

July 25, 2012

FILED BY SEDAR

Ontario Securities Commission
British Columbia Securities Commission
Alberta Securities Commission

Dear Sirs/Mesdames:

**Re: Adira Energy Ltd. (the "Corporation") – Final Short Form Prospectus
dated July 25, 2012**

We refer to the prospectus of the Corporation dated July 25, 2012 (the "**Prospectus**") relating to the qualification for distribution of units comprised of one common share and one common share purchase warrant.

We hereby consent to the reference to our firm name on page iii of the Prospectus and under the heading "Interest of Experts", and consent to the use of our firm name and the reference to our opinion under the heading "Eligibility for Investment" and "Canadian Federal Income Tax Considerations".

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 in the Prospectus that:

- (a) are derived from our opinions referred to above; or
- (b) are within our knowledge as a result of the services that we performed to render such opinions.

This letter is provided pursuant to the requirements of applicable securities legislation and is solely for the information of the addressees and is not to be referred to in whole or in part in the Prospectus or in any other similar document and is not to be relied upon for any other purpose.

Yours very truly,

"AIRD & BERLIS LLP"