

Chanticleer Securities Litigation
Settlement Administrator
c/o Strategic Claims Services
600 North Jackson Street—Suite 3
P.O. Box 230
Media, PA 19063

PROOF OF CLAIM AND RELEASE

Deadline for Submission: July 24, 2014

IF YOU PURCHASED CHANTICLEER HOLDINGS, INC. SECURITIES EITHER (I) PURSUANT AND/OR TRACEABLE TO THE COMPANY'S JUNE 21, 2012 PUBLIC OFFERING OR (II) ON THE OPEN MARKET BETWEEN JUNE 21, 2012 AND FEBRUARY 19, 2013, INCLUSIVE, YOU MAY BE A "CLASS MEMBER" AND YOU MAY BE ENTITLED TO SHARE IN THE SETTLEMENT PROCEEDS.

IF YOU ARE A CLASS MEMBER, YOU MUST COMPLETE AND SUBMIT THIS FORM IN ORDER TO BE ELIGIBLE FOR ANY SETTLEMENT BENEFITS. HOWEVER, FILING A PROOF OF CLAIM IS NOT A GUARANTEE THAT YOU WILL SHARE IN THE PROCEEDS OF THE SETTLEMENT.

YOU MUST COMPLETE AND SIGN THIS PROOF OF CLAIM AND RELEASE ("PROOF OF CLAIM") AND MAIL IT BY FIRST CLASS MAIL, POSTMARKED NO LATER THAN JULY 24, 2014 TO STRATEGIC CLAIMS SERVICES, THE SETTLEMENT ADMINISTRATOR, AT THE FOLLOWING ADDRESS:

Chanticleer Securities Litigation
Settlement Administrator
c/o Strategic Claims Services
600 North Jackson Street—Suite 3
P.O. Box 230
Media, PA 19063

YOUR FAILURE TO SUBMIT YOUR CLAIM BY JULY 24, 2014 WILL SUBJECT YOUR CLAIM TO REJECTION AND PRECLUDE YOUR RECEIVING ANY MONEY IN CONNECTION WITH THE SETTLEMENT OF THIS LITIGATION. DO NOT MAIL OR DELIVER YOUR CLAIM TO THE COURT OR TO ANY OF THE PARTIES OR THEIR COUNSEL AS ANY SUCH CLAIM WILL BE DEEMED NOT TO HAVE BEEN SUBMITTED. SUBMIT YOUR CLAIM ONLY TO THE SETTLEMENT ADMINISTRATOR.

IF YOU ARE A CLASS MEMBER AND DO NOT SUBMIT A PROOF OF CLAIM OR REQUEST FOR EXCLUSION FROM THE CLASS, YOU WILL BE BOUND BY THE TERMS OF ANY ORDER AND JUDGMENT ENTERED IN THE LITIGATION.

IF YOU ARE NOT A MEMBER OF THE CLASS, AS DEFINED IN THE NOTICE, DO NOT SUBMIT A PROOF OF CLAIM.

DEFINITIONS AND RELEASE

All capitalized terms not otherwise defined herein shall have the same meanings as set forth in the Stipulation and Agreement of Settlement, dated March 17, 2014.

INSTRUCTIONS FOR COMPLETING THIS FORM

1. How to identify yourself for the form:

You are a beneficial and record acquirer if you:

- Purchased Chanticleer Holdings, Inc. ("Chanticleer" or the "Company") securities either (i) pursuant and/or traceable to the Company's June 21, 2012 public offering or (ii) on a national securities exchange or an electronic quotation system between June 21, 2012 and February 19, 2013, inclusive, and
- Held the certificate(s) in your name.

You are the beneficial acquirer and a third party is the record acquirer if:

- The certificate(s) were registered in the name of a third party. A third party could be a nominee or brokerage firm.

Please Note: This Proof of Claim must be filed by the actual beneficial acquirer(s), or the legal representative of such acquirer(s), of Chanticleer securities either (i) pursuant or traceable to the Company's June 21, 2012 public offering or (ii) on the open market between June 21, 2012 and February 19, 2013, inclusive.

