UNITED STATES DISTRICT COURT
DISTRICT OF MINNESOTA

In re BUCA, INC. SECURITIES LITIGATION	Civil Action No. 05-1762 DWF/AJB

PROOF OF CLAIM AND RELEASE

GENERAL INSTRUCTIONS

1. To recover as a member of the Class based on your claims in the action entitled *In re BUCA, Inc. Securities Litigation,* Civil Action No. 05-1762 DWF/AJB (the "Action"), you must complete this Proof of Claim and Release form. If you fail to file a properly addressed Proof of Claim and Release, your claim may be rejected and you may be precluded from any recovery from the Settlement Fund created in connection with the proposed settlement of the Action that is described in the accompanying Notice of Class Action Determination, Proposed Settlement and Hearing on Settlement ("Notice").

2. Submission of this Proof of Claim and Release, however, does not assure that you will share in the proceeds of the settlement.

3. YOU MUST MAIL YOUR COMPLETED AND SIGNED PROOF OF CLAIM AND RELEASE, RECEIVED OR POSTMARKED ON OR BEFORE NOVEMBER 14, 2008, ADDRESSED AS FOLLOWS:

   In re BUCA, Inc. Securities Litigation
   c/o Complete Claim Solutions, LLC
   Claims Administrator
   P.O. Box 24632
   West Palm Beach, FL 33416

   If you are NOT a member of the Class as defined in the Notice, DO NOT submit a Proof of Claim and Release form.

4. If you are a member of the Class, and you do not timely exclude yourself from the Class, you are bound by the terms of any judgment entered in the Action, WHETHER OR NOT YOU SUBMIT A PROOF OF CLAIM AND RELEASE FORM.

5. If you purchased the common stock of BUCA, Inc. ("BUCA") at any time from February 6, 2001 through March 11, 2005, inclusive, and held the certificate(s) in your name, you are the beneficial purchaser as well as the record purchaser. If, however, the certificate(s) were registered in the name of a third party, such as a nominee or brokerage firm, you are the beneficial purchaser and the third party is the record purchaser. THIS FORM MUST BE FILED BY THE ACTUAL BENEFICIAL PURCHASER OR PURCHASERS, OR THE LEGAL REPRESENTATIVE OF SUCH PURCHASER OR PURCHASERS OF THE BUCA COMMON STOCK UPON WHICH THIS CLAIM IS BASED.

6. All joint purchasers must sign this form. Executors, administrators, guardians, conservators and trustees must complete and sign this form on behalf of persons and/or entities represented by them, must state their titles or capacities and (except for trustees under the Uniform Gifts to Minors Act or the Uniform Transfers to Minors Act) must provide evidence of their authority. The Social Security (or taxpayer identification) number and telephone number of the beneficial owner may be used in verifying the claim. Failure to provide the foregoing information could delay verification of your claim or result in rejection of the claim.

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

Reminder Checklist:

1. Please sign the Certification section of the Proof of Claim and Release.
2. If this claim is being made on behalf of joint claimants, both must sign.
3. Remember to attach supporting documentation, if available.
4. Do not send original stock certificates.
5. Keep a copy of all documents submitted for your records.
6. If you desire an acknowledgment of receipt of your claim form, please send it Certified Mail, Return Receipt Requested.
7. If you move, please send the Claims Administrator your new address.

These forms and your supporting documentation must be received or postmarked on or before November 14, 2008.

DEADLINE:
RECEIVED OR
POSTMARKED
ON OR BEFORE
NOVEMBER 14, 2008

IN RE BUCA, INC. SECURITIES LITIGATION

PROOF OF CLAIM

Please Print Clearly

OFFICIAL USE ONLY

Identification of Beneficial Owners - Complete either Section A or B and then proceed to Section C.

Section A. Complete this Section ONLY if the Beneficial Owner is an individual, joint, or IRA account.

Last Name (Beneficial Owner)

First Name (Beneficial Owner)

Last Name (Joint Owner, if applicable)

First Name (Joint Owner, if applicable)

Name of IRA Custodian, if applicable

If this account is an IRA, and if you would like any check that you MAY be eligible to receive made payable to the IRA account, please include "IRA" in the "Last Name" box above (e.g., Jones IRA).

