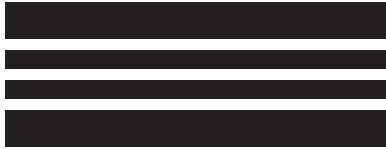


Official  
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Use  
Only



UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK

*Kleiman v. RHI Entertainment, Inc., et al.*  
Civil Action No. 1:09-cv-08634 (AKH)

**PROOF OF CLAIM AND RELEASE**

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

**Must be Postmarked  
on or before  
November 21, 2011**

**RHI**

**PART I: CLAIMANT IDENTIFICATION**

Last Name  M.I.  First Name

Last Name (Co-Beneficial Owner)  First Name (Co-Beneficial Owner)

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  —

Telephone Number (Work)  —  —  Telephone Number (Home)  —  —

Email Address

**MAILING INFORMATION**

Address

Address

City  State  Zip Code

Foreign Province  Foreign Postal Code  Foreign Country Name/Abbreviation

FOR CLAIMS PROCESSING ONLY    ATP  BE  FL  OP  ME  DR  RE  ND  SH  /  /        FOR CLAIMS PROCESSING ONLY



**PART II. SCHEDULE OF TRANSACTIONS IN RHI COMMON STOCK**

**NOTE:** Separate Proofs of Claim and Release should be submitted for each separate legal entity (e.g., a claim from Joint Owners should not include separate transactions of just one of the Joint Owners; an Individual should not combine his or her IRA transactions with transactions made solely in the Individual's name). Conversely, a single Proof of Claim and Release submitted on behalf of one legal entity should include all transactions made by that entity, no matter how many separate accounts that entity has (e.g., a corporation with multiple brokerage accounts should include all transactions made in RHI common stock during the Class Period on one Proof of Claim and Release, no matter how many accounts the transactions were made in). If you require additional room to list your transactions, please be sure to include your full name and the last four digits of your Social Security Number or Tax ID number on each additional sheet.

Check here if additional transactions are included on additional schedules.

**A. Purchases or acquisitions of RHI common stock (June 19, 2008 – November 6, 2008, inclusive):**

<b>PURCHASES</b>				Total Purchase or Acquisition Price (Excluding Commissions, Taxes and Fees) <i>Please round off to the nearest whole dollar</i>	Proof of Purchase Enclosed?						
Trade Date(s) of Shares (List Chronologically)				Number of Shares Purchased or Acquired							
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="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="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="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="radio"/> Y <input type="radio"/> N

**IMPORTANT:** (i) If any purchase listed covered a "short sale", please mark Yes:  Yes

(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:
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>

**B. Sales of RHI common stock (June 19, 2008 – October 9, 2009, inclusive):**

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

**C. Number of shares of RHI common stock held at the close of trading on October 9, 2009:**

<input type="text"/>	Proof Enclosed?
<input type="radio"/> Y	
<input type="radio"/> 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.**



## RELEASE OF CLAIMS

### Definitions

For the purpose of the Proof of Claim and Release, defined terms have the following meanings. (Other defined terms have the meanings given them in the Stipulation and Agreement of Settlement dated as of March 8, 2011 (the "Stipulation")).

"Final Judgment and Order of Dismissal" means the judgment entered by the Court upon approval of the Settlement, as contemplated by the Stipulation, dismissing the Action with prejudice and without costs (except to the extent awarded by the Court) to any Releasee, releasing all Plaintiffs' Released Claims as against the Releasees, and enjoining Class Members from instituting, continuing, or prosecuting any action asserting any Plaintiffs' Released Claims against any Releasee.

"Plaintiffs' Released Claims" means each and every Claim or Unknown Claim that Lead Plaintiff, or any other Class Member (i) asserted against any of the Releasees in the Action and (ii) could have asserted or could assert against any of the Releasees, whether arising under any federal, state, or foreign statutory or common-law rule, in any other court, tribunal, agency, or other forum, that are directly or indirectly based on, arising out of, relating to or in any way involving the Action and facts or circumstances underlying the Action and to the purchase of RHI common stock issued pursuant to or traceable from the Initial Public Offering.

"Releasee" which is fully defined in the Stipulation, includes, (1) each and all of RHI, any and all of its parents, predecessors, successors, affiliates (as defined in 17 C.F.R. Part 210.1-02.b), divisions, business units, subsidiaries, and entities in which any Defendant has a Controlling Interest or that have a Controlling Interest in it, as well as their respective past and present directors, executive committee members, officers, employees, members, partners, principals, agents, attorneys (including their General Counsel) and other inside or outside attorneys, advisors, trustees, administrators, fiduciaries, consultants, representatives, accountants, accounting advisors, auditors, and insurance carriers for any actual or alleged conduct, act, or omission occurring or engaged in on behalf of its insureds at any time with respect to Plaintiffs' Released Claims; and (2) Robert A. Halmi, Jr. and William J. Aliber and their Immediate Family Members (as defined in the Stipulation).

"Unknown Claims" means any and all Plaintiffs' Released Claims that Lead Plaintiff, or any other Class Member does not know or suspect to exist in his, her, or its favor at the time of the release of the Releasees, and any Defendants' Released Claims that the Releasees do not know or suspect to exist in their favor, which, if known by Lead Plaintiff, any other Class Member, or the Releasees, might have affected his, her, its, or their decision(s) with respect to the Settlement. As to any and all Plaintiffs' Released Claims and Defendants' Released Claims, the Settling Parties stipulate and agree that, upon entry of the Final Judgment, Lead Plaintiff, and Defendants shall expressly waive, and each other Class Member shall be deemed to have waived, and by operation of the Final 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 of any other country, or any principle of common law, that is similar, comparable, or equivalent to Cal. Civ. 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.

Lead Plaintiff and Defendants acknowledge, and the other Class Members by operation of law shall be deemed to have acknowledged, that the inclusion of "Unknown Claims" in the definition of Plaintiffs' Released Claims and Defendants' Released Claims was separately bargained for and was a key element of the Settlement.

### The Release

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). I (We) hereby warrant and represent that:

1. 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.
2. I (We) hereby warrant and represent that I (we) have included information about all of my (our) transactions in RHI common stock which occurred during the Class Period as well as the number of shares of RHI common stock held by me (us) at the close of trading on October 9, 2009.



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 or Acquirer, Executor or Administrator)

\_\_\_\_\_  
(Capacity of person(s) signing, e.g.,  
Beneficial Purchaser or Acquirer, 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. Please remember to attach supporting documents. These must include documentation of: (a) all opening and closing balances, as set forth in the specific sections of the claim form; and (b) all purchases, acquisitions, and sales of RHI common stock during June 19, 2008 through and including October 9, 2009, as set forth in the specific sections of the claim form.
3. Do not send original stock certificates.
4. Keep a copy of your claim form and all supporting documentation for your records.
5. The Claims Administrator will acknowledge receipt of your Proof of Claim and Release by mail within 60 days. Your Proof of Claim and Release is not deemed fully filed until you receive an acknowledgment postcard. If you do not receive an acknowledgment postcard within 60 days, please call the Claims Administrator toll free at 1-877-241-1527.
6. If you move, please send the Claims Administrator your new address.

*Kleiman v. RHI Entertainment, Inc.*  
Claims Administrator  
c/o Gilardi & Co. LLC  
P.O. Box 8040  
San Rafael, CA 94912-8040

