

UNITED STATES DISTRICT COURT FOR THE
NORTHERN DISTRICT OF GEORGIA

IN RE NETBANK, INC.
SECURITIES LITIGATION

:
: **Civil Action No.**
:
: **1:07-cv-2298-TCB**
:
: **JURY TRIAL DEMANDED**
:

**PROOF OF CLAIM AND RELEASE FORM
AND SUBSTITUTE FORM W-9**

I. GENERAL INSTRUCTIONS

1. If you bought publicly-registered shares of NetBank, Inc. (“NetBank”) common stock during the period from March 16, 2005 through May 21, 2007 (the “Class Period”), you are a “Class Member” and you may be entitled to a payment from the Settlement proceeds. (See the accompanying Notice of Proposed Settlement of Class Action, Motion for Attorneys’ Fees and Expenses, and Hearing Thereon (the “Notice”) for a description of persons that are excluded from the Class.) If you are NOT a Member of the Class, PLEASE DO NOT submit a Proof of Claim and Release.

2. If you have already excluded yourself from the Class in 2010 but want to get a payment from the Settlement, please check the box below and your exclusion will be withdrawn. In this event, you will be bound by the Settlement and will release Defendants in this case.

I want to withdraw my exclusion filed in 2010.

3. To get a payment, you must:

a. complete this Proof of Claim and Release Form and sign on page 5.

b. complete the Substitute Form W-9 and Certification and sign on page 6.

c. mail your completed and signed Proof of Claim and Release Form, your completed and signed Substitute Form W-9 and documents proving your claim (such as copies of confirmation slips or documents from your broker showing the purchases, sales (if any) and holdings of your NetBank stock, before December 10, 2011, addressed as follows:

Claims Administrator
NetBank, Inc. Securities Litigation
Heffler Radetich & Saitta LLP
P.O. Box 58999
Philadelphia, PA 19102-8999

d. Send these documents by First-Class Mail or by Certified Mail, return receipt requested, if you want proof that they were received.

4. If you do not send your signed Claim Form and Release and signed Substitute W-9 Form and copies of documents to prove your claim (such as documents from your broker showing holdings, purchases and sales of NetBank common stock) to the address above, postmarked by December 10, 2011, your claim may be rejected and you may not get any payment from the Settlement, as explained in the Notice. Submission of this Claim Form and Release, however, does not assure that you will get a payment from the Settlement.

II. PROOF OF CLAIM AND RELEASE

5. By submitting this Proof of Claim, I state that I believe in good faith that I am a Class Member as defined above and in the Notice, or am acting for such person; that I am not a Defendant in the Action, the family member of a Defendant, a trust of which a Defendant is a settlor, any entity in which a Defendant has a controlling interest, a former executive officer or director of NetBank that served at any time during the Class Period, or a member of the immediate family or an heir, successor or assign of the such an executive officer or director of NetBank; that if I asked to be excluded from the Class in response to the Notice of Pendency of Class Action dated October 21, 2010, I want to withdraw that exclusion; that I have read and understand the Notice; that I believe that I am entitled to receive a share of the Net Settlement Fund; and that I have decided to participate in the proposed Settlement described in the Notice. (If you are acting on behalf of a Class Member, for instance, as an executor, administrator, trustee, or other representative, you must send evidence of your current authority to act on behalf of that Class Member. Such evidence would include, for example, copies of letters testamentary, letters of administration, or a copy of the trust documents.)

6. I understand that the information contained in this Proof of Claim is subject to such verification as the Court may direct, and I agree to cooperate in any such verification. If the Claims Administrator requests additional information, I will provide it to the best of my ability.

7. I have set forth where requested below all relevant information about all of my NetBank holdings, purchases and sales during the Class Period, March 16, 2005 through May 21, 2007.

8. I have included copies of my confirmation slips and/or copies of documents from my broker.

10. SCHEDULE OF TRANSACTIONS IN NETBANK, INC. COMMON STOCK PURCHASED BETWEEN MARCH 16, 2005 AND MAY 21, 2007.

A. Number of shares of NetBank, Inc. common stock held at the close of business on March 15, 2005 (must be documented):

B. PURCHASES OF NETBANK, INC. COMMON STOCK BETWEEN MARCH 16, 2005 AND MAY 21, 2007. Please use an extra sheet if you require additional space.

Trade Date You Originally Bought Stock (Month / Day / Year)	Number of Shares	Price Per Share	Total Purchase Price
<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"/>

C. SALES OF NETBANK, INC. COMMON STOCK BETWEEN MARCH 16, 2005 AND MAY 21, 2007. Please use an extra sheet if you require additional space.

Trade Date You Sold Stock (Month / Day / Year)	Number of Shares	Price Per Share	Total Sale Price
<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"/>

D. Number of shares of NetBank, Inc. common stock held at the close of business on May 21, 2007 (must be documented):

E. PURCHASES OF NETBANK, INC. COMMON STOCK FROM MAY 22, 2007 TO DATE. Please use an extra sheet if you require additional space.

Trade Date You Bought Stock (Month / Day / Year)	Number of Shares	Price Per Share	Total Purchase Price
<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"/>

F. SALES OF NETBANK, INC. COMMON STOCK FROM MAY 22, 2007 TO DATE. Please use an extra sheet if you require additional space.

