



▼ FOLD AND DETACH HERE AND READ THE REVERSE SIDE ▼

PROXY

THIS PROXY IS SOLICITED ON BEHALF OF THE BOARD OF DIRECTORS

GALAXY NUTRITIONAL FOODS, INC.

The undersigned hereby appoints DAVID H. LIPKA and MICHAEL E. BROLL, and each of them, as proxies, each with the power to appoint his substitute, and authorizes each of them to represent and to vote, as designated on the reverse hereof, all of the shares of common stock of Galaxy Nutritional Foods, Inc. (the “Company”) held of record by the undersigned at the close of business on August 8, 2006, at the Annual Meeting of Stockholders of the Company to be held at the Company’s headquarters, 2441 Viscount Row, Orlando, Florida 32809, at 10:00 a.m., local time, on Friday, September 29, 2006, or at any adjournment thereof.

(Continued, and to be marked, dated, and signed, on the other side)



VOTE BY TELEPHONE OR INTERNET
QUICK ★★★ EASY ★★★ IMMEDIATE



Galaxy Nutritional Foods, Inc.

Voting by telephone or Internet is quick, easy and immediate. As a Galaxy Nutritional Foods, Inc. stockholder, you have the option of voting your shares electronically through the Internet or on the telephone, eliminating the need to return the proxy card. Your electronic vote authorizes the named proxies to vote your shares in the same manner as if you marked, signed, dated and returned the proxy card. Votes submitted electronically over the Internet or by telephone must be received by 6:00 p.m., Eastern Standard Time, on September 28, 2006.

To Vote Your Proxy by Internet

www.continentalstock.com

Have your proxy card available when you access the above website. Follow the prompts to vote your shares.

To Vote Your Proxy by Phone

1 (866) 894-0537

Use any touch-tone telephone to vote your proxy. Have your proxy card available when you call. Follow the voting instructions to vote your shares.

PLEASE DO NOT RETURN THE CARD BELOW IF YOU ARE VOTING ELECTRONICALLY OR BY PHONE.

To Vote Your Proxy by Mail

Mark, sign, and date your proxy card below, detach it, and return it in the postage-paid envelope provided.

▼ FOLD AND DETACH HERE AND READ THE REVERSE SIDE ▼

PROXY

Please mark
your votes
like this



THIS PROXY WILL BE VOTED AS DIRECTED, OR IF NO DIRECTION IS INDICATED, WILL BE VOTED "FOR" PROPOSAL 1, 2 AND 3. THIS PROXY IS SOLICITED ON BEHALF OF THE BOARD OF DIRECTORS, WHICH RECOMMENDS A VOTE FOR THE PROPOSALS.

1. PROPOSAL TO ELECT FIVE DIRECTORS, FOR A TERM OF ONE YEAR EACH, UNTIL THE NEXT ANNUAL MEETING OF STOCKHOLDERS AND UNTIL THEIR SUCCESSORS ARE ELECTED AND QUALIFY.

FOR all nominees below WITHHOLD AUTHORITY to vote for all nominees listed below

(INSTRUCTION: To withhold authority to vote for any nominee, draw a line through such nominee's name)

- 1) DAVID H. LIPKA, 2) MICHAEL E. BROLL, 3) ANGELO S. MORINI,
4) PETER J. JUNGSGERGER, 5) ROBERT S. MOHEL

2. PROPOSAL TO APPROVE THE GALAXY NUTRITIONAL FOODS, INC. 2006 STOCK INCENTIVE PLAN.

FOR AGAINST ABSTAIN

3. PROPOSAL TO RATIFY THE RETENTION OF CROSS, FERNANDEZ, AND RILEY, LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM OF THE COMPANY FOR THE FISCAL YEAR ENDING MARCH 31, 2007.

FOR AGAINST ABSTAIN

4. In their discretion, the proxies are authorized to vote upon such other business as may properly come before the meeting.

COMPANY ID:

PROXY NUMBER:

ACCOUNT NUMBER:

Signature _____ Signature _____ Date _____

NOTE: Please sign exactly as name appears hereon. When shares are held by joint owners, each owner should sign. When signing as attorney, executor, administrator, trustee or guardian, please give 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.