

BY SEDAR

January 31, 2013

Alberta Securities Commission
British Columbia Securities Commission
The Manitoba Securities Commission
New Brunswick Securities Commission
Newfoundland and Labrador Department of Government Services and
Lands
Nova Scotia Securities Commission
Ontario Securities Commission
Prince Edward Island Securities Division
Saskatchewan Financial Services Commission

Dear Sirs and Mesdames:

**Re: Prospectus Supplement dated January 31, 2013 of Minera IRL Limited (the
"Issuer")**

We refer you to the prospectus supplement (the "**Prospectus Supplement**") of the Issuer dated January 31, 2013, to the Issuer's short form base shelf prospectus dated July 12, 2012, relating to the issuance of 21,550,000 ordinary shares of the Issuer.

We consent to being named in the Prospectus Supplement on the face page of the Prospectus Supplement and under the heading "Legal Matters" and to the use of our legal opinion set out under the headings "Eligibility for Investment" and "Certain Canadian Federal Income Tax Considerations", which opinion is provided as of the date of the Prospectus Supplement.

We have read the Prospectus Supplement and have no reason to believe that there are any misrepresentations in the information contained in the Prospectus Supplement that are (i) derived from our legal opinions provided in the Prospectus Supplement, or (ii) within our knowledge as a result of the services performed by us in connection with such opinions.

This letter is delivered to the addressees pursuant to the requirements of securities legislation and is not to be used or relied upon for any other purpose.

Yours truly,

signed "Stikeman Elliott LLP"