



EMTEC, INC.

2012 ANNUAL MEETING OF STOCKHOLDERS

This Proxy is Solicited on Behalf of the Board of Directors

The undersigned Stockholder of Emtec, Inc. (the "Company"), hereby revoking any contrary proxy previously given, hereby appoints Dinesh R. Desai, our Chairman, President and Chief Executive Officer, and Gregory P. Chandler, our Chief Financial Officer, or any one of them (with full power to act alone and to designate substitutes and to make revocations) as proxies, each with the power to appoint his substitute, and hereby authorizes them, and each of them, to represent and vote, as designated on the reverse side, all shares of common stock of the Company held of record by the undersigned on December 29, 2011, at the 2012 Annual Meeting of Stockholders, to be held at the The Enterprise Center at BCC, 3331 Route 38, Mt. Laurel, New Jersey 08054, on Tuesday, February 7, 2012 at 10:30 a.m., or any adjournment or postponement thereof, for the items shown on the reverse and, in the discretion of the proxies, in any other matter that may properly come before the meeting or any adjournments thereof.

You are encouraged to specify your choices by marking the appropriate boxes (see reverse side). When properly executed, this proxy will be voted in the manner directed herein by the undersigned stockholder. If no direction is given, this proxy will be voted "FOR" each of the proposals set forth on the reverse side.

(Continued and to be Completed on Reverse Side.)

<p>1. To elect the nominees listed below as Class A Directors (three year term).</p> <p style="text-align: center;">NOMINEES</p> <p><input type="checkbox"/> FOR ALL NOMINEES <input type="radio"/> Dinesh R. Desai <input type="radio"/> Gregory Chandler <input type="radio"/> Sunil Misra <input type="radio"/> Christopher M. Formant</p> <p><input type="checkbox"/> WITHHOLD AUTHORITY FOR ALL NOMINEES</p> <p><input type="checkbox"/> FOR ALL EXCEPT (See instructions below)</p> <p>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: <input checked="" type="radio"/></p>	<p style="text-align: right;">FOR AGAINST ABSTAIN</p> <p>2. To approve the Emtec, Inc. Amended and Restated 2006 Stock-Based Incentive Compensation Plan <input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/></p> <p>3. To ratify the Board's selection of the firm of McGladrey & Pullen, LLP as independent auditors of the Company <input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/></p> <p>This proxy confers authority to vote "FOR" the proposals listed unless otherwise indicated. If any other business is transacted at said meeting this proxy shall be voted in accordance with the judgment of the proxies. The Board of Directors recommends a vote "FOR" the listed proposals.</p> <p>Your shares will be voted as recommended by the Board of Directors unless you otherwise indicate in which case they will be voted as marked.</p> <p>This proxy is solicited on behalf of the Board of Directors of Emtec, Inc. and may be revoked prior to its exercise.</p>
<p>To change the address on your account, please check the box at right and indicate your new address in the address space on the right. Please note that changes to the registered name(s) on the account may not be submitted via this method. <input type="checkbox"/></p>	<p>New Address:</p>
<p>Signature of Stockholder: _____ Date: _____</p> <p>Signature of Stockholder: _____ Date: _____</p> <p>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.</p>	