

**ANNUAL MEETING OF SHAREHOLDERS OF
FRISCH'S RESTAURANTS, INC.**

October 5, 2011

NOTICE OF INTERNET AVAILABILITY OF PROXY MATERIAL:
The Notice of Meeting, Proxy Statement and Proxy Card
are available at www.frischs.com

Please sign, date and mail
your proxy card in the
envelope provided as soon
as possible.

↓ Please detach along perforated line and mail in the envelope provided. ↓

20430303040000000000 8

100511

**The Board of Directors recommends a vote of "FOR ALL NOMINEES" on Proposal 1, "FOR" on Proposals 2, 3 and 4, and "3 YEARS" on Proposal 5.
PLEASE SIGN, DATE AND RETURN PROMPTLY IN THE ENCLOSED ENVELOPE. PLEASE MARK YOUR VOTE IN BLUE OR BLACK INK AS SHOWN HERE**

1. Election of the persons below to serve as Directors until the 2013 Meeting and until their successors are elected and qualified:

- FOR ALL NOMINEES
- WITHHOLD AUTHORITY FOR ALL NOMINEES
- FOR ALL EXCEPT (See instructions below)

- NOMINEES:**
- Dale P. Brown
- Daniel W. Geeding
- Craig F. Maier
- Jerome P. Montopoli

INSTRUCTIONS: To withhold authority to vote for any individual nominee(s), mark "FOR ALL EXCEPT" and fill in the circle next to each nominee you wish to withhold, as shown here: ●

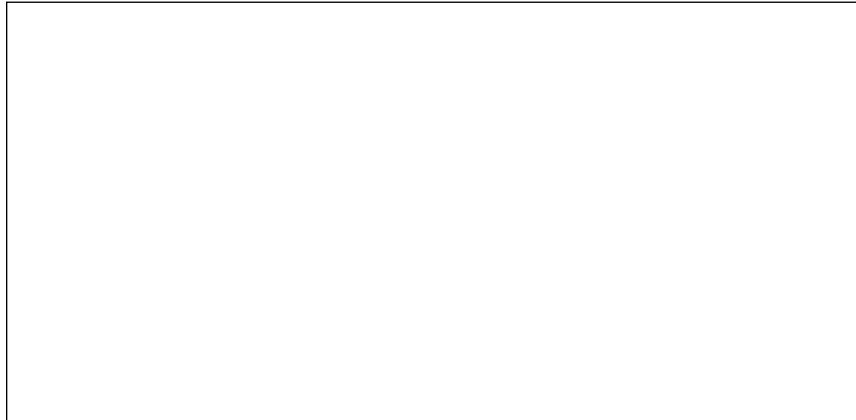
2. Ratification of appointment of Grant Thornton LLP as independent registered public accounting firm FOR AGAINST ABSTAIN
3. Approval of Chief Executive Officer incentive compensation pursuant to Section 162(m) of the Internal Revenue Code FOR AGAINST ABSTAIN
4. Advisory vote on approval of executive compensation FOR AGAINST ABSTAIN
5. Advisory vote on frequency of advisory votes on executive compensation 1 year 2 years 3 years ABSTAIN

This Proxy is solicited on behalf of the Company's Board of Directors. The Proxy, when properly executed, will be voted in the manner directed herein by the undersigned. If no direction is made but the Proxy is properly signed, this Proxy will be voted for the election of all nominees under Proposal 1, for Proposals 2, 3 and 4, for every 3 years on Proposal 5, and in the discretion of the proxies, in accordance with any recommendations of the Board of Directors, on any other matters that may properly be presented at the meeting. If cumulative voting is properly declared with respect to the election of Directors, the votes will be cast in such a way as to effect the election of all nominees, or as many thereof as possible, in accordance with the recommendations of the Board of Directors.

To change the address on your account, please check the box at right and indicate your new address in the address space above. Please note that changes to the registered name(s) on the account may not be submitted via this method.

Signature of Shareholder _____ Date: _____ Signature of Shareholder _____ Date: _____

Note: Please sign exactly as your name or names appear on this Proxy. When shares are held jointly, each holder should sign. When signing as executor, administrator, attorney, trustee or guardian, please give full title as such. If the signer is a corporation, please sign full corporate name by duly authorized officer, giving full title as such. If signer is a partnership, please sign in partnership name by authorized person.



□



PROXY
FRISCH'S RESTAURANTS, INC.
ANNUAL MEETING OF SHAREHOLDERS
OCTOBER 5, 2011

The undersigned hereby appoints Craig F. Maier and Daniel W. Geeding, each or either of them, as the undersigned's proxies, with full power of substitution, to represent and to vote all common stock of Frisch's Restaurants, Inc. (the "Company") which the undersigned is entitled to vote at the Annual Meeting of Shareholders of the Company to be held at the Queen City Club, 331 East Fourth Street, Cincinnati, Ohio 45202, on Wednesday, October 5, 2011 at 9:00 a.m. and at any and all adjournments thereof, as fully and with the same force and effect as the undersigned could do if personally present. The proxies are directed to vote the shares as set forth on the reverse side.

(Continued and to be signed and dated on the reverse side)

