

UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF OHIO  
WESTERN DIVISION (DAYTON)

In re HUFFY CORPORATION SECURITIES LITIGATION	)	Lead Case No. 3:05cv0028
_____	)	<u>CLASS ACTION</u>
This Document Relates To:	)	Judge Walter Herbert Rice
ALL ACTIONS.	)	Magistrate Judge Sharon L. Ovington
_____	)	

PROOF OF CLAIM AND RELEASE

**I. GENERAL INSTRUCTIONS**

1. To recover as a member of the Class based on your claims in the action entitled *In re Huffly Corporation Securities Litigation*, Lead Case No. 3:05cv0028 (the "Litigation"), you must complete and, on page 6 of this Proof of Claim and Release form ("Proof of Claim"), sign this Proof of Claim. If you fail to file a properly addressed (as set forth in paragraph 3 below) Proof of Claim, 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 Litigation.

2. Submission of this Proof of Claim, however, does not assure that you will share in the proceeds of the Settlement of the Litigation.

3. YOU MUST MAIL YOUR COMPLETED AND SIGNED PROOF OF CLAIM POSTMARKED ON OR BEFORE SEPTEMBER 13, 2010, ADDRESSED AS FOLLOWS:

*Huffy Securities Litigation*  
Claims Administrator  
c/o Gilardi & Co. LLC  
P.O. Box 990  
Corte Madera, CA 94976-0990

If you are NOT a member of the Class (as defined in the Notice of Pendency and Proposed Settlement of Class Action ("Notice")), DO NOT submit a Proof of Claim.

4. If you are a member of the Class and you did not timely request exclusion in connection with the proposed Settlement, you are bound by the terms of any judgment entered in the Litigation, including the releases provided by the Settlement, as set forth in the Stipulation of Settlement Agreement and Release ("Stipulation"), WHETHER OR NOT YOU SUBMIT A PROOF OF CLAIM.

**II. CLAIMANT IDENTIFICATION**

If you purchased Huffly publicly-traded securities and held the certificate(s) in your name, you are the beneficial purchaser as well as the record purchaser. If, however, you purchased Huffly publicly-traded securities and 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.

Use Part I of the form below entitled "Claimant Identification" to identify each purchaser of record ("nominee"), if different from the beneficial purchaser of Huffly publicly-traded securities which forms the basis of this claim. THIS CLAIM MUST BE FILED BY THE ACTUAL BENEFICIAL PURCHASER(S), OR THE LEGAL REPRESENTATIVE OF SUCH PURCHASER(S), OF THE HUFFY PUBLICLY-TRADED SECURITIES UPON WHICH THIS CLAIM IS BASED.

All joint purchasers must sign this claim. Executors, administrators, guardians, conservators, and trustees must complete and sign this claim on behalf of persons represented by them and their authority must accompany this claim and their titles or capacities must be stated. 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.

### III. CLAIM FORM

Use Part II of the form below entitled "Schedule of Transactions in Huffy Publicly-Traded Securities" to supply all required details of your transaction(s) in Huffy publicly-traded securities. If you need more space or additional schedules, 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.

On the schedules, provide all of the requested information with respect to **all** of your purchases of Huffy publicly-traded securities which took place at any time between April 16, 2002 and August 13, 2004, inclusive (the "Class Period") and **all** of your sales of Huffy publicly-traded securities which took place at any time between April 16, 2002 and August 16, 2004, inclusive, whether such transactions resulted in a profit or a loss. You must also provide all of the requested information with respect to **all** of the Huffy publicly-traded securities you held at the close of trading on April 15, 2002, and at the close of trading on August 13, 2004, and at the close of trading on August 16, 2004. Failure to report all such transactions may result in the rejection of your claim.

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.

The date of covering a "short sale" is deemed to be the date of purchase of Huffy common stock. The date of a "short sale" is deemed to be the date of sale of Huffy common stock.

Copies of broker confirmations or other documentation of your transactions in Huffy publicly-traded securities should be attached to your claim. Failure to provide this documentation could delay verification of your claim or result in rejection of your claim.

**NOTICE REGARDING ELECTRONIC FILES:** Certain claimants with large numbers of transactions may request, or may be requested, to submit information regarding their transactions in electronic files. All claimants **MUST** submit a manually signed paper Proof of Claim form whether or not they also submit electronic copies. If you wish to file your claim electronically, you must contact the Claims Administrator at 1-866-246-0928 or visit their website at [www.gilardi.com](http://www.gilardi.com) to obtain the required file layout. No electronic files will be considered to have been properly submitted unless the Claims Administrator issues to the claimant a written acknowledgment of receipt and acceptance of electronically submitted data.

