



Barristers & Solicitors / Patent & Trade-mark Agents

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On January 1, 2012, Macleod Dixon joined  
Norton Rose OR to create Norton Rose Canada.

July 13, 2012

**VIA SEDAR**

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

Dear Sirs/Mesdames:

**Re: CMX Gold & Silver Corp. - Amended and Restated Long Form Prospectus dated July 13, 2012**

We are acting on behalf of CMX Gold & Silver Corp. (the **Corporation**) in connection with an amended and restated long form prospectus dated July 13, 2012 relating to the distribution of units of the Corporation, comprised of common shares and common share purchase warrants (the **Prospectus**).

We hereby consent to the use of our name, Norton Rose Canada LLP, on the cover page and under the headings "Material Contracts" and "Experts", and to the use of our name and opinion under the heading "Eligibility for Investment" and "Certain Canadian Federal Income Tax Considerations", in the Prospectus.

We confirm that we have read the Prospectus and that we have no reason to believe that there are any misrepresentations in the information contained therein that are derived from our opinions referred to in the Prospectus or that are within our knowledge as a result of the services performed by us in connection with our opinions referred to therein.

Yours truly,

(signed) *Norton Rose Canada LLP*

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