



## **Communication to Independent Directors**

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**PCTEL, Inc.**

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(as amended by the Board of Directors on June 9, 2011)

The Board of Directors believes that management speaks for the Company. Individual Board members may, from time to time, communicate with various constituencies that are involved with the Company. The Board of Directors has policies and procedures for any PCTEL stockholder who wishes to communicate with the independent (non-management) members of our Board of Directors. Any PCTEL stockholder may send communications to the Board of Directors through our Vice President and General Counsel, at [general.counsel@pctel.com](mailto:general.counsel@pctel.com). The General Counsel will provide the lead independent director on the Board of Directors with a summary of all communications received.

Each stockholder communication is to include the full name of the stockholder, and if the stockholder is not a record holder of PCTEL stock, should be accompanied by evidence of stock ownership (e.g., an accounting statement showing ownership of PCTEL stock).

This procedure for stockholder communications with the independent (non-management) directors is administered by the Board of Directors' Nominating and Governance Committee. This procedure does not apply to stockholder proposals submitted pursuant to Rule 14-a-8 under the Securities and Exchange Act of 1934, as amended.

Please note: Requests for investor relations materials should be made to [investorrelations@pctel.com](mailto:investorrelations@pctel.com).