

January 16, 2013

FILED BY SEDAR

Ontario Securities Commission  
British Columbia Securities Commission  
Alberta Securities Commission  
TSX Venture Exchange

Dear Sirs/Mesdames:

**Re: Adira Energy Ltd. (the “Corporation”) – SEDAR Project No. 1977713  
Final Short Form Prospectus dated January 16, 2013**

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We refer to the prospectus of the Corporation dated January 16, 2013 (the “**Prospectus**”) relating to the qualification for distribution of units comprised of one thousand common shares, five hundred short-term common share purchase warrants and five hundred long-term common share purchase warrants.

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”.

Yours very truly,

*“AIRD & BERLIS LLP”*

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