

PROXY

**TRANS-LUX CORPORATION
ANNUAL MEETING OF STOCKHOLDERS – MARCH 6, 2012
(SOLICITED ON BEHALF OF BOARD OF DIRECTORS)**

KNOW ALL MEN BY THESE PRESENTS, that the undersigned stockholder of TRANS-LUX CORPORATION hereby constitutes and appoints J.M. ALLAIN and ANGELA D. TOPPI, and each of them, the attorneys and proxies of the undersigned, with full power of substitution, to vote for and in the name, place and stead of the undersigned, at the Annual Meeting of the Stockholders of said Corporation, to be held at the Norwalk Public Library, Chess Room - 2nd Floor, 1 Belden Avenue, Norwalk, Connecticut, 06850 on March 6, 2012 at 10:00 A.M., and at any adjournment thereof, the number of votes the undersigned would be entitled to cast if present for the following matters and, in their discretion, upon such other matters as may properly come before the meeting or any adjournment thereof:

Directors recommend vote FOR Items 1(a), 1(b), 1(c), 1(d), 2, 3 and 4.

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|-----------|------------------------------|-----------------------------------|----------------------------------|---|
| Item 1(a) | <input type="checkbox"/> FOR | <input type="checkbox"/> AGAINST | <input type="checkbox"/> ABSTAIN | Ratify the amendment and restatement of the Corporation's Restated Certificate of Incorporation to increase authorized shares and reduce the par value of Common Stock. |
| Item 1(b) | <input type="checkbox"/> FOR | <input type="checkbox"/> AGAINST | <input type="checkbox"/> ABSTAIN | Ratify the amendment and restatement of the Corporation's Restated Certificate of Incorporation to remove Class A Stock from authorized capital stock. |
| Item 1(c) | <input type="checkbox"/> FOR | <input type="checkbox"/> AGAINST | <input type="checkbox"/> ABSTAIN | Ratify the amendment and restatement of the Corporation's Restated Certificate of Incorporation to remove Class B Stock from authorized capital stock. |
| Item 1(d) | <input type="checkbox"/> FOR | <input type="checkbox"/> AGAINST | <input type="checkbox"/> ABSTAIN | Ratify the amendment and restatement of the Corporation's Restated Certificate of Incorporation to remove Article Twelfth regarding super-majority voting requirements. |
| Item 2 | <input type="checkbox"/> FOR | <input type="checkbox"/> AGAINST | <input type="checkbox"/> ABSTAIN | Ratify the approval of the adoption of the 2012 Long-Term Incentive Plan. |
| Item 3 | <input type="checkbox"/> FOR | <input type="checkbox"/> WITHHELD | | Election of Jean-Marc Allain and George W. Schiele to serve as directors for a three-year term; election of Jean Firstenberg, Richard Nummi and Elliot Sloyer to serve as directors for a two-year term, each case until their successors shall be elected and shall have qualified. Authority is withheld with respect to the following nominee(s).

_____ |
| Item 4 | <input type="checkbox"/> FOR | <input type="checkbox"/> AGAINST | <input type="checkbox"/> ABSTAIN | Ratify the retention of BDO USA, LLP, as the Corporation's independent registered public accounting firm for the ensuing year. |

(Continued and to be signed on other side.)

(Continued from the other side.)

UNLESS YOU SPECIFY OTHERWISE, THIS PROXY WILL BE VOTED “FOR” ITEM 1, TO RAIFY THE AMENDMENT AND RESTATEMENT OF THE CORPORATION’S RESTATED CERTIFICATE OF INCORPORATION TO (a) INCREASE AUTHORIZED SHARES AND REDUCE THE PAR VALUE OF COMMON STOCK, (b) REMOVE CLASS A STOCK FROM AUTHORIZED CAPITAL STOCK, (c) REMOVE CLASS B STOCK FROM AUTHORIZED CAPITAL STOCK, AND (d) REMOVE ARTICLE TWELFTH REGARDING SUPER-MAJORITY VOTING REQUIREMENTS, “FOR” ITEM 2, TO RATIFY THE ADOPTION OF THE 2012 LONG-TERM INCENTIVE PLAN, “FOR” ITEM 3, FOR THE ELECTION OF THE NOMINEES FOR DIRECTORS, AND “FOR” ITEM 4, TO RATIFY THE RETENTION OF BDO USA, LLP, AS THE CORPORATION’S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE ENSUING YEAR.

A majority of said attorneys and proxies, or their substitutes at said meeting, or any adjournment thereof, may exercise all of the powers hereby given. Any proxy to vote any of the shares with respect to which the undersigned is or would be entitled to vote, heretofore given to any person or persons other than the persons named above, is hereby revoked.

IN WITNESS WHEREOF, the undersigned has signed and sealed this proxy and hereby acknowledges receipt of a copy of the notice of said meeting and proxy statement in reference thereto, both dated January 26, 2012.

Dated: _____, 2012

(L.S.)

Stockholder(s) Signature

(L.S.)

NOTE: This proxy properly filled in, dated and signed, should be returned immediately in the enclosed postpaid envelope to TRANS-LUX CORPORATION, 26 Pearl Street, Norwalk, Connecticut 06850. If the signer is a corporation, sign in full the corporate name by a duly authorized officer. If signing as attorney, executor, administrator, trustee or guardian, please give your full title as such.