

Heenan Blaikie

Of Counsel

The Right Honourable Pierre Elliott Trudeau, P.C., C.C., C.H., Q.C., FRSC (1984 - 2000)
The Right Honourable Jean Chrétien, P.C., Q.C.
The Honourable Donald J. Johnston, P.C., Q.C.
Pierre Marc Johnson, FRSC
The Honourable Michel Bastarache
The Honourable John W. Morden
Peter M. Blaikie, Q.C.
André Bureau, O.C.

November 25, 2011

VIA SEDAR

**Ontario Securities Commission, as Principal Regulator
British Columbia Securities Commission
Alberta Securities Commission
Manitoba Securities Commission
Saskatchewan Financial Services Commission, Securities Division**

Dear Sirs/Mesdames:

**Re: Triumph Ventures III Corporation
Capital Pool Company Long Form Prospectus**

We refer to the final long form prospectus of Triumph Ventures III Corporation (the “**Corporation**”) dated November 25, 2011 (the “**Prospectus**”) relating to an offering of common shares of the Corporation.

We hereby consent to the reference to and use of our name on the face page of the Prospectus and to the reference and use of our name and our opinions under the heading “Eligibility for Investment”.

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 in the Prospectus or that are within our knowledge as a result of services we performed in the preparation of the Prospectus.

Yours truly,

“Heenan Blaikie LLP”

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