

**Must be Postmarked
No Later Than
August 31, 2011**

**In re DVI, Inc. Securities Litigation
c/o Strategic Claims Services
Claims Administrator
P.O. Box 230
600 N. Jackson Street, Suite 3
Media, PA 19063
(610) 565-9202
www.strategicclaims.net**

PROOF OF CLAIM AND RELEASE

I. GENERAL INSTRUCTIONS

If you did not submit a valid and timely Proof of Claim and Release form in the November 17, 2006 settlement, the November 5, 2007 settlement, the April 30, 2008 settlement, or in the August 28, 2009 settlement, as described below, to recover as a Member of the Class based on your claims in the action titled *In re DVI, Inc. Securities Litigation*, 2:03-CV-05336-LDD (the "Litigation"), you must complete and, on page 6 hereof, sign this Proof of Claim and Release, and submit the requested documentation. If you fail to file or properly complete the Proof of Claim and Release, or fail to provide the required documentation, your claim may be rejected and you may be precluded from obtaining any recovery from the Net Settlement Fund created in connection with the proposed Settlement of the Litigation.

If you submitted a valid and timely Proof of Claim and Release form in the November 17, 2006 settlement, the November 5, 2007 settlement, the April 30, 2008 settlement, or in the August 28, 2009 settlement, that Proof of Claim and Release form will serve as a proper Proof of Claim and Release form in this Settlement and you are eligible to recover in this Settlement without needing to submit another Proof of Claim form.

Submission of a timely and valid Proof of Claim and Release form in this Settlement or a timely and valid Claim and Release form in the November 17, 2006 settlement, the November 5, 2007 settlement, the April 30, 2008 settlement, or the August 28, 2009 settlement, however, does not assure that you will share in the proceeds of this Settlement. The Claims Administrator will review your Proof of Claim and supporting documentation to determine if you are entitled to a distribution.

If You Did Not Submit a Timely and Valid Proof of Claim and Release Form in the November 17, 2006 settlement, the November 5, 2007 settlement, the April 30, 2008 settlement, or in the August 28, 2009 settlement, You Must Mail A Completed And Signed Proof Of Claim And Release, With Appropriate Documentation, Postmarked On Or Before August 31, 2011, Addressed As Follows:

In Re DVI, Inc. Securities Litigation
Claims Administrator
c/o Strategic Claims Services
P.O. Box 230
600 N. Jackson Street, Suite 3
Media, PA 19063
www.strategicclaims.net
(610) 565-9202

If you are NOT a Member of the Class, as defined in the Notice of Hearing on Proposed Partial Settlement, Plan of Allocation, and Attorneys' Fees and Expenses ("Notice"), DO NOT submit a Proof of Claim and Release form.

If you are a Member of the Class and you do not timely request exclusion, you will be bound by the terms of any judgment entered in the Litigation, including the release of all Released Claims by all Releasers against all Released Parties, WHETHER OR NOT YOU SUBMIT A PROOF OF CLAIM AND RELEASE FORM.

II. DEFINITIONS

1. "Defendants" means Michael A. O'Hanlon ("O'Hanlon"), Steven R. Garfinkel ("Garfinkel"), John P. Boyle ("Boyle"), Gerald Cohn ("Cohn"), Harry T.J. Roberts ("Roberts"), Richard E. Miller ("Miller"), Anthony J. Turek ("Turek"), Terry Cady ("Cady"), Deloitte & Touche, LLP ("Deloitte"), and Clifford Chance LLP and Clifford Chance US LLP (collectively, "Clifford Chance").

2. The “November 17, 2006 Settlement” means the settlement agreement in which Plaintiffs settled their claims against three former Defendants referred to as “special relationship” entities, OnCure Medical Corp., Dolphin Medical, Inc., and Presgar Imaging LC, pursuant to an order entered by the court dated November 17, 2006, approving the terms of the settlement.

