

PROOF OF CLAIM AND RELEASE FORM



A. GENERAL INSTRUCTIONS & INFORMATION

1. You are urged to read carefully the accompanying Notice Of Proposed Settlement Of Class Action, Motion For Attorneys' Fees And Expenses, And Final Approval Hearing (the "Notice"). All capitalized terms used herein shall have the same meaning as defined in the Notice.
2. To file a claim and recover under the Settlement of this Litigation, you must submit this Proof of Claim and Release Form (the "Proof of Claim"). However, such filing is not a guarantee that you will share in the proceeds of the Settlement in the Litigation.
3. **You must mail your completed and signed Proof Of Claim postmarked on or before December 27, 2014, addressed to the Claims Administrator at:**

Bartelt v. Affymax, Inc., et al. Claims Administrator
c/o KCC Class Action Services
P.O. Box 43270
Providence, RI 02940-3270
www.AffymaxShareholderSettlement.com
4. If you are a Class Member and you do not timely request exclusion, you will be bound by the terms of any judgment entered in the Litigation.
5. If you are **not** a Class Member, **do not** submit a Proof of Claim.
6. **If you need assistance filling out this Proof of Claim, please contact the Claims Administrator.**

B. INSTRUCTIONS FOR FILLING OUT THE PROOF OF CLAIM FORM

Important additional information regarding the Settlement and this Proof of Claim is contained in the accompanying Notice. Please refer to the Plan of Allocation set forth in the accompanying Notice for a detailed explanation of how a Claimant's Recognized Loss will be calculated.

1. In order to be eligible to participate in the distribution of the Settlement Fund, a claimant ("Claimant") must have purchased or otherwise acquired Affymax common stock during the period between August 8, 2012 and February 22, 2013, inclusive (the "Class Period").
2. The submission of a Proof of Claim does not ensure that your claim will be upheld or that you will share in any recovery. All claims are subject to verification and investigation. You may be requested to provide further information.
3. All claims must be made by persons or entities who were beneficial owners (as opposed to record holders or nominees) of shares of Affymax common stock. (Brokerage firms, banks and other nominees are requested to transmit copies of the Notice and Proof of Claim to their present or former customers who were such beneficial owners. *See Notice, p. 7.*) If shares of Affymax common stock were owned jointly, all joint owners must complete and sign the Proof of Claim.
4. Executors, administrators, guardians, conservators and trustees may complete and sign the Proof of Claim on behalf of persons or entities represented by them, but they must identify such persons or entities and provide proof of their authority (*e.g.*, powers of attorney or currently effective letters testamentary or letters of administration) to do so.
5. You must file a separate Proof of Claim for each differently named account or ownership, such as an individual account, an IRA account, a joint account, a custodial account, etc. Joint tenants, co-owners or custodians UGMA should file a single claim. Claimants who file one or more claims (*e.g.*, one in Claimant's name and one for an IRA or joint ownership) must identify the other claims filed.
6. There will be no Recognized Loss attributed to any Affymax securities other than common stock.
7. The date of purchase and/or sale of shares of Affymax common stock is the "trade" date and not the "settlement" date.
8. The first-in, first-out basis ("FIFO") will be applied to both purchases and sales.
9. Exercise or assignment of option contracts will be considered to be purchases or sales of common stock.
10. The date of covering a "short sale" is deemed to be the date of purchase of Affymax common stock; and the date of a "share sale" is deemed to be the date of sale of Affymax common stock. Shares originally sold short will have a Recognized Loss of zero.
11. No cash payment will be made on a claim where the potential distribution is less than \$10.00.
12. You must attach to your Claim Form copies of brokerage confirmations, monthly statements or other documentation of your transactions in Affymax common stock in order for your claim to be valid. If such documents are not available, a complete list of acceptable supporting documentation can be found on the settlement website: www.AffymaxShareholderSettlement.com. Failure to provide this documentation could delay verification of your claim or could result in rejection of your claim.
13. If you have any questions or need additional Proofs of Claim, contact the Claims Administrator via the information set forth in the preceding paragraph. You may make photocopies of this form.



