

IMPORTANT: Please mark, sign, date and promptly return this proxy using the enclosed envelope.

PROXY

SKYLINE CORPORATION

THIS PROXY SOLICITED ON BEHALF OF THE BOARD OF DIRECTORS

The undersigned hereby appoints Jon S. Pilarski as proxy, with the power to appoint a substitute, and hereby authorizes him to appear and to vote as designated below, all the shares of common stock held of record by the undersigned on July 29, 2011, at the Annual Meeting of Shareholders of Skyline Corporation, to be held at the Garden Ballroom, in the Hilton Garden Inn, 3401 Plaza Court, Elkhart, Indiana, 46514 on Monday, September 26, 2011, at 9:00 a.m., Eastern Daylight Time, and at any adjournments thereof.

1. ELECTION OF DIRECTORS

NOMINEES: Arthur J. Decio, Thomas G. Deranek, John C. Firth, Jerry Hammes, William H. Lawson, David T. Link, and Andrew J. McKenna

Mark Only One Box:

- FOR all nominees listed above; except vote withheld with respect to nominee/s listed below (if any). WITHHOLD AUTHORITY to vote for ALL nominees listed above.

2. ADVISORY VOTE TO RATIFY APPOINTMENT OF INDEPENDENT REGISTERED ACCOUNTING FIRM AS INDEPENDENT AUDITOR

The ratification of Crowe Horwath LLP as Skyline's Independent Registered Public Accounting Firm to serve as Independent Auditor for the fiscal year ending May 31, 2012.

Mark Only One Box:

- FOR ratifying the appointment of Crowe Horwath LLP as Skyline's Independent Registered Public Accounting Firm to serve as Independent Auditor for fiscal year 2012. AGAINST ratifying the appointment of Crowe Horwath LLP as Skyline's Independent Registered Public Accounting Firm to serve as Independent Auditor for fiscal year 2012.
- ABSTAIN from ratifying the appointment of Crowe Horwath LLP as Skyline's Independent Registered Public Accounting Firm to serve as Independent Auditor for fiscal year 2012.

FOLD CARD HERE

3. ADVISORY VOTE ON COMPENSATION ON EXECUTIVE COMPENSATION

RESOLVED, the shareholders approve the compensation awarded to Skyline's Named Executive Officers, for fiscal year 2011 as disclosed pursuant to Item 402 of Regulation S-K, including the Compensation Discussion and Analysis, compensation tables and narrative discussion is hereby APPROVED.

Mark Only One Box:

- FOR approval of the above resolution on the compensation of Named Executive Officers for fiscal year 2011. AGAINST approving the above resolution on the compensation of Named Executive Officers for fiscal year 2011.
- ABSTAIN from approving or disapproving the above resolution on the compensation of Named Executive Officers for fiscal year 2011.

4. ADVISORY VOTE ON THE FREQUENCY OF FUTURE ADVISORY VOTES ON EXECUTIVE COMPENSATION

Please cast your advisory vote for one of the following options on the frequency of advisory votes on executive compensation:

Mark Only One Box:

- FOR approval of holding an advisory vote on executive compensation every year.
- FOR approval of holding an advisory vote on executive compensation every two (2) years.
- FOR approval of holding an advisory vote on executive compensation every three (3) years.
- TO ABSTAIN from voting on the frequency of the advisory vote on executive compensation.

5. At his discretion, the proxy is authorized to vote upon such other business as may properly come before the meeting.

(Continued and to be signed on other side)

(Continued from other side)

THIS PROXY, WHEN PROPERLY EXECUTED, WILL BE VOTED IN THE MANNER DIRECTED HEREIN BY THE UNDERSIGNED SHAREHOLDER. IF NO DIRECTION IS MADE, THE PROXY WILL BE VOTED FOR: (1) THE NOMINEES FOR DIRECTORS; (2) THE RATIFICATION OF CROWE HORWATH LLP AS SKYLINE'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM AND INDEPENDENT AUDITOR FOR FISCAL YEAR 2012; (3) APPROVAL OF THE COMPENSATION OF THE NAMED EXECUTIVE OFFICERS FOR FISCAL YEAR 2011; (4) APPROVAL OF HOLDING AN ADVISORY VOTE ON EXECUTIVE COMPENSATION EVERY THREE (3) YEARS; AND (5) AT THE DISCRETION OF THE APPOINTED PROXY ON ALL OTHER BUSINESS PROPERLY BEFORE THE MEETING.

Important Notice Regarding the Availability of Proxy Materials for the Shareholder Meeting to be Held on September 26, 2011. Skyline's Annual Report to Shareholders, Proxy Statement, and Proxy are available on the Internet at www.skylinecorp.com.

The undersigned hereby acknowledges receipt of the Notice of Annual Meeting of Shareholders and the Proxy Statement furnished therewith, both of which are dated August 17, 2011.

Dated: August 17, 2011
Please Print:

Name

Signature

Name

Signature

FOLD CARD HERE

Address

Address

Date: _____

City, State, Zip Code

Please sign exactly as name appears hereon. Where shares are held by joint tenants, both should sign. When signing as attorney, executor, administrator, trustee or guardian, please give full title as such. If a corporation, please sign in full corporate name by President or other authorized officer. If a partnership, please sign in partnership name by authorized person.