Section B. Complete this Section ONLY if the Beneficial Owner is an Entity, such as a corporation, trust, estate, etc.

Entity Name

Name of Representative, if applicable (Executor, administrator, trustee, c/o, etc.)

Section C. Mailing Information:

Number and Street or P.O. Box

City

State

Zip Code

Foreign Province and Postal Code

Foreign Country

Telephone Number (Day)

Telephone Number (Evening)

Email

Enter Taxpayer Identification Number below for the Beneficial Owner(s). For most individuals, this is your Social Security Number. If you fail to provide this information, your claim may be rejected.

Social Security No. (for individuals) or Taxpayer Identification No. (for estates, trusts, corporations, etc.)

Transactions in BUCA Shares

1. In the space provided below, supply all required details of your transaction(s) in BUCA common stock. If you need more space, attach separate sheets giving all of the required information in substantially the same form. Sign and print or type your name on each additional sheet.
2. Provide all of the requested information with respect to *all* of your purchases and sales of BUCA common stock that took place at any time from February 6, 2001 through March 11, 2005, inclusive (the "Class Period"), whether such transactions resulted in a profit or a loss. Failure to report all such transactions may result in the rejection of your claim.
3. List each transaction in the Class Period separately and in chronological order, by trade date, beginning with the earliest. You must accurately provide the month, day and year of each transaction you list.
4. Copies of broker confirmations or other documentation of your transactions in BUCA common stock should be attached to your claim. Failure to provide this documentation could delay verification of your claim or result in rejection of your claim.
5. The requests are designed to provide the minimum amount of information necessary to process the simplest claims. The Claims Administrator may request additional information as required to efficiently and reliably calculate your losses. In cases where the Claims Administrator cannot perform the calculation accurately or at a reasonable cost to the Class with the information provided, the Claims Administrator may condition acceptance of the claim upon the production of additional information.
6. At the close of business on February 5, 2001, I (we) owned _____ of BUCA common stock.
(If none, write "zero" or "0", if other than zero, must be documented.)

Number of Shares

PURCHASES

7. I (We) made the following purchases and/or acquisitions of BUCA common stock during the period from February 6, 2001 through March 11, 2005, inclusive:

Date(s) of Purchase/ Acquisition (List Chronologically) (Month/Day/Year)	Number of Shares of Common Stock Purchased/Acquired	Purchase Price Per Share of Common Stock	Aggregate Cost (excluding commissions, taxes, and fees)

IF YOU NEED ADDITIONAL SPACE TO LIST YOUR TRANSACTIONS PHOTOCOPY THIS PAGE.

SALES

8. I (We) made the following sales of BUCA common stock during the period from February 6, 2001 through March 11, 2005, inclusive: (If none, write "zero" or "0", if other than zero, must be documented.)

Date(s) of Sale (List Chronologically) (Month/Day/Year)	Number of Shares of Common Stock Sold	Sale Price Per Share of Common Stock	Amount Received (net of commissions, taxes, and fees)

9. At the close of business on March 11, 2005, I (we) owned of BUCA common stock.
(If none, write "zero" or "0", if other than zero, must be documented.)

Number of Shares

IF YOU NEED ADDITIONAL SPACE TO LIST YOUR TRANSACTIONS PHOTOCOPY THIS PAGE.

Submission to Jurisdiction of the Court and Acknowledgments

I (We) submit this Proof of Claim and Release under the terms of the Stipulation of Settlement dated March 20, 2008 ("Stipulation"). I (We) also submit to the jurisdiction of the United States District Court for the District of Minnesota, with respect to my (our) claim as a Class Member (as defined in the Notice) and for purposes of enforcing the release set forth herein. I (We) further acknowledge that I am (we are) bound by and subject to the terms of any judgment that may be entered in the Action. I (We) agree to furnish additional information to support this claim if requested to do so. I (We) have not submitted any other claim covering the same purchases, acquisitions and sales of BUCA common stock during the Class Period and know of no other person or entity having done so on my (our) behalf.