2. All joint purchasers of Chanticleer securities must complete and sign this Proof of Claim and Release. Executors, administrators, guardians, conservators and trustees must complete and sign this Proof of Claim on behalf of persons represented by them; a copy of proof of their authority must accompany this Proof of Claim, and 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.
3. Use Part II, entitled "Schedule of Transactions in Chanticleer Securities," to supply all required information regarding your ownership of and transaction(s) in Chanticleer securities. If you need more space or additional schedules, attach separate sheets with all of the same information. Sign and print or type your name on each additional sheet.
4. List each purchase and sale from June 21, 2012 through and including February 19, 2013, separately and in chronological order, by trade date. Start with the earliest date. You must accurately provide the month, day and year of each transaction you list, along with the quantity and selling price.
5. Any loans of Chanticleer securities to persons engaged in a "short sale" are not considered a sale.

6. You must attach photocopies of documentation for all of your transactions in Chanticleer securities. This includes any of these documents: broker confirmation slips, broker statements or other documentation. Failure to provide this documentation will delay verification of your claim and could result in rejection of your claim. Please do not send original documents. Do not highlight the documents.
7. The Settlement Administrator may request additional information as required to calculate your claim. If the Settlement Administrator cannot perform the calculation accurately or at a reasonable cost to the Class, it may require the production of additional information.

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 Settlement Administrator will decide when electronic filing of information will be authorized. In these cases, all claimants must also submit a manually-signed paper Proof of Claim and Release form, listing all transactions in Chanticleer securities. Only electronic files authorized by the Settlement Administrator will be considered properly submitted.

CLAIMANT'S STATEMENT

1. I (we) purchased securities in Chanticleer Holdings, Inc. ("Chanticleer" or the "Company") and was (were) damaged thereby. (Do not submit this Proof of Claim if you did not purchase Chanticleer securities either (i) pursuant and/or traceable to the Company's June 21, 2012 public offering or (ii) on the open market between June 21, 2012 and February 19, 2013, inclusive).
2. By submitting this Proof of Claim, I (we) state that I (we) believe in good faith that I am (we are) a Class Member as defined above and in the Notice of Pendency and Proposed Settlement of Class Action (the "Notice"), or am (are) acting for such person(s); that I am (we are) not a Defendant in the Litigation or anyone excluded from the Class; that I (we) have read and understand the Notice; that I (we) believe that I am (we are) entitled to receive a share of the Net Cash Settlement Amount, as defined in the Notice; that I (we) elect to participate in the proposed Settlement described in the Notice; and that I (we) have not filed a request for exclusion. (If you are acting in a representative capacity on behalf of a Class Member [e.g., as an executor, administrator, trustee, or other representative], you must submit evidence of your current authority to act on behalf of that Class Member. Such evidence would include, for example, letters testamentary, letters of administration or a copy of the trust documents.)
3. I (we) submit this Proof of Claim and Release under the terms of the Stipulation and Agreement of Settlement ("Settlement Agreement") described in the Notice. I (we) consent to the jurisdiction of the United States District Court for the Southern District of Florida with respect to my (our) claim(s) as a Class Member and for purposes of enforcing the release set forth herein, all questions concerning the validity of this Proof of Claim, and any Judgment which may be entered in the Litigation. I (we) understand and agree that my (our) claim(s) may be subject to investigation and discovery under the Federal Rules of Civil Procedure, provided that such investigation and discovery shall be limited to my (our) status as a Class Member(s) and the validity and amount of my (our) claim. No discovery shall be allowed on the merits of the Litigation or Settlement in connection with processing of the Proof of Claim.
4. I (we) have set forth where requested below all relevant information with respect to each purchase of Chanticleer securities either (i) pursuant and/or traceable to the Company's June 21, 2012 public offering or (ii) on the open market between June 21, 2012 and February 19, 2013, inclusive, and each sale, if any, of such securities. I (we) agree to furnish additional information to the Settlement Administrator to support this claim if requested to do so.
5. I (we) have enclosed photocopies of the stockbroker's confirmation slips, stockbroker's statements, or other documents evidencing each purchase, sale or retention of Chanticleer securities listed below in support of my (our) claim. (IF ANY SUCH DOCUMENTS ARE NOT IN YOUR POSSESSION, PLEASE OBTAIN A COPY OR EQUIVALENT DOCUMENTS FROM YOUR BROKER BECAUSE THESE DOCUMENTS ARE NECESSARY TO PROVE AND PROCESS YOUR CLAIM.)
6. I (we) understand that the information contained in this Proof of Claim is subject to such verification as the Settlement Administrator may request or as the Court may direct, and I (we) agree to cooperate in any such verification. (The information requested herein is designed to provide the minimum amount of information necessary to process most simple claims. The Settlement Administrator may request additional information as required to efficiently and reliably calculate your recognized claim. In some cases, the Settlement Administrator may condition acceptance of the claim based upon the production of additional information, including, where applicable, information concerning transactions in any derivatives securities such as options.)
7. Upon the occurrence of the Court's approval of the Settlement, as detailed in the Notice, I (we) agree and acknowledge that my (our) signature(s) hereto shall effect and constitute a full and complete release, remise and discharge by me (us) and my (our) heirs, joint tenants, tenants in common, beneficiaries, executors, administrators, predecessors, successors, attorneys, insurers and assigns (or, if I am (we are) submitting this Proof of Claim on behalf of a corporation, a partnership, estate or one or more other persons, by it, him, her or them, and by its, his, her or their heirs, executors, administrators, predecessors, successors, and assigns) of each of the "Releasee" of all "Released Plaintiffs' Claims," as defined in the Notice.
8. The claimant(s) waive(s) the right to trial by jury, to the extent it exists, and agree(s) to the Court's summary disposition of the determination of the validity or amount of claim made by this Claim Form.
9. I (we) acknowledge that the claimant(s) will be bound by and subject to the terms of any judgment(s) that may be entered in the Litigation.
10. I (we) have not submitted any other claim covering the same acquisition or sales of Chanticleer securities either (i) pursuant or traceable to the Company's June 21, 2012 public offering or (ii) on the open market between June 21, 2012 and February 19, 2013, inclusive. I (we) know of no other Person having done so on my (our) behalf.
11. 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.

