facilitate, any such inquiries, proposals, discussions or negotiations.	25 days	No. 1.8% of transaction value during and after go-shop.	Approved by Stockholders
Realogy	Affiliates of Apollo Management LP	12/15/2006	[D]uring the period beginning on the date of this Agreement and continuing until the Solicitation Period End-Date, the Company ... shall have the right ... to directly or indirectly: (i) initiate, solicit and encourage Acquisition Proposals, including by way of providing access to non-public information pursuant to one or more Acceptable Confidentiality Agreements; <i>provided</i> that the Company shall promptly provide or make available to Parent any non-public information concerning the Company or its Subsidiaries that is provided or made available to any Person given such access which was not previously provided or made available to Parent; and (ii) enter into and maintain discussions or negotiations with respect to Acquisition Proposals or otherwise cooperate with or assist or participate in, or facilitate any such discussions or negotiations.	60 days	Yes. 1.1% of transaction value during go-shop; 2.39% thereafter.	Closed

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Clear Channel	Thomas H. Lee Partners, L.P. and Bain Capital Partners, LLC,	11/16/2006	[C]ommencing on the date of this Agreement and continuing until 11:59 p.m., Eastern Standard Time, on December 7, 2006 (the "No-Shop Period Start Date"), the Company ... shall have the right to directly or indirectly (i) initiate, solicit and encourage Competing Proposals from third parties, including by way of providing access to non-public information to such third parties in connection therewith; <u>provided</u> , that the Company shall enter into confidentiality agreements with any such third parties and shall promptly provide to the Parents any material non-public information concerning the Company or its subsidiaries that is provided to any such third party which has not been previously provided to the Parents; and (ii) participate in discussions or negotiations regarding, and take any other action to facilitate any inquiries or the making of any proposal that constitutes, or may reasonably be expected to lead to, a Competing Proposal.	21 days	Yes. 1.12% of transaction value during go-shop; 1.87% thereafter.	Pending
Giant Industries	Western Refining Company	8/26/2006, as amended 11/12/2006	[D]uring the period beginning on November 13, 2006 (the "Commencement Date") and continuing until 12:01 a.m. Central Time on December 13, 2006 (the "Go-Shop Period"), the Company ... shall have the right to: (i) initiate, solicit and encourage Acquisition Proposals, including by way of providing access to non-public information to any other Person pursuant to a confidentiality agreement in reasonably customary form and which does not contain terms that prevent the Company from complying with its obligations under this Section 5.2; <u>provided</u> that the Company shall promptly provide to Parent any material non-public information concerning the Company or its Subsidiaries that is provided to any Person given such access which was not previously provided to Parent; and (ii) enter into and maintain or continue discussions or negotiations with respect to Acquisition Proposals or otherwise cooperate with or assist or participate in, or facilitate any such inquiries, proposals, discussions or negotiations.	30 days	No. After a fire at a Giant refinery, the parties agreed to (i) reduce the total merger consideration, (ii) add a 30 day go-shop, and (iii) reduce the termination fee from \$37.5 million to \$34.0 million. Termination fee represented 2.4% of transaction value during and after the go-shop.	Pending
Outback Steakhouse/OSI Restaurant Partners	Bain, Catterton Partners	11/5/2006	[D]uring the period beginning on the date of this Agreement and continuing until 11:59 p.m. (New York time) on the date that is fifty (50) days after the date of the public announcement of this Agreement (the "Solicitation Period End Date"), the Company ... shall be permitted to, and shall have the right to, directly or indirectly ... (i) solicit, initiate or encourage any inquiry with respect to, or the making, submission or announcement of, any Alternative Proposal and (ii) participate in discussions or negotiations regarding, and furnish to any person information with respect to, and take any other action to facilitate any inquiries or the making of any proposal that constitutes, or may lead to, an Alternative Proposal; <u>provided, however</u> , that the Company shall not ... provide to any third party any material non-public information unless the Company receives from such third party an executed confidentiality agreement with confidentiality provisions in form no more favorable to such person than those confidentiality provisions contained in the Confidentiality Agreement.	50 days	Yes. 1.02% of transaction value (inclusive of up to \$7.5 million in Parent expense) during go-shop; 1.4% thereafter.	Pending