**PROOF OF CLAIM**

Must be received by the Claims Administrator postmarked no later than December 27, 2014

C. CLAIMANT IDENTIFICATION

Please Type or Print

Beneficial Owner's Name *(as it appears on your brokerage statement)*

Joint Beneficial Owner's Name *(as it appears on your brokerage statement)*

Street Address

City

State

Zip Code

Foreign Province

Foreign Country

Last Four Digits of Social Security Number or Taxpayer Identification Number

Area Code

Telephone Number (Day)

Area Code

Telephone Number (Evening)

Facsimile Number

E-Mail Address

D. SCHEDULE OF TRANSACTIONS IN AFFYMAX COMMON STOCK

1. State the total number of shares of Affymax common stock owned at the close of trading on August 7, 2012 *(if none, enter "0"; if other than zero, must be documented)*: _____
2. Separately list each and every **purchase** of Affymax common stock during the period August 8, 2012 through February 22, 2013:

Trade Date (list chronologically) Month/Day/Year	Number of Shares Purchased	Price Per Share (excluding commissions, taxes and other fees)

3. Separately list each and every **sale** of Affymax common stock during the period August 8, 2012 through February 22, 2013 and provide the following information *(must be documented)*:

Trade Date (list chronologically) Month/Day/Year	Number of Shares Sold	Price Per Share (excluding commissions, taxes and other fees)

4. State the total number of shares of Affymax common stock owned at the close of trading on February 22, 2013 *(if none, enter "0"; if other than zero, must be documented)*: _____

If you need additional space, attach the required information on separate, numbered sheets in the same format as above and print your name and Social Security or Taxpayer Identification number at the top of each additional sheet.

YOU MUST ALSO READ THE RELEASE AND SIGN THE CERTIFICATION BELOW



E. SUBMISSION TO JURISDICTION OF THE COURT

By submitting this Proof of Claim and Release Form, I/we, and every Class Member I/we represent, submit to the jurisdiction of the United States District Court for the Northern District of California for purposes of this Action and the Settlement of the Action, as reflected in the Stipulation of Settlement (the "Settlement"). I/We further agree to be bound by the orders of the Court, agree that this Proof of Claim Form, my/our status or the status of the Class Member I/we represent as a Claimant and the allowable amount of this claim will be subject to review and further inquiry, and that I/we will furnish such additional documentation with respect to this Proof of Claim as may be required.

F. RELEASE

- a. By signing this Proof of Claim and Release Form, and in consideration of the establishment of the Settlement Fund, as of the Effective Date thereof, the undersigned claimant ("Claimant"), on behalf of Claimant and Claimant's predecessors, successors, parents, subsidiaries, affiliates, custodians, agents, assigns, representatives, heirs, executors, trustees, and administrators, hereby fully, finally and forever release, relinquish and discharge all Released Plaintiffs' Claims against Released Persons.
- b. "Released Plaintiffs' Claims" means all claims (including "Unknown Claims"), rights, demands, suits, matters, issues, debts, obligations, losses, causes of action, or liabilities of any kind or nature whatsoever (including, but not limited to, any claims for damages (whether compensatory, special, incidental, consequential, punitive, exemplary or otherwise), injunctive relief, declaratory relief, rescission or rescissionary damages, interest, attorneys' fees, expert or consulting fees, costs, expenses, or any other form of legal or equitable relief whatsoever), whether based on federal, state, local, foreign law, or any other law, rule, or regulation, whether fixed or contingent, accrued or unaccrued, liquidated or unliquidated, at law or in equity, matured or un-matured, whether class or individual in nature, whether known or unknown, whether concealed or hidden, that have been or could have been asserted heretofore or in the future against any Released Person by Plaintiffs, or any of them, in any court of competent jurisdiction or any other adjudicatory tribunal or forum, in connection with, arising out of, related to, or based upon, in whole or in part, directly or indirectly, in any way, to the allegations, facts, transactions, matters, occurrences, representations, or omissions, alleged, set forth, or referred to in the Action.
- c. "Unknown Claims" shall collectively mean all claims, demands, rights, liabilities, and causes of action of every nature and description which Class Plaintiff or any Class Member does not know or suspect to exist in his, her or its favor at the time of the release of the Released Parties which, if known by him, her or it, might have affected his, her or its settlement with and release of the Released Parties, or might have affected his, her or its decision not to object to this Settlement. With respect to any and all Released Plaintiffs' Claims, the Settling Parties stipulate and agree that, upon the Effective Date, Class Plaintiff shall waive, and each of the Class Members shall be deemed to have waived, and by operation of the Judgment shall have waived, the provisions, rights, and benefits of California Civil Code § 1542, 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.

