

UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF MINNESOTA

THE CORNELIA I. CROWELL GST TRUST, On Behalf of Itself and All Others
Similarly Situated,

Plaintiff,

v.

PEMSTAR, INC., ALLEN BERNING, ROY BAUER and GREGORY LEA,

Defendants.

Case No. 05--CV-01182-JMR-FLN

PROOF OF CLAIM AND RELEASE

TO: IF YOU PURCHASED THE PUBLICLY TRADED COMMON STOCK (THE "SHARES") OF PEMSTAR, INC. FROM JANUARY 30, 2003, THROUGH AND INCLUDING JANUARY 12, 2005, YOU MAY WISH TO FILE THIS PROOF OF CLAIM AND RELEASE FOR ANY POTENTIAL RECOVERY.

GENERAL INSTRUCTIONS

1. In order to receive any payments to which you may be entitled as a member of the Class in the consolidated action entitled *In re PEMSTAR, Inc. Securities Litigation*, Civil Action No. 05-CV-01182-JMR-FLN (the "Litigation"), you must complete and sign as Proof of Claim and Release (the "Proof of Claim and Release"). If you fail to submit a Proof of Claim and Release, your claim may be rejected, and you may be precluded from any recovery from the Settlement Fund created in connection with the proposed settlement of the Litigation.

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

3. **YOU MUST SUBMIT YOUR COMPLETED AND SIGNED PROOF OF CLAIM AND RELEASE TO THE CLAIMS ADMINISTRATOR.** You may do you so by mail or electronically. **Note**, however, that you must still provide supporting documentation, either in PDF format or by mail, if you elect to file electronically. Forms submitted by mail should be sent to:

PEMSTAR, Inc. Securities Litigation
Claims Administrator
c/o FRG Information Systems Corp.
P.O. Box 460, Peck Slip Station
New York, NY 10272

Proof of Claim and Release Forms, together with all supporting documents, must be post-marked (if submitted by mail) or submitted electronically, by no later than October 20, 2007.

4. If you are a member of the Settlement Class and you did not timely request exclusion in connection with the proposed settlement, you are bound by the terms of any judgment entered in the Litigation, **WHETHER OR NOT YOU SUBMIT A PROOF OF CLAIM AND RELEASE.**

5. If you are **NOT** a member of the Settlement Class (as defined in the enclosed Notice), **DO NOT** submit a Proof of Claim and Release.

CLAIM FORM

1. If you purchased the Shares and held the certificate(s) in your name, you are the beneficial purchaser as well as the record purchaser. If, however, you purchased the Shares 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.

2. Use Part I of this form entitled "Claimant Identification" to identify each beneficial purchaser and, if different, each purchaser of record, of Shares which forms the basis of this claim. **THIS CLAIM MUST BE FILED BY THE ACTUAL BENEFICIAL PURCHASER OR PURCHASERS OR THE LEGAL REPRESENTATIVE OF SUCH PURCHASER OR PURCHASERS, OF THE SHARES UPON WHICH THIS CLAIM IS BASED.**

3. All joint purchasers must sign this claim. Executors, administrators, guardians, conservators, and trustees must complete and sign this form on behalf of Persons represented by them and documentation establishing their authority must accompany this claim and their titles and 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.

4. Use Part II, Sections A, B and C of this form entitled "Schedule of Transactions in PEMSTAR Shares" to supply all required details of your transaction(s) in the Shares. On the schedules, provide all of the requested information with respect to (i) the number of PEMSTAR Shares you owned as of the close of business on January 29, 2003; (ii) *all* of your purchases of PEMSTAR Shares which took place from January 30, 2003, through January 12, 2005, inclusive (the "Settlement Class Period"); (iii) *all* of your sales of PEMSTAR Shares which took place between January 30, 2003 and May 23, 2005, regardless of whether such transactions resulted in a profit or loss; and (iv) the number of PEMSTAR Shares you owned after the close of business on May 23, 2005. Failure to report all such transactions may result in the rejection of your claim.

5. List each transaction in the Settlement Class Period 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.

6. Brokerage commissions and transfer taxes paid by you in connection with your purchase and sale of PEMSTAR Shares should be excluded in computing the "purchase price per share" and the "sales price per share."

7. Brokers' confirmations or other documentation of your transactions in PEMSTAR Shares should be attached to your claim. Failure to provide this documentation could delay verification of your claim or result in rejection of your claim.

**UNITED STATES DISTRICT COURT
DISTRICT OF MINNESOTA**
In re PEMSTAR, Inc. Securities Litigation
Civil Action No. 05-CV-01182-JMR-FLN

PROOF OF CLAIM AND RELEASE

MUST BE POSTMARKED NO LATER THAN: OCTOBER 20, 2007

Please Type or Print

PART I: CLAIMANT IDENTIFICATION

Beneficial Owner's Name (First, Middle Initial, Last) _____

Joint Beneficial Owner's Name (First, Middle Initial, Last) _____

Street Address _____

City _____ State _____ Zip Code _____

Foreign Province _____ Foreign Country _____

Social Security Number or Tax Identification Number _____
_____ Corporation/Other _____ Individual

() _____ () _____
Area Code Tel. No. (work) Area Code Tel. No. (home) E-mail address _____