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Open Solutions	The Carlyle Group and Providence Equity Partners	10/14/2006	[D]uring the period beginning on the date of this Agreement and continuing until 11:59 p.m. (EST) on November 8, 2006 (the " Solicitation Period End Date "), the Company ... shall have the right (acting under the direction of the Special Committee) to directly or indirectly: (i) initiate, solicit and encourage Acquisition Proposals (as hereinafter defined), including by way of providing access to non-public information pursuant to (but only pursuant to) one or more customary confidentiality agreements on terms no more favorable to any third party than those contained in a Confidentiality Agreement; <i>provided</i> , ... that the Company shall provide to Parent any material non-public information concerning the Company ... that is provided to any Person given such access which was not previously provided to Parent concurrently with the time it is provided to such Person; and (ii) enter into and maintain discussions or negotiations with respect to Acquisition Proposals or otherwise cooperate with or assist or participate in, or facilitate any such inquiries, proposals, discussions or negotiations.	25 days	Yes. .92% of transaction value during go-shop; 2.31% thereafter.	Complete
Freescale Semiconductor, Inc.	Carlyle Group, Blackstone Group, TPG, Permira	9/15/2006	[D]uring the period beginning on the date of this Agreement and continuing until 11:59 p.m. (EST) on November 3, 2006 (the " <u>No-Shop Period Start Date</u> "), the Company ... may (acting under the direction of the Special Committee) directly or indirectly: (i) initiate, solicit or encourage the submission of Company Takeover Proposals ... from one or more Persons, including by way of providing access to non-public information pursuant to the prior execution of an Acceptable Confidentiality Agreement with any such Person ...	50 days	Yes. .85% of equity value during the first 10 days of go-shop; 1.7% thereafter.	Complete
Aleris	TPG	8/7/2006	[S]ubject to the prior execution by the relevant Person of a confidentiality agreement which is substantially similar to the Confidentiality Agreement ...: (i) from date hereof until the 12:01 a.m. (EST) on September 7, 2006 (the "Solicitation Period End Date"), the Company and its Representatives may directly or indirectly (A) solicit, initiate or encourage the submission of an Acquisition Proposal from any Strategic Bidder and (B) directly or indirectly participate in discussions or negotiations regarding, and provide access to its properties, books and records and provide confidential information or data to any Person with respect to, and take any other action to facilitate any inquiries or the making of any proposal that constitutes, or may reasonably be expected to lead to, a bona fide Acquisition Proposal from any Strategic Bidder..	30 days	No. 1.2% transaction value (2.35% equity value) during and after go-shop.	Complete
HCA, Inc.	Bain Capital, Kohlberg Kravis Roberts & Co. and Merrill Lynch Global Private Equity, HCA founder Dr. Thomas F. Frist, Jr. and HCA management	7/24/2006	[D]uring the period beginning on the date of this Agreement and continuing until 11:59 p.m. (EST) on September 12, 2006 (the " <u>No-Shop Period Start Date</u> "), the Company ... shall have the right (acting under the direction of the Special Committee) to directly or indirectly: (i) initiate, solicit and encourage Company Acquisition Proposals (as hereinafter defined), including by way of providing access to non-public information pursuant to (but only pursuant to) one or more Acceptable Confidentiality Agreements (as hereinafter defined); <i>provided</i> that the Company shall promptly provide to Parent any material non-public information concerning the Company or its Subsidiaries that is provided to any Person given such access which was not previously provided to Parent; and (ii) enter into and maintain discussions or negotiations with respect to Company Acquisition Proposals or otherwise cooperate with or assist or participate in, or facilitate any such inquiries, proposals, discussions or negotiations.	50 days	Yes. .91% of transaction value (1.41% of equity value) during go-shop period; 1.52% of transaction value (2.35% of equity value) thereafter.	Complete

