

**UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF CALIFORNIA**

AMISH PATEL, Individually and on Behalf of All
Others Similarly Situated,
Plaintiff,

Case No. 3:14-cv-01037-CAB-BGS

v.
AXESSTEL, INC., H. CLARK HICKOCK and
PATRICK GRAY,
Defendants.

PROOF OF CLAIM AND RELEASE

I. GENERAL INSTRUCTIONS

1. To recover as a Member of the Settlement Class based on your claims in the action entitled *Patel v. Axesstel, Inc. et al.*, Case No. 3:14-cv-01037-CAB-BGS (the "Litigation"), you must complete and, on page 6 hereof, sign the enclosed Proof of Claim and Release ("Proof of Claim"). If you fail to submit a timely, and properly addressed (as set forth in paragraph 3 below), Proof of Claim, your claim may be rejected and you may not receive any recovery from the Settlement Fund created in connection with the proposed settlement.

2. Submission of this Proof of Claim, however, does not assure that you will share in the proceeds of the settlement of the Litigation.

3. **YOU MUST MAIL OR SUBMIT ONLINE YOUR COMPLETED AND SIGNED PROOF OF CLAIM NO LATER THAN OCTOBER 19, 2015, ADDRESSED AS FOLLOWS:**

Axesstel, Inc. Securities Litigation
Gilardi & Co. LLC
P.O. Box 8040
San Rafael, CA 94912-8040

If you are NOT a Member of the Settlement Class (as defined in the Notice of Proposed Settlement of Class Action, Motion for Attorneys' Fees, and Settlement Fairness Hearing (the "Notice")) DO NOT submit a Proof of Claim.

4. If you are a Member of the Settlement Class and you do not timely request exclusion in connection with the proposed Settlement, you will be bound by the terms of any Judgment entered in the Litigation, including the releases provided therein, WHETHER OR NOT YOU SUBMIT A PROOF OF CLAIM.

II. CLAIMANT IDENTIFICATION

If you purchased or otherwise acquired Axesstel, Inc. ("Axesstel") common stock between February 28, 2013 and October 17, 2013, inclusive and held the certificate(s) in your name, you are the beneficial purchaser as well as the record purchaser. If, however, you purchased or otherwise acquired Axesstel common stock and the certificate(s) were registered in the name of a third party, such as a nominee or brokerage firm, you are the beneficial purchaser and the third party is the record purchaser.

Use Part I of this form entitled "Claimant Identification" to identify each purchaser of record ("nominee"), if different from the beneficial purchaser of the Axesstel common stock that form the basis of this claim. **THIS CLAIM MUST BE FILED BY THE ACTUAL BENEFICIAL PURCHASER(S) OR THE LEGAL REPRESENTATIVE OF SUCH PURCHASER(S) OF AXESSTEL SECURITIES UPON WHICH THIS CLAIM IS BASED.**

All joint purchasers must sign this claim. Executors, administrators, guardians, conservators, and trustees must complete and sign this claim on behalf of persons represented by them and their authority must accompany this claim and their titles or capacities must be stated. The Social Security (or taxpayer identification) number and telephone number of the beneficial owner may be used in verifying the claim. Failure to provide the foregoing information could delay verification of your claim or result in rejection of the claim.

III. PROOF OF CLAIM

Use Part II of this form entitled "Schedule of Transactions in Axesstel Common Stock" to supply all required details of your transaction(s) in eligible Axesstel common stock. If you need more space to list your transactions you may photocopy the page or download additional pages at the case website, www.AxesstelSecuritiesLitigation.com.

On the schedules, provide all of the requested information with respect to **all** of your purchases or acquisitions and **all** of your sales of eligible Axesstel common stock that took place between February 28, 2013 and January 15, 2014, inclusive, whether such transactions resulted in a profit or a loss. You must also provide all of the requested information with respect to **all** eligible Axesstel common stock you held at the close of trading on February 27, 2013, October 17, 2013 and January 15, 2014. Failure to report all such transactions may result in the rejection of your claim.

List each transaction separately and in chronological order, by trade date, beginning with the earliest. You must accurately provide the month, day, and year of each transaction you list.

The date of covering a "short sale" is deemed to be the date of purchase of Axesstel common stock. The date of a "short sale" is deemed to be the date of sale of Axesstel common stock.

Copies of broker confirmations or other documentation of your transactions in Axesstel common stock should be attached to your claim. Failure to provide this documentation could delay verification of your claim or result in rejection of your claim.

NOTICE REGARDING ELECTRONIC FILES: Certain claimants with large numbers of transactions may request, or may be requested, to submit information regarding their transactions in electronic files. All claimants **MUST** submit a manually signed paper Proof of Claim form whether or not they also submit electronic copies. If you wish to file your claim electronically, you must contact the Claims Administrator at 1-877-233-5631 to obtain the required file layout. No electronic files will be considered to have been properly submitted unless the Claims Administrator issues to the claimant a written acknowledgment of receipt and acceptance of electronically submitted data.