

ANNUAL MEETING OF STOCKHOLDERS OF

AMEDICA CORPORATION

May 26, 2016

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NOTICE OF INTERNET AVAILABILITY OF PROXY MATERIAL:

The Notice of Meeting, proxy statement, proxy card and Annual Report are available at <http://investors.amedica.com/annuals-proxies.cfm>

Please sign, date 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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THE BOARD OF DIRECTORS RECOMMENDS A VOTE "FOR" PROPOSALS 1, 2 AND 3.
PLEASE SIGN, DATE AND RETURN PROMPTLY IN THE ENCLOSED ENVELOPE. PLEASE MARK YOUR VOTE IN BLUE OR BLACK INK AS SHOWN HERE ☒

1. Election of Directors:

☐ FOR ALL NOMINEES

NOMINEES:

- ☐ David W. Truetzel
☐ Eric A. Stookey

☐ WITHHOLD AUTHORITY
FOR ALL NOMINEES

☐ FOR ALL EXCEPT
(See instructions below)

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: ●

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.

☐

2. Approve an amendment to the Amedica 2012 Equity Incentive Plan increasing the number of common shares authorized for awards under the Plan by 800,000 to a total of 1,142,425 shares

FOR AGAINST ABSTAIN

☐ ☐ ☐

3. Ratification of the appointment of Mantyla McReynolds LLC as independent registered public accounting firm for the year ending December 31, 2016.

☐ ☐ ☐

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.

□



AMEDICA CORPORATION

Proxy for Annual Meeting of Stockholders on May 26, 2016

Solicited on Behalf of the Board of Directors

The undersigned hereby appoints B. Sonny Bal and Ty Lombardi, and each of them, with full power of substitution and power to act alone, as proxies to vote as indicated all the shares of Common Stock which the undersigned would be entitled to vote if personally present and acting at the Annual Meeting of Stockholders of Amedica Corporation, to be held May 26, 2016 at 1885 W 2100 South, Salt Lake City, UT 84119, and at any adjournments or postponements thereof. If no such direction is made, this proxy will be voted in accordance with the Board of Directors' recommendations.

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