IMPORTANT ANNUAL MEETING INFORMATION

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DESIGNATION (IF ANY)

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Electronic Voting Instructions

Available 24 hours a day, 7 days a week!

Instead of mailing your proxy, you may choose one of the voting methods outlined below to vote your proxy.

VALIDATION DETAILS ARE LOCATED BELOW IN THE TITLE BAR.

Proxies submitted by the Internet or telephone must be received by 11:59 PM, Eastern, October 22, 2015.



Vote by Internet

- · Go to www.investorvote.com/twin
- Or scan the QR code with your smartphone
- Follow the steps outlined on the secure website

Vote by telephone

- Call toll free 1-800-652-VOTE (8683) within the USA, US territories & Canada on a touch tone telephone
- · Follow the instructions provided by the recorded message

Using a **black ink** pen, mark your votes with an **X** as shown in this example. Please do not write outside the designated areas.



Annual Meeting Proxy Card

1234 5678 9012 345

F IF YOU HAVE NOT VOTED VIA THE INTERNET <u>OR</u> TELEPHONE,	, FOLD ALONG THE PERF	ORATION, DETACH AND RETURN THE BOTTOM PORTION IN THE E	NCLOSED ENVELOPE.
A Proposals — THIS PROXY WILL BE VOTED AS PROPOSALS 1, 2, 3 AND 4. 1. Elect as Directors the following Nominees:	S DIRECTED OR, IF I	NO DIRECTION IS INDICATED, WILL BE VOTED "FOR	•
01 - David B. Rayburn	02 - Janet P. Giesselman		
Mark here to vote FOR all nominees Mark here to WITHH vote from all nomin		EXCEPT - To withhold authority to vote for any e(s), write the name(s) of such nominee(s) below.	
Advise approval of the compensation of the Named Executive Officers.	For Against Abstain	Ratify the appointment of PricewaterhouseCoopers LLP as our independent auditors for the fiscal year ending June 30, 2016.	For Against Abstain
Approval of amended and restated Twin Disc, Incorporated 2010 Long-Term Incentive Compensation Plan for purposes of Section 162(m) of the Internal Revenue code.		PLEASE NOTE: TO VALIDATE THIS PROXY, YOU MUST SIGN	BELOW.
B Non-Voting Items			
Change of Address — Please print new address below.		Comments — Please print your comments below.	
	ıld each sign. When signir	ng as attorney, executor, administrator, trustee or guardian, please	_
Date (mm/dd/yyyy) — Please print date below.	Signature 1 — Please ke	eep signature within the box. Signature 2 — Please keep sign	ature within the box.



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Important notice regarding the Internet availability of proxy materials for the Annual Meeting of Shareholders to be held on October 23, 2015. The Proxy Statement and the 2015 Annual Report on Form 10-K are available at: http://ir.twindisc.com/proxy.cfm
▼ IF YOU HAVE NOT VOTED VIA THE INTERNET OR TELEPHONE, FOLD ALONG THE PERFORATION, DETACH AND RETURN THE BOTTOM PORTION IN THE ENCLOSED ENVELOPE. ▼
TWIN(DISC)
Proxy — TWIN DISC, INCORPORATED
Annual Meeting of Shareholders – October 23, 2015 THIS PROXY IS SOLICITED BY THE BOARD OF DIRECTORS OF THE COMPANY
The undersigned hereby appoints Michael Doar and David R. Zimmer and each of them, with power to act without the other and with power of substitution, as

proxies and attorneys-in-fact and hereby authorizes them to represent and vote, as provided on the other side, all the shares of Twin Disc, Incorporated Common Stock which the undersigned is entitled to vote, and, in their discretion, to vote upon such other business as may properly come before the Annual Meeting of Shareholders of Twin Disc, Incorporated to be held October 23, 2015 at 2:00 P.M. at the Corporate offices, 1328 Racine Street, Racine, Wisconsin or at any adjournment or postponement thereof, with all powers which the undersigned would possess if present at the Meeting.

(Continued and to be marked, dated and signed, on the other side)