3. The “November 5, 2007 Settlement” means the settlement agreement in which Plaintiffs settled their claims against three former Defendants who were certain former directors of DVI, Nathan Shapiro (“Shapiro”), William S. Goldberg (“Goldberg”), and John E. McHugh (“McHugh”);

4. The “April 30, 2008 Settlement” means the settlement agreement in which Plaintiffs settled their claims against former Defendant Merrill Lynch & Co., Inc. (“Merrill Lynch”), which was a former lender and underwriter to DVI;

5. The “August 28, 2009 Settlement” means the settlement agreement in which Plaintiffs settled their claims against former Defendants Thomas Pritzker and The Pritzker Organization LLC (the “Pritzker Defendants”), who were former large shareholders of DVI;

6. All capitalized terms used in this Proof of Claim and Release are as defined in the Stipulation and Notice.

III. CLAIMANT IDENTIFICATION (How To Identify Yourself)

1. If you purchased DVI common stock and/or DVI 9 $\frac{7}{8}$ % Senior Notes during the period of August 10, 1999 through August 13, 2003, inclusive, and the stock certificate(s) and/or note(s) are in your name, you are the beneficial owner as well as the record owner of the stock and note. If, however, the stock certificate(s) and/or note(s) are registered in the name of a third party, such as a nominee or brokerage firm, you are only the beneficial owner of the shares and/or notes, and the nominee or brokerage firm is the record holder.

2. This Claim Must Be Filed By The Actual Beneficial Purchaser, Or Legal Representative Of Such Beneficial Purchaser of the DVI common stock and/or DVI 9 $\frac{7}{8}$ % Senior Notes, Upon Which These Claims Are Based.

3. All joint purchasers of DVI common stock and 9 $\frac{7}{8}$ % Senior Notes must sign this Proof of Claim and Release. Executors, administrators, guardians, conservators and trustees must complete and sign this Proof of Claim and Release on behalf of Persons represented by them. A copy of proof of their authority must accompany this Proof of Claim and Release. Their titles or capacities must be stated. Failure to provide the foregoing information could delay verification of your Claim or result in rejection of the Claim.

IV. CLAIM FORM

1. Use Part VIII entitled “Schedule of Transactions in DVI common stock and 9 $\frac{7}{8}$ % Senior Notes,” to supply all required information regarding your ownership of and transaction(s) in these DVI securities. If you need more space or additional schedules, attach separate sheets. In the attachment, you should give all of the required information in substantially the same form. Sign and print or type your name on each additional sheet.

2. On the schedules, provide all the requested information with respect to *all* of your purchases and *all* of your sales of DVI common stock and DVI 9 $\frac{7}{8}$ % Senior Notes which took place beginning August 10, 1999 through August 13, 2003, inclusive. Failure to report all such transactions may result in the rejection of your claim.

3. List each transaction separately and in chronological order, by trade date, beginning with the earliest date. You must accurately provide the type of security purchased or sold, the month, day and year of each transaction you list, along with the quantity and selling price.

4. Any loans of DVI securities to Persons engaged in a “short sale” are not considered a sale.

5. You must attach photocopies of documentation of all your transactions in DVI securities. This includes broker confirmation slips, broker statements, relevant portions of federal or state tax returns, or other documentation. Failure to provide this documentation will delay verification of your claim and could result in rejection of your claim. Do not send original documents.

6. The Claims Administrator may request additional information as required to calculate your claim. In some cases, where the Claims Administrator cannot perform the calculation accurately or at a reasonable cost to the Class, the Claims Administrator may require the production of additional information. In certain exceptional cases, calculating a claim may require the hiring of an accounting expert at the claimant’s expense.

Notice Regarding Electronic Files: Certain claimants with a large number of transactions, such as institutional holders, may ask (or be asked) to submit claim information in an electronic format. The Claims Administrator will decide when electronic filing of information will be authorized. In these cases, all claimants **must** still submit a manually signed paper Proof of Claim and Release form. The Proof of Claim and Release form must list all the data and

transactions, whether or not they are also submitted electronically. Only electronic files authorized by the Claims Administrator will be considered properly submitted. The Claims Administrator will issue a written acknowledgment of receipt and acceptance of electronically submitted data to the claimant.

