



Financial Statement Request Form

In accordance with National Instrument 51-102 "Continuous Disclosure Obligations", registered holders or beneficial owner of securities in a reporting issuer may request copies of a reporting issuer's annual financial statements and management discussion & analysis, the quarterly financial statements and management discussion & analysis, or both.

In that regard, the undersigned registered or beneficial shareholder of Silver Spruce Resources Inc. (the "Reporting Issuer") requests a copy of the following statements of the Reporting Issuer:

- Please select one
or more*
- 2008 Annual Financial Statements and Management Discussion & Analysis
- 2008 Quarterly Financial Statements and Management Discussion & Analysis
- Other years/quarters: Please specify

By signing below, the undersigned certifies to be a shareholder of the Corporation.

Name: _____

Address: _____

Date: _____

Please return to:

E3 Filing EDF Electronic Data Filing Inc.
510 Burrard Street, 2nd Floor
Vancouver, BC V6C 3B9
Fax: Fax: 1.604.879.4005

INSTRUMENT OF PROXY

**Annual General and Special Meeting of the Shareholders (the "Meeting") of Silver Spruce Resources Inc.
(the "Corporation") to be held on Monday, April 20, 2009 at 11:00 a.m. (AST)**

THIS INSTRUMENT OF PROXY IS SOLICITED ON BEHALF OF THE BOARD OF DIRECTORS OF THE CORPORATION. IF THIS INSTRUMENT OF PROXY IS RECEIVED, THE SHARES IT REPRESENTS WILL BE VOTED AS THE SHAREHOLDER INDICATES BELOW. IF THIS INSTRUMENT OF PROXY IS RECEIVED BUT NO DIRECTION IS GIVEN BELOW, THE SHARES WILL BE VOTED IN FAVOR OF THE RESOLUTIONS SPECIFIED BELOW.

The undersigned shareholder of the Corporation hereby appoints Lloyd Hillier, Chief Executive Officer, President and director of the Corporation, or failing him, Gordon Barnhill, Chief Financial Officer, VP Corporate Affairs, and director of the Corporation, or in the place of the foregoing, _____ (print the name), as proxyholder for and on behalf of the shareholder with the power of substitution to attend, act and vote for and on behalf of the shareholder in respect of all matters that may properly come before the Meeting and at every adjournment of the Meeting, to the same extent and with the same powers as if the undersigned shareholder were present at the Meeting or any adjournment of the Meeting.

Without limiting the general powers hereby conferred, the undersigned hereby directs the said proxyholder to vote the common shares represented by this instrument of proxy in the following manner:

RESOLUTIONS (For full details of each item, please see the accompanying Annual General & Special Meeting Information Circular).

- | | | |
|---|--|---|
| 1. To appoint McGovern, Hurley, Cunningham, LLP Chartered Accountants or such other auditors as the shareholders approve for the Corporation for the ensuing year and to authorize the directors to fix the auditor's remuneration. | For
<input type="checkbox"/> | Withhold
<input type="checkbox"/> |
| 2. To elect the following persons as directors of the Corporation for the ensuing year: | For | Withhold |
| a. Lloyd Hillier | <input type="checkbox"/> | <input type="checkbox"/> |
| b. Gordon Barnhill | <input type="checkbox"/> | <input type="checkbox"/> |
| c. Peter Dimmell | <input type="checkbox"/> | <input type="checkbox"/> |
| d. Ted Urquhart | <input type="checkbox"/> | <input type="checkbox"/> |
| e. George Findlay | <input type="checkbox"/> | <input type="checkbox"/> |
| f. C. Robert Gillis | <input type="checkbox"/> | <input type="checkbox"/> |
| 3. To replace the Corporation's existing stock option plan with the stock option plan attached to the enclosed Information Circular | For
<input type="checkbox"/> | Withhold
<input type="checkbox"/> |
| 4. To approve, ratify and confirm all acts, contracts, proceedings, appointments and payments of money by the directors and officers of the Corporation | For
<input type="checkbox"/> | Withhold
<input type="checkbox"/> |
| 5. To transact such further or other business as may properly come before the Meeting or any adjournment or adjournments thereof. | For
<input type="checkbox"/> | Withhold
<input type="checkbox"/> |

The undersigned registered shareholder hereby revokes any proxy previously given to attend and vote at the Meeting or any adjournment(s) of the Meeting.