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Petco	Texas Pacific Group and Leonard Green & Partners, L.P.	7/13/2006	During the period beginning on the date of this Agreement and continuing until 12:01 a.m. (EST) on the twenty first (21st) Business Day after the date of this Agreement (the " Exclusivity Period Start Date "), the Company ... shall have the right (acting under the direction of the Independent Committee) to: (i) initiate, solicit and encourage Third Party Acquisition proposals, including by way of providing access to non-public information pursuant to (but only pursuant to) a customary confidentiality agreement ...; <i>provided</i> , that the Company shall promptly make available to Parent and Merger Sub, subject to the terms and conditions of the Confidentiality Agreement, any material non-public information concerning the Company or its Subsidiaries made available to any Person given such access that was not previously made available to Parent and Merger Sub; and (ii) maintain or continue discussions or negotiations with respect to Third Party Acquisition proposals or otherwise cooperate with or assist or participate in, or facilitate any such inquiries, proposals, discussions or negotiations.	20 days	Yes. 1.67% of transaction value during first seven (7) days of go-shop; 2.78% thereafter.	Complete
Ace Cash Express	JLL Partners	6/6/2006	[F]or a period ending on the thirtieth (30th) day following the date hereof, the Company may directly or indirectly through advisors, agents or other intermediaries (i) solicit and encourage a Company Acquisition Proposal from any Person, (ii) provide non-public information or data to any Person with which it has entered into a confidentiality agreement containing terms no less restrictive on such Person than the terms contained in the Confidentiality Agreement and (iii) engage in discussions or negotiations concerning a Company Acquisition Proposal with any such Person ...	30 days	Yes. 2.2% of equity value during go-shop; 3.3% thereafter.	Complete
West Corp	Thomas H. Lee Partners and Quadrangle Group.	5/31/2006	During the period beginning on the date of this Agreement and continuing until 12:01 a.m. Eastern Time on June 21, 2006 (the " No-Shop Period Start Date "), the Company ... shall have the right to: (i) initiate, solicit and encourage Takeover Proposals, including by way of providing access to non-public information to any other Person pursuant to a confidentiality agreement on terms no more favorable to such Person than those contained in the Confidentiality Agreement; <i>provided</i> that the Company shall promptly provide to Newco any material non-public information concerning the Company or its Subsidiaries that is provided to any Person given such access which was not previously provided to Newco; and (ii) enter into and maintain or continue discussions or negotiations with respect to Takeover Proposals or otherwise cooperate with or assist or participate in, or facilitate any such inquiries, proposals, discussions or negotiations.	21 days	No. 2.27% of transaction value during and after go-shop.	Pending
Jameson Inns, Inc.	JER Partners	5/22/2006	During the period beginning on the date of this Agreement and continuing until 12:01 a.m. (EST) on the date that is 25 days after the execution of this Agreement (the "Solicitation Period End Date"), the Company ... shall be permitted to (i) directly or indirectly through another person solicit, initiate or encourage the submission of a Company Takeover Proposal and (ii) directly or indirectly through another person participate in discussions or negotiations regarding, and furnish to any person information with respect to, and take any other action to facilitate any inquiries or the making of any proposal that constitutes, or may reasonably be expected to lead to, a Company Takeover Proposal; <i>provided</i> , however, that ... in no event shall the Company ... engage in any of the actions described in clause (i) or clause (ii) above with more than seven persons ...	25 days	Yes. .67% of transaction value (1.38% of equity value) during go-shop; 1.35% of transaction value (2.76% of equity value) thereafter.	Complete

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Kerzner International	Solomon and Howard Kerzner, Istithmar PJSC, The Related Companies, Whitehall Street Global Real Estate, Colony Capital, Providence equity Partners	3/20/2006	[D]uring the period beginning on the date of this Agreement and continuing until 11:59 p.m. on May 4, 2006 (the " <b>No-Shop Period Start Date</b> "), the Company ... shall have the right (acting under the direction of the Special Committee) to: (i) initiate, solicit and encourage, whether publicly or otherwise, Company Acquisition Proposals ..., including by way of providing access to non-public information pursuant to (but only pursuant to) one or more Acceptable Confidentiality Agreements ... ; provided that the Company shall promptly provide to Parent and Merger Sub any material non-public information concerning the Company or its Subsidiaries that is provided to any Person given such access which was not previously provided to Parent and Merger Sub ...; and (ii) enter into and maintain discussions or negotiations with respect to Company Acquisition Proposals or otherwise cooperate with or assist or participate in, or facilitate any such inquiries, proposals, discussions or negotiations or the making of any Company Acquisition Proposal.	45 days	Yes. .82% of transaction value (.98% of equity value) during go-shop; 2.47% of transaction value (2.95% of equity value) thereafter.	Complete