Record Owner's Name (if different from beneficial owner listed above) _____

PART II: SCHEDULE OF TRANSACTIONS IN PEMSTAR SHARES

A. NUMBER OF PEMSTAR SHARES OWNED AS OF CLOSE OF BUSINESS ON JANUARY 29, 2003: _____ (must be documented)*

B. PURCHASES OF PEMSTAR SHARES (JANUARY 30, 2003, through JANUARY 12, 2005, inclusive):

Trade Date(s) Month/Day/Year	Number of Shares Purchased	Purchase Price Per Share (excluding commissions, transfer taxes or other fees)	Proof of Purchase Enclosed? Yes/No*

C. SALES OF PEMSTAR SHARES (JANUARY 30, 2003, through MAY 23, 2005, inclusive):

Trade Date(s) Month/Day/Year	Number of Shares Sold	Sale Price Per Share (excluding commissions, transfer taxes or other fees)	Proof of Sale Enclosed? Yes/No*

D. Number of PEMSTAR Shares held at the close of trading on MAY 23, 2005: _____ (must be documented)*

If you require additional space, attach extra schedules in the same format as above. Sign and print your name on each additional page.

***IMPORTANT: FAILURE TO PROVIDE SUPPORTING DOCUMENTATION MAY RESULT IN THE REJECTION OF YOUR CLAIM AND PREVENT YOU FROM RECEIVING ANY DISTRIBUTION UNDER THE SETTLEMENT.**

YOU MUST READ AND SIGN RELEASE ON PAGE 4

SUBMISSION TO JURISDICTION OF COURT AND ACKNOWLEDGMENTS

I submit this Proof of Claim and Release under the terms of the Stipulation of Settlement described in the Notice. I also submit to the jurisdiction of the United States District Court, District of Minnesota, with respect to my claim as a Settlement Class Member and for purposes of enforcing the release set forth herein and any judgment that may be entered in the Litigation. I agree to furnish additional information to Lead Counsel to support this claim if required to do so. I have not submitted any other claim covering the same purchases or sales of PEMSTAR Shares during the Settlement Class Period and know of no other Person having done so on my behalf.

DEFINITIONS

1. "Defendants" means PEMSTAR, Inc., Allen Berning, Roy Bauer and Gregory Lea.
2. "Related Parties" means each of the Defendants and their current, prior, and subsequent parents, affiliates, subsidiaries, predecessors, officers, directors, employees, agents, insurers, attorneys, successors, assigns, creditors, administrators, heirs, immediate family members, and legal representatives.
3. "Released Claims" means all claims, known or unknown (including "Unknown Claims"), arising under the laws, regulations, or common law of the United States of America, any state or political subdivision thereof, or any foreign country or jurisdiction that were, could have been, or might have been asserted in the Litigation in connection with, arising out of, related to, based upon, in whole or in part, directly or indirectly, any action or omission or failure to act which was alleged or could have been alleged in the Litigation.
4. "Released Persons" means the Defendants and their respective Related Parties.
5. "Shares" means the common stock issued by PEMSTAR Inc.

RELEASE

A. I hereby acknowledge full and complete satisfaction of, and do hereby fully, finally and forever settle, release and discharge each and all of the Released Persons from any and all Released Claims.

B. With respect to any and all Released Claims, I expressly waive any and all rights or benefits they may now have, or in the future may have, under any law relating to the releases of unknown claims, including, without limitation, Section 1542 of the California Civil Code, which provides:

A general release does not extend to the claims which the creditor does not know or suspect 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.

I expressly have waived any and all provisions, rights and benefits conferred by any law or any state or territory of the United States or any foreign country, or any principle of common law, which is similar, comparable or equivalent in substance or intent to Section 1542 of the California Civil Code.

C. This Release shall be of no force and effect unless and until the Court approves the Stipulation of Settlement (the "Settlement Stipulation") and the Settlement Stipulation becomes effective as to all Released Persons as of the Effective Date (as defined in the Settlement Stipulation).

D. I hereby warrant and represent that I 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.

E. I hereby warrant and represent that I have included information about all of my transactions in PEMSTAR Shares with regard to (i) the number of PEMSTAR Shares owned by me as of January 29, 2003; (ii) all of my purchases of PEMSTAR Shares which took place from January 30, 2003; through January 12, 2005, inclusive (the "Settlement Class Period"); (iii) all of my sales of PEMSTAR Shares which took place from January 30, 2003, through May 23, 2005, inclusive; and (iv) the number of PEMSTAR Shares I owned as of the close of trading on May 23, 2005.

F. 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.

Note: If you have been notified by the Internal Revenue Service that you are subject to backup withholding, please strike out the word "NOT" in the Certification above.

I hereby certify under penalty of perjury under the laws of the United States of America that the foregoing information supplied by the undersigned is true and correct and that this Proof of Claim and Release form was executed this _____ day of _____ in
(Month)(Year)

(City, State, Country)

(Signature of Claimant)

(Type or print your name here)

(Signature of Joint Claimant, if any)

(Type or print your name here)

(Capacity of persons signing, e.g., Beneficial Purchaser, 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. Remember to attach supporting documentation.
3. Do not send original or copies of stock certificates.
4. Keep a copy of your claim form for your records.
5. If you desire an acknowledgement of receipt of your claim form, please send it Certified Mail, Return Receipt Requested.
6. If you move, please send us your new address.
7. If you have any questions concerning this Proof of Claim, contact the Claims Administrator at:

PEMSTAR, Inc. Securities Litigation
c/o FRG Information Systems Corp.
P.O. Box 460, Peck Slip Station
New York, New York 10272
(800)556-9955