

PROXY

For use at the ANNUAL MEETING of the SHAREHOLDERS of the COMMON SHARES of **ACADEMY EXPLORATIONS LIMITED** to be held on October 24, 2012.

The UNDERSIGNED SHAREHOLDER of the COMMON SHARES of **ACADEMY EXPLORATIONS LIMITED** hereby appoints Paul Appleby, Secretary, whom failing, Jon Hussman, Director, or instead of either of them,, as nominee of the undersigned with full power of substitution, to attend, vote, act for the undersigned as if personally present at the ANNUAL MEETING of the SHAREHOLDERS of the COMMON SHARES of **ACADEMY EXPLORATIONS LIMITED** to be held on October 24, 2012 and any adjournment thereof, without limiting the general authorization and full power thereby given to such nominee, the shares represented by this proxy are specifically directed to be voted or withheld from being voted as indicated below.

This proxy will be voted or withheld from being voted in accordance with the instructions specified. WHERE NO CHOICE IS SPECIFIED, THIS PROXY WILL CONFER DISCRETIONARY AUTHORITY AND WILL BE VOTED IN FAVOUR OF THE MATTERS REFERRED TO HEREIN. THIS PROXY CONFERS AUTHORITY FOR THE ABOVE NAMED TO VOTE IN HIS DISCRETION WITH RESPECT TO ANY AMENDMENTS OR VARIATIONS TO THE MATTERS IDENTIFIED IN THE NOTICE OF MEETING ACCOMPANYING THIS PROXY AND ANY OTHER MATTER WHICH MAY PROPERLY COME BEFORE THE MEETING.

A SHAREHOLDER HAS THE RIGHT TO APPOINT A PERSON, WHO NEED NOT BE A SHAREHOLDER, TO ATTEND AND ACT ON HIS BEHALF AT THE MEETING OTHER THAN THE PERSONS DESIGNATED IN THIS FORM OF PROXY. SUCH RIGHT MAY BE EXERCISED BY INSERTING THE NAME OF SUCH PERSON IN THE BLANK SPACE PROVIDED.

1. For or, Withhold from voting for the election of the nominees for directors identified in the information circular.
2. For or, Withhold from voting for the appointment of JOIHN SCHOLZ, CHARTERED ACCOUNTANT, as auditor of Company and the authorization of the directors to fix his remuneration.

The undersigned hereby revokes any proxies previously given.

If this proxy is not dated, it will be deemed to be dated on the date upon which it is mailed to the company.

DATED at _____, this _____ day of _____, 2012.

(PRINT YOUR NAME AND ADDRESS)

(First Name and Surname)

SIGNATURE OF SHAREHOLDER

(Number and Street)

(Number of Shares)

(Apartment) (City)

(Province) (Postal Code)