Sports Authority	Leonard Green	1/22/2006	During the period beginning on the date of this Agreement and continuing until 12:01 a.m. (EST) on the 21st day after the date of this Agreement (the " <b>Exclusivity Period Start Date</b> "), the Company ... shall have the right (acting under the direction of the Special Committee) to: (i) initiate, solicit and encourage Company Acquisition Proposals (as hereinafter defined), including by way of providing access to non-public information pursuant to (but only pursuant to) one or more Acceptable Confidentiality Agreements (as hereinafter defined); PROVIDED that the Company shall promptly provide to Parent and Merger Sub any material non-public information concerning the Company or its Subsidiaries that is provided to any Person given such access which was not previously provided to Parent and Merger Sub; and (ii) enter into and maintain or continue discussions or negotiations with respect to Company Acquisition Proposals or otherwise cooperate with or assist or participate in, or facilitate any such inquiries, proposals, discussions or negotiations.	21 days	No. 2.31% of transaction value during and after go-shop.	Complete
Criimi Mae Inc.	Cadim W.F. Co.	10/6/2005	It is understood and agreed that the Company, together with Citigroup, will continue the Company's auction process for the Company's assets (the "Asset Auction") until November 30, 2005.	55 days	Yes. No fee (just expense reimbursement) for termination up to one month after go-shop; 2.44% of transaction value (plus expense reimbursement) thereafter.	Complete
Maytag Corp.	Ripplewood Holdings, Goldman Sachs, Rothschild Group Ltd., RHJ International	5/19/2005	During the period beginning on the date of this Agreement and continuing until 12:01 a.m. (EST) on June 18, 2005 (the " <b>Solicitation Period End Date</b> "), the Company ... shall be permitted to (i) directly or indirectly solicit, initiate, or encourage the submission of a Company Takeover Proposal and (ii) directly or indirectly participate in discussions or negotiations regarding, and furnish to any person information with respect to, and take any other action to facilitate any inquiries or the making of any proposal that constitutes, or may reasonably be expected to lead to, a Company Takeover Proposal; provided, however, that (A) the Company shall not ... provide to any person any nonpublic information ... with respect to the Company ... without first entering into a customary confidentiality agreement with such person that is not less restrictive of the other party than the Confidentiality Agreement...	29 days	No. 1.9% of transaction value (3.6% of equity value) during and after go-shop.	Terminated after Whirlpool made a jumping bid one month after the end of the go-shop. Whirlpool transaction completed.

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Hollywood Entertainment Corporation	Carso Holdings Corporation	10/13/2004	The Company shall not ... (i) solicit or initiate or knowingly encourage any proposal that constitutes, or could reasonably be expected to lead to, an Acquisition Proposal, (ii) participate or engage in discussions or negotiations with, or disclose or provide any non-public information relating to the Company ... or afford access to any of the properties, book or records of the Company... to, any Person with respect to an Acquisition Proposal ... provided, however, that the parties hereby expressly acknowledge and agree that, prior to obtaining the Company Shareholder Approval, the Company ... may (without any or all such actions being deemed, individually or in the aggregate, a breach of this Agreement ... take any of the actions described in clause (i) ...	Right to solicit until Shareholder Meeting	No. Merger Agreement provided for reimbursement of expenses only (no Termination Fee).	Terminated after both Movie Gallery and Blockbuster made jumping bids. Movie Gallery transaction completed.
US Oncology Inc.	Welsh, Carson, Anderson & Stowe IX, L.P.	3/20/2004	During the period beginning on the date of this Agreement and continuing until 12:01 a.m. (EST) on April 6, 2004 (the "Exclusivity Period Start Date"), the Company shall have the right to (i) initiate, solicit and encourage (including by way of providing access to non-public information pursuant to (but only pursuant to) one or more Acceptable Confidentiality Agreements (as hereinafter defined); ... and (ii) enter into and maintain or continue discussions or negotiations with any Person or group of Persons in furtherance of any such inquiries and to induce the making or submission of Company Acquisition Proposals	15 days	No. .75% of transaction value during and after go-shop.	Complete