Definitions and Release

1. I (We) hereby acknowledge full and complete satisfaction of, and do hereby fully, finally and forever settle, release, relinquish and discharge all of the Settled Claims against each and all of the Settling Defendants, as defined below.
2. "Settling Defendants" means, collectively, a) BUCA, Inc., including its past and present parent, subsidiary, and affiliated corporations and entities, and the predecessors and successors in interest of any of them, and b) Joseph P. Micatrotto, Greg A. Gadel, and Pete Mihajlov, all and each of them, and all and each of their respective assigns, successors, agents, representatives, spouses, heirs, executors, administrators, and insurers.
3. "Insurers" means the insurers for the Settling Defendants, including but not limited to National Union Fire Insurance Company of Pittsburgh, PA, American International Specialty Lines Insurance Company, and Federal Insurance Company of Indiana.

4. "Settled Claims" means any and all claims, actions, causes of action, rights or liabilities, whether arising out of state or federal law, including Unknown Claims, of any Class Member, which exist or may exist against any of the Settling Defendants and their respective past and present parent, subsidiary, and affiliated corporations and entities, the predecessors and successors in interest of any of them, and all of their respective past and present officers, directors, employees, agents, partners, representatives, spouses, heirs, executors, administrators, attorneys, and assigns, and the Insurers, by reason of any matter, event, cause or thing whatsoever arising out of, relating to, or in any way connected with: (a) the purchase or sale of any BUCA Securities during the Class Period; or (b) any facts, circumstances, transactions, events, occurrences, acts, omissions or failures to act that were alleged in the Action and that relate to a Class Member's decision to purchase, sell, or hold BUCA Securities.
5. "Unknown Claims" has the meaning set out in the Stipulation and includes claims which the releasors do not know or suspect to exist in their favor at the time of their granting this release, which if known by them might have affected their settlement of the Action.
6. This release shall be of no force or effect unless and until the Court approves the Stipulation and it becomes effective on the Effective Date.
7. I (We) hereby warrant and represent that I (we) have not assigned or transferred or purported to assign or transfer, voluntarily or involuntarily, any matter released pursuant to this release or any other part or portion thereof.
8. I (We) hereby warrant and represent that I (we) have included information about all of my (our) transactions in BUCA common stock that occurred during the Class Period as well as the number of shares of BUCA common stock held by me (us) at the close of business on February 5, 2001, and at the close of business on March 11, 2005.

Certification

I (We) certify that I am (we are) NOT subject to backup withholding under the provisions of Section 3406 (a)(1)(c) of the Internal Revenue Code because: (a) I am (We are) exempt from backup withholding, or (b) I (We) have not been notified by the I.R.S. that I am (we are) subject to backup withholding as a result of a failure to report all interest or dividends, or (c) the I.R.S. has notified me (us) that I am (we are) no longer subject to backup withholding. NOTE: If you have been notified by the I.R.S. that you are subject to backup withholding, please strike out the language that you are not subject to backup withholding above.

I (We) declare under penalty of perjury under the laws of the United States of America that the foregoing information supplied by the undersigned is true and correct.

Executed this _____ of _____, 2008
(Day) (Month)
in _____, _____
(City) (State/County)

Signature of Claimant

Type or print name of Claimant

(Capacity of person signing above, e.g., Beneficial Purchaser(s), Administrator, Executor, Trustee, Custodian, Power of Attorney, etc.)

Proof of Authority to File Enclosed? ☐ Yes ☐ No
(See paragraph 6 of the General Instructions)

Executed this _____ of _____, 2008
(Day) (Month)
in _____, _____
(City) (State/Country)

Signature of Joint Claimant, if any

Type or print name of Joint Claimant, if any

(Capacity of person signing above, e.g., Beneficial Purchaser(s), Administrator, Executor, Trustee, Custodian, Power of Attorney, etc.)

Proof of Authority to File Enclosed? ☐ Yes ☐ No
(See paragraph 6 of the General Instructions)