Official  
Office  
Use  
Only

UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF OHIO  
WESTERN DIVISION (DAYTON)

Must Be Postmarked  
No Later Than  
September 13, 2010

*In re Huffey Corporation Securities Litigation*  
Lead Case No. 3:05cv0028

**PROOF OF CLAIM AND RELEASE**

**HUFFY**

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

**PART I: CLAIMANT IDENTIFICATION**

Last Name	M.I.	First Name
<input type="text"/>	<input type="text"/>	<input type="text"/>

Last Name (Co-Beneficial Owner)	First Name (Co-Beneficial Owner)
<input type="text"/>	<input type="text"/>

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)

Social Security Number	or	Taxpayer Identification Number
<input type="text"/> - <input type="text"/> - <input type="text"/>		<input type="text"/> - <input type="text"/>

Telephone Number (Work)	Telephone Number (Home)
<input type="text"/> - <input type="text"/> - <input type="text"/>	<input type="text"/> - <input type="text"/> - <input type="text"/>

Email Address

**MAILING INFORMATION**

Address

Address

City	State	Zip Code
<input type="text"/>	<input type="text"/>	<input type="text"/> - <input type="text"/>

Foreign Province	Foreign Zip Code	Foreign Country Name/Abbreviation
<input type="text"/>	<input type="text"/>	<input type="text"/>

FOR CLAIMS PROCESSING ONLY	PB <input type="text"/>	PC <input type="text"/>	<input type="radio"/> ND <input type="radio"/> IHI	<input type="radio"/> NS <input type="radio"/> NTIN	<input type="radio"/> ICI <input type="radio"/> OTHER	<input type="radio"/> OPT <input type="radio"/> MRG <input type="radio"/> BOTH	<input type="text"/> M M / <input type="text"/> D D / <input type="text"/> Y Y Y Y	FOR CLAIMS PROCESSING ONLY
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**PART II. SCHEDULE OF TRANSACTIONS IN HUFFY PUBLICLY-TRADED SECURITIES**

Proof Enclosed?

A. Number of shares of Huffly publicly-traded securities held at the close of trading on April 15, 2002:

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Y  
 N

B. Purchases of Huffly publicly-traded securities (April 16, 2002 – August 13, 2004, inclusive):

**PURCHASES**

Trade Date(s) of Shares (List Chronologically)	Number of Shares Purchased	Total Purchase Price (Excluding Commissions, Taxes and Fees) <i>Please round off to the nearest whole dollar</i>	Proof of Purchase Enclosed?
M M / D D / Y Y Y Y			
1. <input type="text"/> <input type="text"/> / <input type="text"/> <input type="text"/> / <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/>	<input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/>	\$ <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/>	<input type="radio"/> Y <input type="radio"/> N
2. <input type="text"/> <input type="text"/> / <input type="text"/> <input type="text"/> / <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/>	<input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/>	\$ <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/>	<input type="radio"/> Y <input type="radio"/> N
3. <input type="text"/> <input type="text"/> / <input type="text"/> <input type="text"/> / <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/>	<input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/>	\$ <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/>	<input type="radio"/> Y <input type="radio"/> N
4. <input type="text"/> <input type="text"/> / <input type="text"/> <input type="text"/> / <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/>	<input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/>	\$ <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/>	<input type="radio"/> Y <input type="radio"/> N

IMPORTANT: (i) Identify by number listed above all purchases in which you covered a "short sale":

(ii) If you received shares through an acquisition or merger, please identify the date, the share amount and the company acquired:

M M / D D / Y Y      Merger Shares:            Company: \_\_\_\_\_

C. Sales of Huffly publicly-traded securities (April 16, 2002 – August 16, 2004, inclusive):

**SALES**

Trade Date(s) of Shares (List Chronologically)	Number of Shares Sold	Total Sales Price (Exclusive of Commissions, Taxes and Fees) <i>Please round off to the nearest whole dollar</i>	Proof of Sales Enclosed?
M M / D D / Y Y Y Y			
1. <input type="text"/> <input type="text"/> / <input type="text"/> <input type="text"/> / <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/>	<input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/>	\$ <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/>	<input type="radio"/> Y <input type="radio"/> N
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Proof Enclosed?

D. Number of shares of Huffly publicly-traded securities held at the close of trading on August 13, 2004:

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Y  
 N

Proof Enclosed?