V. CLASS MEMBER SUBMISSION TO THE JURISDICTION OF THE COURT

Each Class Member who signs and submits a Proof of Claim and Release agrees to the following:

I/(we) submit this Proof of Claim and Release under the terms of the Stipulation of Settlement described in the Notice. I/(we) also submit to the jurisdiction of the United States District Court for the Eastern District of Pennsylvania. The Court has jurisdiction over my/(our) claim and the enforcement of the release granted. I/(we) acknowledge that I am/(we are) bound by the terms of any judgment in the Litigation, including the release by all Releasers of all Released Claims against all Released Parties. I/(we) agree to furnish additional information to the Claims Administrator to support this claim if necessary. I/(we) have not submitted any other claim covering the same acquisitions or sales of DVI common stock and/or DVI 9% Senior Notes. I/(we) know of no other Person having done so on my/(our) behalf.

VI. RELEASE

1. If you remain a Class Member, you and all other Releasers release all Released Claims against the Released Parties. This means you give up all rights to sue concerning the Released Claims. Specifically, all Class Members and their representatives will be forever barred from any legal prosecution of the Released Claims against any of the Released Parties.

2. "Released Parties" means (a) defendant Gerald Cohn and his spouse and their children; (b) all trusts (whether past, current or future, direct or indirect, vested or contingent) for the benefit of the individuals identified in subpart (a) above; (c) all trustees (whether past, current or future) of the trusts identified in subpart (b) above; (d) all entities (including, but not limited to, corporations, partnerships, associations, limited liability companies, sole proprietorships, business trusts, and charitable foundations), whether past, present or future, directly or indirectly owned or controlled by any individual, trust or trustee identified in subpart (a), (b) or (c) above; and (e) all current, former and future heirs, executors, estates, administrators, predecessors, successors, assigns, direct and indirect parents, subsidiaries, affiliates, stockholders, members, owners, directors, managing directors, partners, principals, officers, employees, agents, associates, attorneys, accountants, consultants, financial and other advisors, investment bankers, insurers and all other representatives (whether past, present or future) of each person and entity identified in subparts (a) through (d) above, both individually and collectively. Specifically excluded from this release are all named Defendants in the Litigation other than Gerald Cohn.

3. "Released Claims" means all claims, demands, rights, liabilities and causes of action of any nature whatsoever, whether known or unknown, including, without limitation, any claims, whether direct, derivative, representative or in any other capacity, arising under federal, state, local, statutory or common law or any other law, rule or regulation, including the law of any jurisdiction within or outside of the United States that are based upon, arise out of, or relate, directly or indirectly, to the purchase, other acquisition, sale or other disposition of any of the securities of DVI, including common stock and debt securities, during the Class Period, and all facts, statements or omissions that were or could have been alleged in the Litigation. Released Claims includes all claims that any Releaser does not know or suspect to exist, which, if known by him, her or it, might affect his, her or its agreement to release the Released Parties and the Released Claims, or might affect his, her or its decision to object or not to object to the Settlement. This release does not and will not affect any claim asserted or to be asserted against named Defendants in the Litigation other than Gerald Cohn.

4. "Releasers" means Lead Plaintiffs and all other Class Members, whether or not any such Person submits a Proof of Claim and Release or shares in the Settlement Fund, on behalf of themselves and each of their present or past subsidiaries and affiliates, and their respective heirs, executors, estates, administrators, predecessors, successors, assigns, parents, subsidiaries, associates, affiliates, employers, employees, agents, consultants, insurers, directors, managing directors, officers, partners, principals, members, attorneys, accountants, financial and other advisors, investment bankers, underwriters, lenders, and any other representatives of any of these Persons and entities, as well as anyone claiming through or on behalf of any of the foregoing.

5. Furthermore, upon the Effective Date, all Releasers will be forever barred and enjoined from commencing, instituting, prosecuting or continuing to prosecute any action or other proceeding in any court of law or equity, arbitration tribunal, or administrative forum, asserting any Released Claim against any of the Released Parties. All Releasers also shall be deemed to have, and shall have, expressly waived and relinquished any and all provisions, rights and benefits conferred by any law of any state or territory of the United States, or principles of common law, including § 1542 of the California Civil Code and any provision that is similar, comparable or equivalent to § 1542 of the

California Civil Code, which provides: 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.

