

ANNUAL MEETING OF SHAREHOLDERS OF  
**THE INTERGROUP CORPORATION**

February 18, 2015

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**NOTICE OF INTERNET AVAILABILITY OF PROXY MATERIAL:**

The Notice of Meeting, Proxy Statement, Proxy Card  
are available at [www.intgla.com](http://www.intgla.com)

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

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

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**PLEASE SIGN, DATE AND RETURN PROMPTLY IN THE ENCLOSED ENVELOPE. PLEASE MARK YOUR VOTE IN BLUE OR BLACK INK AS SHOWN HERE**

1. To elect one Class C Director to serve until the fiscal 2017 Annual Meeting; or, if earlier, until his successor shall have been duly elected and qualified;

FOR THE NOMINEE      **NOMINEE:**      John C. Love      Class C Director

WITHHOLD AUTHORITY  
FOR THE NOMINEE

2. To ratify the retention of Burr Pilger Mayer, Inc. as the Company's independent registered public accounting firm for the fiscal year ending June 30, 2015;      FOR  AGAINST  ABSTAIN

3. To transact such other business as may properly come before the meeting, or any postponements or adjournments thereof.

**This proxy is solicited on behalf of the Board of Directors. This proxy, when properly executed, will be voted in the manner directed herein by the undersigned shareholder. If no direction is made, this Proxy will be voted FOR Proposals 1, 2 and 3.**

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.

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## **THE INTERGROUP CORPORATION**

### **This Proxy is Solicited on Behalf of the Board of Directors**

The undersigned hereby (a) acknowledges receipt of the Notice of Annual Meeting of Shareholders of The InterGroup Corporation to be held on February 18, 2015 at 2:30 P.M. at the Hilton San Francisco Financial District, 750 Kearny Street, San Francisco, CA 94108 and the Proxy Statement in connection therewith each dated January 19, 2015; (b) appoints John V. Winfield and William J. Nance, as proxies, each with the power to appoint his or her substitute, and hereby authorizes them to represent and to vote, as designated on the reverse side of this Form of Proxy, all of the shares of Common Stock of The InterGroup Corporation held of record by the undersigned on January 2, 2015 at the Annual Meeting of Shareholders to be held on February 18, 2015 or at any adjournment thereof.

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