[illegible]

City: State: Zip Code: -

Foreign Province and Postal Code: Foreign Country:

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

OR

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

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

--	--	--	--

--	--	--

--	--	--

-

--	--	--	--

Check One: ☐ Individual ☐ Corporation ☐ Trust ☐ Pension Fund ☐ Joint Owners
☐ IRA ☐ Partnership ☐ Estate ☐ Other (specify) _____

II. SCHEDULE OF TRANSACTIONS IN CHANTICLEER SECURITIES

Opening Holdings:

A. Number of shares of Chanticleer common stock held at the opening of trading on June 21, 2012: _____
(If none, write 0.)

Purchases:

B. Separately list each and every open market purchase or acquisition of Chanticleer common stock (excluding Units in the June 21, 2012 public offering) during the period from June 21, 2012 through February 19, 2013, inclusive, and provide the following information (*must be documented*):

Trade Date(s) of (List Chronologically) (Month/Day/Year)	Number of Shares Purchased/Acquired	Price Per Share	Total Cost (Excluding Commissions, Taxes, and Fees)
/ /		\$.	\$.
/ /		\$.	\$.
/ /		\$.	\$.
/ /		\$.	\$.

- C. Separately list each and every purchase or acquisition of Chanticleer Units consisting of one share of common stock and one warrant of Chanticleer during the period from June 21, 2012 (Public Offering) through August 2, 2012 (the date the Units ceased trading and were separated into one share of common stock and one warrant) and provide the following information (*must be documented*):

Trade Date (List Chronologically) (Month/Day/Year)	Number of Units Purchased or Acquired	Price Per Unit	Total Cost (Excluding Commissions, Taxes and Fees)
/ /		\$.	\$.
/ /		\$.	\$.
/ /		\$.	\$.
/ /		\$.	\$.

- D. Separately list each and every purchase or acquisition of Chanticleer warrants from June 21, 2012 through February 19, 2013, inclusive, other than identified above and provide the following information (*must be documented*):

Trade Date (List Chronologically) (Month/Day/Year)	Number of Warrants Purchased or Acquired	Price Per Warrant	Total Cost (Excluding Commissions, Taxes and Fees)
/ /		\$.	\$.
/ /		\$.	\$.
/ /		\$.	\$.
/ /		\$.	\$.