6. The Releasors may hereafter discover facts in addition to or different from those that any of them now knows or believes to be true with respect to the subject matter of the Released Claims, but each Lead Plaintiff shall expressly have, and each Releasor shall be deemed to have, and by operation of Judgment shall have, fully, finally, and forever settled and released any and all Released Claims, known or unknown, suspected or unsuspected, contingent or non-contingent, whether or not concealed or hidden, that now exist, or heretofore 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 reckless, intentional, with or without malice, or breach of any duty, law or rule, without regard to the subsequent discovery or existence of such different or additional facts. The Lead Plaintiffs acknowledge, and the Releasors shall be deemed to have acknowledged, and by operation of judgment shall have acknowledged, that the foregoing waiver was separately bargained for and is a key element of the Settlement.

7. In addition, if the Court approves the Settlement, to the maximum extent permitted by law, the Court will permanently bar, enjoin and restrain (1) any other Person who is or may be liable to Lead Plaintiffs and/or the Class, including without limitation the other Defendants in the Litigation and any other Persons later named as defendants in the Litigation, and the successors and assigns of any of them, from commencing, prosecuting or asserting any action, claim, cross-claim, counterclaim, third-party or other claim against Gerald Cohn or any other Released Party for indemnification or contribution or otherwise seeking the recovery of all or part of any actual or threatened liability or settlement which they pay or are obligated to pay or agree to pay arising out of such Person's or Persons' participation in any acts, facts, statements or omissions giving rise to any claims that were or could have been alleged in the Litigation; and (2) all claims by Gerald Cohn against any Person for indemnity or contribution arising out of the Litigation, provided, however, that Gerald Cohn may assert any such claim against any party that initiates a lawsuit or claim against him.

8. This release shall only be in force when the Court approves the Settlement and it becomes effective on the Effective Date (as defined in the Stipulation).

9. I/(we) guarantee that I/(we) have not assigned or transferred (or purported to assign or transfer), voluntarily or involuntarily, any Released Claim or any other part or portion thereof.

VII. CLAIMANT IDENTIFICATION

Name(s) of Beneficial Owner(s):

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Name:

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Name:

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Claimant's Name (if different from Beneficial Owner(s)):

Address:

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Street Address

	State	Zip Code	-	
--	-------	----------	---	--

City

--

Foreign Province

--

Foreign Country

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Claimant's Phone Numbers:

	-		-		-		-	
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Area Code

Telephone Number (Day)

Area Code

Telephone Number (Night)

Area Code

Fax Number

--

E-Mail Address

The Internal Revenue Service requires a taxpayer identification number to be provided for this claim. Please provide that information as directed:

Social Security Number:

 -

 -

(individuals)

OR Taxpayer Identification Number:

 -

(corporations, trusts, estates, etc.)

Check One:

Individual Joint Owners (if any, identify here): _____ IRA Estate Corporation

Other (please specify):

VIII. SCHEDULE OF TRANSACTIONS IN DVI COMMON STOCK AND 9 7/8% SENIOR NOTES

A. BEGINNING HOLDINGS:

1. At the close of trading on August 9, 1999 (I/we) owned _____ shares of DVI common stock (write none or zero ("0"), if no shares were owned on that date) (*must be documented*).

2. At the close of trading on August 9, 1999 (I/we) owned _____ units of DVI 9 7/8% Senior Notes (write none or zero ("0"), if no units were owned on that date) (one unit equals a \$1,000 par value Note) (*must be documented*).

B. PURCHASES: Below please list all purchases of DVI common stock and DVI 9 7/8% Senior Notes Purchased on or after August 10, 1999 to August 13, 2003 inclusive (*must be documented*).

