

Nebes William III
Form 4
February 27, 2012

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
Nebes William III

(Last) (First) (Middle)

MS CF3-203, 300 RADIOSHACK CIRCLE

(Street)

FT. WORTH, TX 76102

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
RADIOSHACK CORP [RSH]

3. Date of Earliest Transaction (Month/Day/Year)
02/23/2012

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

____ Director _____ 10% Owner
____ Officer (give title below) _____ Other (specify below)
SVP-Mexico

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Ownership (Instr. 4)
				(A) or (D)	Price		
Common Stock ⁽¹⁾	02/23/2012		A	11,427	A \$ 0	22,178	D
Common Stock ⁽³⁾	02/23/2012		F	3,245	D \$ 7.235	18,933	D

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474 (9-02)

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Security (Instr. 3 and 4)	8. Amount or Number of Shares
Option Right-to-Buy 02-23-2012 (2)	\$ 7.235	02/23/2012		A	18,384	02/23/2015 02/23/2019	Common Stock	18,384

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

Nebes William III
MS CF3-203, 300 RADIOSHACK CIRCLE
FT. WORTH, TX 76102

SVP-Mexico

Signatures

Jeffrey J. Walker, by Power of Attorney for William
Nebes III

02/27/2012

__Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, see Instruction 4(b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Restricted stock granted under the terms of the First Amended and Restated RadioShack Corporation 2009 Incentive Stock Plan, SEC Reg. No. 333-159483. Under the terms of the restricted stock grant, the restricted stock vests as to one-third on each of the first three anniversary dates of the date of grant.

Option granted under the First Amended and Restated RadioShack Corporation 2009 Incentive Stock Plan, SEC Reg. No. 333-159483.

(2) Under the terms of the option agreement, options vest as to one-third on each of the first three anniversary dates of the date of grant. The exercise date is the last date when all options granted are vested.

Restricted stock granted under the First Amended and Restated RadioShack 2009 Incentive Stock Plan (SEC Reg. No 333-159483) are

(3) subject to vesting when the grantee retires after reaching age 55. The issuer withheld these shares of restricted stock to satisfy withholding tax obligations because these shares of restricted stock were not subject to a substantial risk of forfeiture when granted.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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