



9th Floor, 100 University Avenue Toronto, Ontario M5J 2Y1 www.computershare.com

Security Class

Holder Account Number

Form of Proxy - Annual General and Special Meeting to be held on June 23, 2011

This Form of Proxy is solicited by and on behalf of Management.

Notes to proxy

- 1. Every holder has the right to appoint some other person or company of their choice, who need not be a holder, to attend and act on their behalf at the meeting or any adjournment or postponement thereof. If you wish to appoint a person or company other than the persons whose names are printed herein, please insert the name of your chosen proxyholder in the space provided (see reverse).
- If the securities are registered in the name of more than one owner (for example, joint ownership, trustees, executors, etc.), then all those registered should sign this proxy. If you are
 voting on behalf of a corporation or another individual you must sign this proxy with signing capacity stated, and you may be required to provide documentation evidencing your
 power to sign this proxy.
- 3. This proxy should be signed in the exact manner as the name(s) appear(s) on the proxy.
- 4. If this proxy is not dated, it will be deemed to bear the date on which it is mailed by Management to the holder.
- 5. The securities represented by this proxy will be voted as directed by the holder, however, if such a direction is not made in respect of any matter, this proxy will be voted as recommended by Management.
- 6. The securities represented by this proxy will be voted in favour or withheld from voting or voted against each of the matters described herein, as applicable, in accordance with the instructions of the holder, on any ballot that may be called for and, if the holder has specified a choice with respect to any matter to be acted on, the securities will be voted accordingly.
- 7. This proxy confers discretionary authority in respect of amendments or variations to matters identified in the Notice of Meeting or other matters that may properly come before the meeting or any adjournment or postponement thereof.
- 8. This proxy should be read in conjunction with the accompanying documentation provided by Management.

Proxies submitted must be received by 2:00 pm, Pacific Time, on June 21, 2011.

VOTE USING THE TELEPHONE OR INTERNET 24 HOURS A DAY 7 DAYS A WEEK!

To Vote Using the Telephone

• Call the number listed BELOW from a touch tone telephone.

1-866-732-VOTE (8683) Toll Free

To Vote Using the Internet

 Go to the following web site: www.investorvote.com

If you vote by telephone or the Internet, DO NOT mail back this proxy.

Voting by mail may be the only method for securities held in the name of a corporation or securities being voted on behalf of another individual.

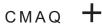
Voting by mail or by Internet are the only methods by which a holder may appoint a person as proxyholder other than the Management nominees named on the reverse of this proxy. Instead of mailing this proxy, you may choose one of the two voting methods outlined above to vote this proxy.

To vote by telephone or the Internet, you will need to provide your CONTROL NUMBER listed below.

CONTROL NUMBER

Appointment of Proxyholder <i>I/We, being holder(s) of Cream Minerals Ltd. hereby appoint:</i> MICHAEL E. O'CONNOR, or failing him, SARGENT H. BERNER,	OR	арр	t the name of the person you are pinting if this person is someone r than the Chairman of the Meeting.								
as my/our proxyholder with full power of substitution and to attend, act and to vo been given, as the proxyholder sees fit) and all other matters that may properly 10th Floor, 595 Howe Street Vancouver, British Columbia V6C 2T5 on June 23,	come b	efore t	he Annual Genera	al a	and Special I	Meeting of sh	areholders	, of Cream	Minerals Lt		
VOTING RECOMMENDATIONS ARE INDICATED BY HIGHLIGHTED TEX	XT OVE	R TH	E BOXES.								
										For	Against
1. Number of Directors To set the number of Directors at seven (7).											
2. Election of Directors			For	1	Withhold					For	Withhold
01. MICHAEL E. O'CONNOR 02. SARGENT I	H. BERM	IER]		03. FERDIN	iand holo	APEK	[
04. GERALD M. FELDMAN 05. ROBIN M. N	MERRIF	ELD]		06. RONAL	D LANG		[
07. CHRISTOPHER HEBB											
										For	Withhold
3. Appointment of Auditors									I		
To Appoint MORGAN AND COMPANY as Auditors of the Corporation for the en	suing ye	ear.									
4 Auditoral Dominionation										For	Against
4. Auditors' Remuneration To authorize the Directors to fix the Auditors' remuneration.									[
5. A New 10% Rolling Stock Option Plan									ſ		
To approve an ordinary resolution adopting a new stock option plan.									l		
6. Shareholder Rights Plan To approve an ordinary resolution adopting a shareholder rights plan.									[
7. Adoption of New Articles									_		
To pass a special resolution adopting new articles.									[
8. Other Business									ſ		
To transact such further or other business as may properly come before the mee	eting.								l		
Authorized Signature(s) – This section must be completed for instructions to be executed. I/We authorize you to act in accordance with my/our instructions set out above. I revoke any proxy previously given with respect to the Meeting. If no voting instr are indicated above, this Proxy will be voted as recommended by Managen	/We her	eby	Signature(s)					Date	D / MI	VI /	YY
like to receive Interim Financial Statements and accompanying lik	to rece anageme	ive the nt's Dis	al Statements – Annual Financial Sta ccussion and Analys ail at www.computers	tate sis l	ements and ad by mail.	companying					

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