I/(We) made the following purchases of DVI common stock and DVI 9 7/8% Senior Notes between (and including) August 10, 1999 and August 13, 2003:

DVI Security Purchased (Identify Common Stock or 9 7/8% Senior Notes)	Purchase (Trade) Date (List Chronologically) (Month / Day / Year)	Number of Shares of DVI Stock or 9 7/8% Senior Notes Purchased	Purchase Price Per Share or Per Note	Total Purchase Price (Excluding Commissions, Taxes, and Fees)
	- -		\$.	\$.
	- -		\$.	\$.
	- -		\$.	\$.
	- -		\$.	\$.

C. SALES: Below, please list all sales of DVI common stock and DVI 9½% Senior Notes Sold on or after August 10, 1999 to August 13, 2003 inclusive (*must be documented*).

I/(We) made the following sales of DVI common stock and DVI 9½% Senior Notes between (and including) August 10, 1999 and August 13, 2003:

DVI Security Sold (Identify Common Stock or 9½% Senior Notes)	Sale (Trade) Date (List Chronologically) (Month / Day / Year)	Number of Shares of DVI Stock or 9½% Senior Notes Sold	Sales Price Per Share or Per Note	Total Proceeds (Excluding Commissions, Taxes, and Fees)
			\$	\$
			\$	\$
			\$	\$
			\$	\$

Please attach pages for additional transactions as necessary. Please sign and print or type your name on each additional sheet.

D. ENDING HOLDINGS:

1. At the close of trading on August 13, 2003, I/(we) owned _____ shares of DVI common stock (write none or zero ("0"), if no shares were owned on that date) (*must be documented*).

2. At the close of trading on August 13, 2003, I/(we) owned _____ units (\$1,000 face value) of DVI 9½% Senior Notes (write none or zero ("0"), if no notes were owned on that date) (*must be documented*).

For each transaction and holding listed above, you must attach a legible copy of a broker's confirmation, monthly statement, correspondence, relevant portions of a tax return or other documentation confirming the above listed transaction(s) in DVI securities. Do not submit originals of such documents.

I/(we) guarantee that I/(we) have included complete information about all of my/(our) purchases and sales of DVI securities, which occurred between August 10, 1999 and August 13, 2003, inclusive.

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; (b) I/(we) have not been notified by the Internal Revenue Service ("IRS") that I am/(we are) subject to backup withholding as a result of a failure to report all interest or dividends; or (c) the IRS has notified me/(us) that I am/(we are) no longer subject to backup withholding.

NOTE: If you have been notified by the IRS that you are subject to backup withholding, please strike out the language that you are not subject to backup withholding in the immediately preceding paragraph.

I/(We) certify under penalty of perjury under the laws of the United States of America that the information included in this claim form (and any additional sheets) is true and correct, that this claim is being submitted by or on behalf of a Class Member, and that this is the only claim being made with respect to these DVI Securities, executed this _____ day of _____, 2011 in _____, (City) (State/Country)

Signature of Claimant

(Type or Print Your Name Here)

Capacity of person(s) signing if other than in an individual capacity, e.g., Beneficial Owner, Executor, or Administrator

Signature of Joint Claimant, if any

(Type or Print Your Name Here)

Capacity of person(s) signing if other than in an individual capacity, e.g., Beneficial Owner, Executor, or Administrator

This Proof Of Claim Must Be Postmarked No Later Than August 31, 2011 And Be Mailed To:

In re: DVI, Inc. Securities Litigation
c/o Strategic Claims Services
P.O. Box 230
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Media, PA 19063
www.strategicclaims.net

Reminder Checklist:

1. Please complete and sign the release and certification.
2. Remember to attach supporting documentation.
3. Do not send originals of stock certificates or other documents.
4. Keep a copy of your claim form for your records, including any attachments or supporting documents.
5. If you desire an acknowledgement of receipt of your claim form, please send it Certified Mail, Return Receipt Requested.
6. If you move, please send us your new address.

In re: DVI, Inc. Securities Litigation
c/o Strategic Claims Services
Claim Administrator
600 N. Jackson Street, Suite 3
Media, PA 19063

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PLEASE FORWARD — IMPORTANT LEGAL NOTICE