E. Number of shares of Huffly publicly-traded securities held at the close of trading on August 16, 2004:

--	--	--	--	--	--	--	--	--	--

Y  
 N

*If you require additional space, attach extra schedules in the same format as above. Sign and print your name on each additional page.*

**YOU MUST READ AND SIGN THE RELEASE ON PAGE 6. FAILURE TO SIGN THE RELEASE MAY RESULT IN A DELAY IN PROCESSING OR THE REJECTION OF YOUR CLAIM.**



#### IV. SUBMISSION TO JURISDICTION OF COURT AND ACKNOWLEDGMENTS

I (We) submit this Proof of Claim under the terms of the Stipulation described in the Notice. I (We) also submit to the jurisdiction of the United States District Court for the Southern District of Ohio, Western Division (Dayton) with respect to my (our) claim as a Class Member and for purposes of enforcing the release set forth in this Proof of Claim. 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 Litigation. I (We) agree to furnish additional information to the Claims Administrator to support this claim if requested to do so. I (We) have not submitted any other claim covering the same purchases or sales of Huffey publicly-traded securities during the Class Period and know of no other person having done so on my (our) behalf.

#### V. DEFINITIONS AND RELEASE

1. This Proof of Claim incorporates by reference the definition of all capitalized terms as provided in the Stipulation, unless otherwise set forth in this Proof of Claim. Any inconsistency between the Stipulation and this Proof of Claim is controlled by the language of the Stipulation.

2. "Defendants" means Don R. Graber, Robert W. Lafferty, Timothy G. Howard, and Paul R. D'Aloia. Huffey Corporation is not a defendant.

3. "Defendants' Affiliates" means any and all of Defendants' and Huffey's respective present, former and future officers, directors, employees, managers, members, managing members, fiduciaries, managing directors, agents, managing agents, attorneys, legal counsel, advisors and consultants (including, but not limited to, expert advisors and consultants who participated in any way in the Litigation), insurers and co-insurers (including, but not limited to, the Insurers and Contributing Insurers as defined in the Stipulation), reinsurers, accountants, auditors, trustees, underwriters, financial advisors, commercial bank lenders, investment bankers, associates, representatives, affiliates, parents, subsidiaries, partnerships, member firms, partners, joint ventures, limited liability companies, corporations, divisions, shareholders, principals, trusts, foundations, family members, beneficiaries, distributors, heirs, executors, personal representatives, estates, administrators, predecessors, successors and assigns, and their respective former, current and future direct or indirect equity holders, controlling persons, stockholders, general or limited partners or partnerships, or assignees and including, but not limited to, any directors, officers, agents, partners, members, managers, or employees of any of the foregoing.

4. "Released Claims" means any and all rights, demands, claims (including Unknown Claims), actions, and causes of action or liabilities of every nature and description whatsoever, in law or equity, whether arising under or pursuant to any federal, state, local, statutory, common law, foreign law, or any other law, rules or regulations, whether fixed or contingent, accrued or unaccrued, asserted or unasserted, liquidated or unliquidated, matured or unmatured, suspended or unsuspended, foreseen or unforeseen, whether or not concealed or hidden, whether class, derivative, representative and/or individual in nature, or in any other capacity, that: (a) Lead Plaintiffs or any member of the Class asserted, or could have asserted in the Litigation against any of the Released Persons; or (b) could have been asserted in the Litigation, or any other action or forum by Lead Plaintiffs and/or the members of the Class or any of them against any of the Released Persons arising out of, or relating to, directly or indirectly, the purchase of Huffey publicly-traded securities during the Class Period, and the facts, matters, allegations, transactions, occurrences, courses of action, events, disclosures, statements, acts, circumstances, misrepresentations, omissions or other matters referenced in any claims, which were alleged or that could have been alleged (including, but not limited to, any claims that were raised against any Released Person) in the Complaint. "Released Claims" specifically excludes any and all claims to enforce the terms and conditions of the Stipulation.

5. "Released Persons" means any and all of the Defendants, Huffey, their respective families, parent entities, associates, affiliates or subsidiaries, and each and all of their respective past, present or future officers, directors, stockholders, representatives, employees, attorneys, legal counsel, advisors and consultants (including, but not limited to, expert advisors and consultants who participated in any way in the Litigation), insurers and co-insurers (including, but not limited to, the Insurers and Contributing Insurers as defined in the Stipulation), reinsurers, financial or investment advisors and/or consultants, accountants, investment bankers, commercial bankers, engineers, agents, heirs, executors, trustees, general or limited partners or partnerships, personal representatives, estates, administrators, predecessors, successors and assigns, and any and all of Defendants' Affiliates.