Sales:

- E. Separately list each and every sale of Chanticleer common stock, units and warrants during the period from June 21, 2012 through February 19, 2013, inclusive, and provide the following information (*must be documented*):

Type of Chanticleer Security Sold (Stock (S), Unit (U) or Warrant (W))	Trade Date (List Chronologically) Month/Day/Year	Number of Securities Sold	Price Per Security	Amount Received (Excluding Commissions, Taxes and Fees)
	/ /		\$.	\$.
	/ /		\$.	\$.
	/ /		\$.	\$.
	/ /		\$.	\$.

Ending Holdings:

- F. State in the box at the right the total number of shares of Chanticleer common stock owned at the close of trading on February 19, 2013, long or short (*must be documented*).
- G. State in the box at the right the total number of Chanticleer warrants owned at the close of trading on February 19, 2013, long or short (*must be documented*).

If additional space is needed, attach separate, numbered sheets, giving all required information, substantially in the same format, and print your name and Social Security or Taxpayer Identification number at the top of each sheet.

III. SUBSTITUTE FORM W-9

Request for Taxpayer Identification Number:

Enter taxpayer identification number below for the Beneficial Owner(s). For most individuals, this is your Social Security Number. The Internal Revenue Service ("I.R.S.") requires such taxpayer identification number. If you fail to provide this information, your claim may be rejected.

Social Security Number (for individuals)

 - -

OR

Taxpayer Identification Number
(for estates, trusts, corporations, etc.)

 -

IV. 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 in the certification above.

UNDER THE PENALTIES OF PERJURY, I (WE) CERTIFY THAT ALL OF THE INFORMATION I (WE) PROVIDED ON THIS PROOF OF CLAIM AND RELEASE FORM IS TRUE, CORRECT AND COMPLETE.

Signature of Claimant (If this claim is being made on behalf of Joint Claimants, then each must sign):

(Signature)

(Signature)

(Capacity of person(s) signing, e.g. beneficial purchaser(s), executor, administrator, trustee, etc.)

☐ Check here if proof of authority to file is enclosed.
(See Item 2 under Claimant's Statement)

Date: _____

THIS PROOF OF CLAIM MUST BE SUBMITTED NO LATER THAN JULY 24, 2014 AND MUST BE MAILED TO:

Chanticleer Securities Litigation
Settlement Administrator
c/o Strategic Claims Services
600 North Jackson Street—Suite 3
P.O. Box 230
Media, PA 19063

A Proof of Claim received by the Settlement Administrator shall be deemed to have been submitted when posted, if a postmark date on or before July 24, 2014, is indicated on the envelope and it is mailed First Class, and addressed in accordance with the Proof of Claim instructions. In all other cases, a Claim Form shall be deemed to have been submitted when actually received by the Settlement Administrator.

You should be aware that it will take a significant amount of time to process fully all of the Proofs of Claim and to administer the Settlement. This work will be completed as promptly as time permits, given the need to investigate and tabulate each Proof of Claim. Please notify the Settlement Administrator of any change of address.

REMINDER CHECKLIST

- Please be sure to sign this Proof of Claim above. If this Proof of Claim is submitted on behalf of joint claimants, then both claimants must sign.
- Please remember to attach supporting documents.
- Do NOT send any stock certificates.
- Keep copies of your Proof of Claim and Release form and copies of all supporting documentation you submit.
- If you desire an acknowledgment of receipt of your claim form, please send it Certified Mail, Return Receipt requested.
- Do NOT use highlighter on the Proof of Claim or any supporting documents.
- If you move after submitting this Proof of Claim, please notify the Settlement Administrator of the change in your address.
- **These forms and your supporting documentation must be *postmarked* no later than July 24, 2014.**

Chanticleer Securities Litigation
Settlement Administrator
c/o Strategic Claims Services
600 North Jackson Street—Suite 3
P.O. Box 230
Media, PA 19063

PLEASE FORWARD

PRESORTED FIRST CLASS MAIL U.S. POSTAGE PAID PERMIT NO. 138 PHILADELPHIA, PA

FIRST CLASS MAIL

PLEASE FORWARD—IMPORTANT LEGAL NOTICE