Trade Date You Sold Stock (Month / Day / Year)	Number of Shares	Price Per Share	Total Sale Price
<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"/>

G. Number of shares of NetBank, Inc. common stock currently held (must be documented):

If you bought stock and sold it in several parts at different prices, please list each sale separately. **You must attach documents to show your holdings, purchases and sales of NetBank stock.**

YOU MUST READ THE REMAINDER OF THIS FORM AND SIGN BELOW

12. I hereby warrant and represent that I have not assigned or transferred, voluntarily or involuntarily, any “Released Claims” as defined below.

13. On the Effective Date (as defined in the Settlement) my signature will constitute a full and complete release, remise and discharge by me or, if I am submitting this Proof of Claim on behalf of an estate or one or more other persons, by it, him, her or them, and by my, its, his, her or their heirs, executors, administrators, successors, and assigns of each of the “Released Parties” of all “Released Claims,” as defined below. In paragraphs (a) (b) and (c) below, “Action” means *In re NetBank, Inc. Securities Litigation*, No. 1:07-cv-2298-TCB, and “Defendants” are the Defendants in this Action, who are listed on page 4 of the attached Notice.

(a) “Released Claims” means any and all claims, demands, rights, causes of action or liabilities, of every nature and description whatsoever, whether based in law or equity, on federal, state, local, statutory or common law, or any other law, rule or regulation, including both known claims and Unknown Claims that have been or could have been asserted in any forum by the Class Members, or any of them, or the successors or assigns of any of them, whether directly, indirectly, derivatively, representatively or in any other capacity, against any of the Released Persons, which arise out of, or relate in any way, directly or indirectly, to the allegations, transactions, facts, events, matters, occurrences, acts, representations or omissions involved, set forth, referred to, or that could have been asserted in this Action, including without limitation, claims for negligence, gross negligence, breach of duty of care, breach of duty of loyalty, breach of duty of candor, fraud, negligent misrepresentation, and breach of fiduciary duty arising out of, based upon or related in any way to the purchase, acquisition, sale, distribution, transfer or holding of the common stock of NetBank, Inc.

(b) “Released Parties” means each of the Defendants (Steven F. Herbert, Douglas K. Freeman, James P. Gross, Thomas H. Muller, Jr., Eula L. Adams and David W. Johnson, Jr.), Defendants’ Counsel (King & Spalding, LLP); Lead Plaintiff (Robert A. Brown), Plaintiff’s Lead Counsel (Berger & Montague, P.C.) and Plaintiff’s Local Counsel (Gorby Peters & Associates, LLC).

(c) “Unknown Claims” means any Released Claim that any Plaintiff or Class Member does not know or suspect to exist in his, her or its favor at the time of the release of the Defendants, that if known by him, her or it, might have affected his, her or its decision to settle and release Defendants, or might have affected his, her or its decision not to object to this Settlement or not to exclude himself, herself or itself from the Settlement. With respect to any and all Released Claims, the Settling Parties stipulate and agree that, upon the Effective Date, they shall be deemed to have, and by operation of the Final Order shall have, expressly waived the provisions, rights and benefits of any statute, rule or provision which prohibits the release of Unknown Claims, including 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 favor at the time of executing the release, which if known by him must have materially affected his settlement with the debtor.

14. Signature

Sign your name here

Date Signed

SUBSTITUTE FORM W-9

Request for Taxpayer Identification Number and Certification

NAME: _____

Check appropriate box:

Individual/Sole Proprietor
 Joint Owners
 Pension Plan
 Corporation-Executor
 Partnership
 Trust
 IRA
 Other _____

Enter Taxpayer Identification Number (“TIN”) on appropriate line. For individuals, this is your Social Security Number (“SSN”). For sole proprietors, you must show your individual name, but you may also enter your business or “doing business as” name. You may enter either your SSN or your Employer Identification Number (“EIN”). For other entities, it is your EIN.

Social Security Number: - -
OR
Employer Identification Number: (for estates, trusts, corporations, etc.)
 -

NOTE: If you require instructions for Completing Substitute Form W-9, please make a written request to us at Claims Administrator, NetBank, Inc. Securities Litigation, Heffler, Radetich & Saitta L.L.P., P.O. Box 58999, Philadelphia, PA 19102-8999. Please note that your accountant should also be able to provide you with these instructions.

15. CERTIFICATION

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

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.

Executed this _____ day of _____, in _____, _____
(City) (State / Country)

(Sign your name here) (Date)

(Type or print your name here)

(Joint Claimant sign your name here) (Date)
(All Joint Claimants must sign)

(Type or print Joint Claimant’s name here)

Capacity of persons signing (e.g., Beneficial Owner, Executor, Administrator or Corporate Title)

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

Reminder Checklist:

1. Please sign the above Proof of Claim and Release Form on page 5, and sign the Substitute W-9 Form and Certification on page 6.
2. Remember to attach copies of confirmation slips or statements from your broker to prove your holdings and transactions in NetBank stock.
3. Keep a copy of your Proof of Claim Form and supporting documents for your records.
4. Mail the form and your documents by December 10, 2011.
5. If you want proof that your Proof of Claim Form was received, please send it Certified Mail, Return Receipt Requested.
6. If you move after submitting your Proof of Claim Form, please send your new address to the Claims Administrator.
7. Questions? Call the Claims Administrator toll-free at 1-800-768-8450.

Claims Administrator
In re NetBank, Inc. Securities Litigation
c/o Heffler, Radetich & Saitta LLP
P.O. Box 58999
Philadelphia, PA 19102-8999

PLEASE FORWARD

FIRST CLASS MAIL

PLEASE FORWARD—IMPORTANT LEGAL NOTICE