



IMPORTANT ANNUAL MEETING INFORMATION

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

PLEASE FOLD ALONG THE PERFORATION, DETACH AND RETURN THE BOTTOM PORTION IN THE ENCLOSED ENVELOPE.

A Proposals — The Board of Directors recommends a vote FOR all the nominees listed, FOR Proposals 2, 4 and 5 and for 1 Year on Proposal 3.

1. Election of Directors. Authority to elect the eight (8) persons named in the Notice of Annual Meeting of Shareholders dated September 23, 2011, to the Board of Directors to serve until the next Annual Meeting of Shareholders or until their successors are duly elected and qualified.

- 01 - Moiz M. Beguwala, 02 - Ken J. Bradley, 03 - Richard Burns, 04 - Ronald J. Buschur, 05 - John L. Clendenin, 06 - David L. George, 07 - Eugene L. Goda, 08 - Carl W. Neun

Mark here to vote FOR all nominees, Mark here to WITHHOLD vote from all nominees, For All EXCEPT - To withhold authority to vote for any nominee(s), write the name(s) of such nominee(s) below.

2. Advisory Vote on the Approval of Compensation of the Company's Named Executive Officers. To approve the compensation of the Company's named executive officers.

For Against Abstain
[] [] []

3. Advisory Vote on the Frequency of Advisory Votes on the Approval of the Compensation of the Company's Named Executive Officers.

1 Yr 2 Yrs 3 Yrs Abstain
[] [] [] []

4. Amendment to Certificate of Incorporation. To approve an amendment to the Company's Certificate of Incorporation to effect a 1-for-5 reverse stock split and to reduce the authorized number of shares of common stock from 250,000,000 to 100,000,000.

For Against Abstain
[] [] []

5. Ratification of Appointment of Independent Auditors. To ratify the appointment of Deloitte & Touche LLP as independent auditors.

[] [] []

In their discretion, the proxies are authorized to transact such other business as may properly come before the meeting or any adjournment or postponement thereof, including procedural and other matters relating to the conduct of the meeting.

B Authorized Signatures — This section must be completed for your vote to be counted. — Date and Sign Below

(Please date this Proxy and print and sign your name as it appears on your stock certificate(s). Executors, administrators, trustees, etc. should give their full titles. All joint owners should sign.)

Date (mm/dd/yyyy) — Please print date below.

Signature 1 — Please keep signature within the box.

Signature 2 — Please keep signature within the box.

Date input box with slashes

Signature 1 input box

Signature 2 input box

▼ PLEASE FOLD ALONG THE PERFORATION, DETACH AND RETURN THE BOTTOM PORTION IN THE ENCLOSED ENVELOPE. ▼

Proxy — POWERWAVE TECHNOLOGIES, INC.

REVOCABLE PROXY SOLICITED BY THE BOARD OF DIRECTORS FOR THE ANNUAL MEETING OF SHAREHOLDERS TO BE HELD ON OCTOBER 27, 2011

The undersigned shareholder(s) of Powerwave Technologies, Inc. (the "Company") hereby acknowledges receipt of the Notice of Annual Meeting of Shareholders and Proxy Statement, each dated September 23, 2011, and nominates, constitutes and appoints Ronald J. Buschur and Kevin T. Michaels, and each of them, the attorney, agent and proxy of the undersigned, with full power of substitution, to vote all stock of the Company which the undersigned is entitled to vote at the Annual Meeting of Shareholders of the Company to be held at the offices of the Company located at 1801 E. St. Andrew Place, Santa Ana, CA 92705, on Thursday, October 27, 2011 at 10:00 a.m., Pacific Time, and any and all adjournments thereof, as fully with the same force and effect as the undersigned might or could do if personally present thereat, upon and in respect of the matters described below and in accordance with the instructions on the reverse side.

THIS PROXY IS SOLICITED ON BEHALF OF THE BOARD OF DIRECTORS AND MAY BE REVOKED PRIOR TO ITS EXERCISE.

THE BOARD OF DIRECTORS RECOMMENDS THAT YOU VOTE "FOR" PROPOSALS 1, 2, 4 AND 5 AND FOR "ONE YEAR" ON PROPOSAL 3. THE PROXY CONFERS AUTHORITY TO AND SHALL BE VOTED "FOR" THE ELECTION OF THE EIGHT NOMINEES LISTED ON THE REVERSE SIDE AND "FOR" PROPOSALS 2, 4 AND 5 AND FOR ONE YEAR ON PROPOSAL NUMBER 3 UNLESS OTHERWISE INDICATED, IN WHICH CASE THE PROXY SHALL BE VOTED IN ACCORDANCE WITH SUCH INSTRUCTIONS.

- **MARK, SIGN AND DATE YOUR PROXY CARD**
- **DETACH YOUR PROXY CARD**
- **RETURN YOUR PROXY CARD IN THE POSTAGE PAID ENVELOPE PROVIDED**