

March 28, 2013

Alberta Securities Commission
British Columbia Securities Commission

Dear Sirs and Mesdames:

Re: Exito Energy II Inc. (the "Corporation")

We refer to the (final) CPC prospectus of the Corporation dated March 28, 2013 (the "**Prospectus**") relating to the public offering of common shares in the capital of the Corporation.

We hereby consent to the use of our firm name in the Prospectus on the cover page and under the heading "Relationship Between the Corporation and Professional Persons" and "Eligibility for Investment" and to the reference to our opinion in the Prospectus under the heading "Eligibility for Investment".

We confirm that we have read the Prospectus and have no reason to believe that there are any misrepresentations in the information contained in the Prospectus that are derived from our opinion referred to above or that are within our knowledge as a result of the services we performed in connection with the preparation of such opinion.

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

Yours truly,

(signed) "*Gowling Lafleur Henderson LLP*"