SIGN HERE: _____

PRINT NAME: _____

DATE: _____

NUMBER OF SHARES
REPRESENTED BY PROXY: _____

**THIS PROXY FORM IS NOT VALID UNLESS IT IS SIGNED AND DATED
PLEASE SEE THE REVERSE FOR IMPORTANT INFORMATION AND
INSTRUCTIONS ON VOTING**

INSTRUCTIONS FOR COMPLETION OF THE INSTRUMENT OF PROXY

1. This proxy is solicited by the management of the Corporation.
2. If someone other than the registered shareholder of the Corporation signs this proxy form on behalf of the named shareholder of the Corporation, documentation authorizing the signing person to execute the proxy form on the shareholder's behalf that is acceptable to the Chairman of the Meeting must be deposited with this proxy form in accordance with the instructions in the box below.
3. If a registered shareholder cannot attend the Meeting but wishes to vote on the resolutions, the registered shareholder can appoint another person (who need not be a shareholder of the Corporation) to vote according to the shareholder's instructions. To appoint someone other than the person named in this proxy form, a registered shareholder must either:
 - a) on the proxy form:
 - i) strike out the printed names of the individuals specified as proxyholder;
 - ii) insert the name of the shareholder's nominee in the blank space provided;
 - iii) complete, sign and date the proxy form; and
 - iv) return the proxy form in accordance with the instructions in the box below; or
 - b) complete another proper proxy form.
4. If a registered shareholder cannot attend the Meeting but wishes to vote on the resolutions and to appoint one of the nominees of management specified in this proxy form, the shareholder must:
 - a) leave the wording appointing a nominee as shown on the proxy form;
 - b) complete, sign and date the proxy form; and
 - c) return the proxy form in accordance with the instructions in the box below.
5. If the instructions as to voting indicated in this proxy form are certain, the shares represented by the proxy form will be voted or withheld from voting in accordance with the instructions of the registered shareholder. If the registered shareholder specifies a choice in the proxy form with respect to any resolution to be acted upon, then the shares represented will be voted or withheld from the vote on that resolution accordingly. If no choice, or both choices are, specified by a registered shareholder in the proxy form with respect to any resolution to be acted upon, this proxy will be deemed to have been *voted in favour* of each resolution identified in the proxy form and for the nominees specified for directors and auditor. With respect to any amendments or variations to any of the resolutions identified in the proxy form or other matters that may properly come before the Meeting, the shares represented by the proxy form will be voted by the nominee of management acting as proxyholder in accordance with his best judgment.
6. If a shareholder returns this or another proper proxy form, the shareholder may still attend the Meeting and vote in person if the shareholder later decides to do so. To attend and vote at the Meeting, the shareholder must record his/her/its attendance with the Corporation's scrutineer at the Meeting and revoke the previously completed, returned proxy form in writing.

To be presented at the Meeting, this proxy form must be received at the office of CIBC Mellon Trust Company by mail or by fax, or deposited at the head office of the Corporation, no later than 48 hours (excluding Saturdays, Sundays and holidays) prior to the time of the Meeting, or any adjournment thereof or designated with the Chairman of the Meeting prior to the commencement of the Meeting. The contact details are as described below:

CIBC MELLON TRUST COMPANY	SILVER SPRUCE RESOURCES INC.
Proxy Department PO Box 721 Agincourt, ON, M1S 0A1 Fax: 416.368.2502	Suite 312, 197 Dufferin Street Bridgewater, Nova Scotia, B4V 2G9 Fax: 902.527.5711