Class Plaintiff shall expressly and each of the Class Members shall be deemed to have, and by operation of the Judgment shall have, expressly waived any and all provisions, rights, and benefits 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. Class Plaintiff and 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 Plaintiffs' Claims, but Class Plaintiff shall expressly, fully, finally and forever settle and release, and each Class Member, upon the Effective Date, shall be deemed to have, and by operation of the Judgment shall have, fully, finally, and forever settled and released, any and all Released Plaintiffs' Claims, known or unknown, suspected or unsuspected, contingent or non-contingent, whether or not concealed or hidden, which now exist, or heretofore have existed, or coming into existence in the future, including, but not limited to, conduct which 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. Class Plaintiff acknowledge, and the Class Members shall be deemed by operation of the Judgment to have acknowledged, that the foregoing waiver was separately bargained for and a key element of the Settlement of which this release is a part.

- d. "Released Persons" means collectively, Affymax and each of the Individual Defendants and the Defendants' Related Persons. "Released Person" means, individually, any of the Released Persons.
- e. "Defendants' Related Persons" shall mean (i) each and every defendant previously named in the Action; (ii) with regard to each Individual Defendant, the Individual Defendant's spouses, marital communities, immediate family members, heirs, executors, personal representatives, estates, administrators, trusts, predecessors, successors, and assigns or other individual or entity in which any Individual Defendant has a controlling interest, and each and all of their respective past or present officers, directors, employees, agents, affiliates, parents, subsidiaries, divisions, attorneys, accountants, auditors, advisors, insurers, co-insurers, re-insurers, heirs, executors, personal representatives, estates, administrators, trusts, predecessors, successors, and assigns; and each of the Individual Defendant's present and former attorneys, legal representatives, insurers, and assigns in connection with the Action; and (iii) with regard to Affymax, all past or present agents, officers, directors, attorneys, accountants, auditors, advisors, insurers, co-insurers, reinsurers, partners, controlling shareholders, joint venturers, co-developers, co-promoters, related or affiliated entities, advisors, employees, affiliates, predecessors, successors, parents, subsidiaries, insurers, and assigns for Affymax and all such Persons of any entity in which Affymax has a controlling interest.
- f. "Defendants" means Affymax, Inc., John Orwin ("Orwin"), Herbert Cross ("Cross"), Anne-Marie Duliege ("Duliege") and Jeffrey Knapp. "Individual Defendants" means Orwin, Cross, Duliege, and Knapp.



G. REPRESENTATIONS

I/We acknowledge that I/we have read the Notice of Proposed Settlement of Class, and that pursuant thereto I/we file this claim to participate in the Settlement.

I/We hereby warrant and represent that neither I/we, nor any person I/we represent, is a Defendant (as defined in the Notice) with respect to any of the claims asserted in the Litigation, a member of the immediate family of any of the Individual Defendants, or a person or entity who has requested exclusion from the Class.

I/We hereby warrant and represent that I am/we are authorized to execute and deliver this Proof of Claim and Release Form.

H. CERTIFICATION

I/We certify that I am/we are not subject to backup withholding. **(If you have been notified by the IRS that you are subject to backup withholding, strike out the previous sentence.)**

I/We declare and affirm under penalties of perjury that the foregoing information and the documents attached hereto, including the Social Security or Taxpayer Identification Number shown on this Proof of Claim, are true, correct and complete to the best of my/our knowledge, information and belief, and that this Proof of Claim was executed this _____ day of _____, 2014 in _____ (City) _____ (State/Country).

Signature of Claimant

(Print your name here)

Signature of Joint Claimant, if any

(Print your name here)

Signature of person signing on behalf of Claimant

(Print your name here)

Capacity of person signing on behalf of Claimant, if other than an individual, (e.g., Executor, President, Custodian, etc.)

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

Reminder Checklist:

1. Remember to sign the above Release and Certification.
2. Remember to attach only **copies** of acceptable supporting documentation, a complete list of which can be found on the settlement website: www.AffymaxShareholderSettlement.com
3. Do not send originals of securities certificates.
4. Keep copies of the completed Claim Form and documentation for your own records.
5. The Claims Administrator will acknowledge the receipt of your Proof of Claim by postcard within 60 days of receipt. If you do not receive such acknowledgment within 60 days, please contact the Claims Administrator. **Your claim is not deemed filed unless a postcard is received.**
6. If your address changes in the future, or if these documents were sent to an old or incorrect address, please send us **written** notification of your new address.
7. If you have any questions or concerns regarding your claim, you can contact the Claims Administrator by phone: 1-866-247-7259, or by mail at:

Bartelt v. Affymax, Inc., et al. Claims Administrator
c/o KCC Class Action Services
P.O. Box 43270
Providence, RI 02940-3270

IMPORTANT LEGAL INFORMATION

