



Alberta Securities Commission
British Columbia Securities Commission
Ontario Securities Commission
Saskatchewan Financial Services Commission

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April 11, 2012

Dear Sirs/Mesdames:

Re: CMX Gold & Silver Corp. (the “Company”)

We refer to the prospectus of the Company dated April 11, 2012, (the “Prospectus”) relating to the distribution of a minimum of 20,000,000 units and up to 28,000,000 units of the Company.

We consent to being named and the use, through inclusion in the above-mentioned Prospectus, of our independent auditor’s report dated May 2, 2011 to the shareholders of the Company on the following items:

- Balance sheet as at December 31, 2010; and
- Statements of operations, comprehensive loss and deficit and cash flows for the year ended December 31, 2010.

We report that we have read the Prospectus and have no reason to believe that there are any misrepresentations in the information contained therein that are derived from the financial statements upon which we have reported or that are within our knowledge as a result of our audit of such financial statements.

This letter is provided solely for the purpose of assisting the securities regulatory authorities to which it is addressed in discharging their responsibilities and should not be used for any other purpose. Any use that a third party makes of this letter, or any reliance or decisions made based on it, are the responsibility of such third parties. We accept no responsibility for loss or damages, if any, suffered by any third party as a result of decisions made or actions taken based on this letter.

Yours sincerely,

A stylized, handwritten signature of "Grant Thornton LLP" in black ink.

Chartered Accountants