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February 28, 2012

VIA SEDAR

British Columbia Securities Commission
Alberta Securities Commission
Saskatchewan Financial Services Commission
Manitoba Securities Commission
Ontario Securities Commission
New Brunswick Securities Commission
Nova Scotia Securities Commission
Prince Edward Island Securities Office
Securities Commission of Newfoundland and Labrador

Dear Sirs/Mesdames:

**Re: Minera IRL Limited (the “Corporation”)
Final Short Form Prospectus**

We refer to the final short form prospectus of the Corporation dated February 28, 2012 (the “**Prospectus**”) in respect of an offering of ordinary shares of the Corporation.

We hereby consent to the use of our firm name on the introduction of the Prospectus and under the heading “Legal Matters” and we consent to the use of our firm name and our opinions under the headings “Eligibility for Investment” and “Certain 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 (within the meaning of the *Securities Act* (Ontario)) in the information contained in the Prospectus that is derived from our opinion referred to above or that is within our knowledge as a result of the services performed by us in connection with such opinion.

This letter is solely for the information of the addressees and is not to be used, quoted from or referred to, in whole or in part, in the Prospectus or any other document and should not be relied upon for any other purpose.

Yours truly,

FASKEN MARTINEAU DUMOULIN LLP

(Signed) “Fasken Martineau DuMoulin LLP”