6. "Unknown Claims" means any and all Released Claims which the Lead Plaintiffs or any Class Members do not know or suspect to exist in his, her or its favor at the time of the release of the Released Persons, which, if known by him, her or it, would or might have affected his, her or its settlement with and release of the Released Persons, or would or might have affected his, her or its decision not to object to this Settlement and/or not to exclude himself, herself or itself from the Class; and any and all claims released by Defendants against Lead Plaintiffs, Plaintiffs' Counsel, any other counsel for any other plaintiff or plaintiffs in the Litigation, and/or any or all members of the Class and their counsel, as described in ¶2.5 of the Stipulation, which any Defendant does not know or suspect to exist in his favor at the time of the release of the Released Persons, which, if known by him, would or might have affected his decision(s) with respect to the Settlement. Lead Plaintiffs or Class Members may hereafter discover facts in addition to or different from those which he, she or it now knows or believes to be true with respect to the subject matter of the Released Claims, but Lead Plaintiffs and Class Members shall expressly, upon the Effective Date, be deemed to have fully, finally, and forever settled and released any and all Released Claims (including Unknown Claims), known or unknown, suspected or unsuspected, contingent or non-contingent, whether or not concealed or hidden, which now exist, or have existed, upon any theory of law or equity now existing or coming into existence in the future, including, but not limited to, conduct that is negligent, intentional, with or without malice, or a breach of any duty, law or rule, without regard to the subsequent discovery or existence of such different or additional facts. Likewise, Defendants may hereafter discover facts in addition to or different from those which he now knows or believes to be true with respect to the subject matter of those claims released by Defendants and described in ¶2.5 of the Stipulation, but Defendants shall expressly waive, and shall have fully, finally, and forever settled and released any and all claims described in ¶2.5 of the Stipulation (including Unknown Claims), known or unknown, suspected or unsuspected, contingent or non-contingent, whether or not concealed or hidden, which now exist, or have existed, upon any theory of law or equity now existing or coming into existence in the future, including, but not limited to, breach of any duty, law or rule, without regard to the subsequent discovery or existence of such different or additional facts. Lead Plaintiffs and Defendants acknowledge, and the Class Members shall be deemed to have acknowledged that the inclusion of "Unknown Claims" in the Stipulation was separately bargained for and was a key element of the Settlement, of which this release is a material and essential part, and expressly waive the benefits of (i) the provisions of §1542 of the California Civil Code, which provides that:

A GENERAL RELEASE DOES NOT EXTEND TO CLAIMS WHICH THE CREDITOR DOES NOT KNOW OR SUSPECT TO EXIST IN HIS OR HER FAVOR AT THE TIME OF EXECUTING THE RELEASE, WHICH IF KNOWN BY HIM OR HER MUST HAVE MATERIALLY AFFECTED HIS OR HER SETTLEMENT WITH THE DEBTOR,

and (ii) any and all provisions or rights conferred by any law of any state or territory of the United States, or principle of common law, which is similar, comparable or equivalent to California Civil Code §1542.

7. Upon the Effective Date, I (We) acknowledge full and complete satisfaction of, and fully, finally, and forever settle, release, and discharge from the Released Claims each and all of the Released Persons.

8. This release shall be of no force or effect unless and until the Court approves the Stipulation and the Stipulation becomes effective on the Effective Date (as defined in the Stipulation).

9. I (We) 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.

10. I (We) warrant and represent that I (we) have included information about all of my (our) transactions in Huffey publicly-traded securities which occurred during the Class Period as well as the number of shares of Huffey publicly-traded securities held by me (us) at the close of trading on April 15, 2002, and at the close of trading on August 13, 2004, and at the close of trading on August 16, 2004.



I (WE) DECLARE UNDER PENALTY OF PERJURY UNDER THE LAWS OF THE UNITED STATES OF AMERICA THAT ALL OF THE FOREGOING INFORMATION SUPPLIED ON THIS PROOF OF CLAIM AND RELEASE FORM BY THE UNDERSIGNED IS TRUE AND CORRECT.

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(s) signing, e.g.,  
Beneficial Purchaser, Executor or Administrator)

\_\_\_\_\_  
(Capacity of person(s) signing, e.g.,  
Beneficial Purchaser, Executor or Administrator)

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

Reminder Checklist:

1. Please sign the above release and declaration.
2. Remember to attach supporting documentation, if available.
3. Do not send original stock certificates.
4. Keep a copy of your claim form and all supporting documentation for your records.
5. If you desire an acknowledgment of receipt of your claim form please send it Certified Mail, Return Receipt Requested.
6. If you move, please send the Claims Administrator your new address.

