

**HACKNEY BUSINESS &
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March 3, 2015

OTC Markets Group, Inc.
304 Hudson Street, 3rd Floor
New York, New York 10013

Re: Medinah Minerals, Inc.

Ladies and Gentlemen:

We are furnishing this opinion to you on behalf of Medinah Minerals, Inc., a Nevada corporation (the “Company” or the “Issuer”), pursuant to the terms and conditions of the Attorney Letter Agreement submitted to you previously by this firm. This opinion is solely for the information of the addressee hereof and the OTC Markets Group is entitled to rely on such letter in determining whether the Issuer has made adequate current information publicly available within the meaning of Rule 144(c)(2) under the Securities Act of 1933. This opinion relates solely to a document containing disclosure about the Company which has been reviewed by the undersigned counsel, entitled 2014 Annual Report, which is referred to herein as the “Annual Report,” and which was posted on your website on March 3, 2015.

Counsel is a resident of the United States of America, and has been retained by the Issuer for the purpose of rendering this letter and related matters. The undersigned is a member in good standing of The Florida Bar, and is authorized to practice before the United States Securities and Exchange Commission, and has not been prohibited from the practice thereunder.

In rendering the conclusions expressed herein, we advise you that the undersigned is a member of The Florida Bar, and express no opinion herein concerning the applicability or effect of any laws of any other jurisdiction, except the securities laws of the United States of America referred to herein. Counsel expresses no opinion as to compliance with any state securities or blue sky laws.

We have examined all organizational and governing documents relating to the Company, and such other documentation as we have deemed necessary or desirable to enable us to formulate the opinions expressed herein.

The opinions set forth below are qualified as stated therein and are further qualified by the following:

1. The opinions are based upon existing law, ordinances and regulations in effect as of the date hereof and as they may presently apply.

2. We have assumed the competency of all parties signing any relevant document on behalf of all parties, the genuineness of all signatures on behalf of all parties, the authenticity of all documents submitted to us as originals on behalf of all parties, the conformity to original documents of all documents submitted to us as certified or photostatic copies, and the accuracy and completeness of all records made available to us on behalf of all parties. We have also assumed that no person or entity has engaged in fraud or misrepresentation regarding the inducement relating to, or the execution or delivery of, any documents reviewed. In the event that the facts and information in any of such documents are determined not to be true or are found to be materially incomplete, this opinion shall be null and void.

3. Whenever our opinion, with respect to the existence or absence of facts, is qualified by the phrase "to our knowledge" or a phrase of similar import, it is intended to indicate that during the course of our representation in connection with the purpose of this letter no information has come to our attention which should give us current actual knowledge of the existence or absence of such facts. Except to the extent expressly set forth herein, we have not undertaken any independent investigation to determine the existence or absence of such facts, and no inference as to our knowledge of the existence or absence of such facts should be drawn from the fact of our representation or any other matter.

4. As to questions of fact material to this opinion, we have relied upon statements or certificates of the Company and public officials and other facts known to us, provided that we found all such statements believable, but we have made no independent investigation of the facts describing the Company in the Annual Report or of any related matters. Except as specifically identified herein, we have not been retained or engaged to perform, and we have not performed, any independent review or investigation of (i) any agreement or instrument to which the Company may be a party or by which the Company or any property owned by the Company may be bound, or (ii) any order of any governmental or public body or authority to which the Company may be subject.

5. Except as otherwise set forth specifically herein, we express no opinion as to any matter whatsoever relating to (i) the accuracy or completeness of any financial, accounting, or statistical information furnished to you, or (ii) the financial status of the Company.

6. Because the primary purpose of our professional engagement with regard to the Annual Report was not to establish factual matters and because of the wholly or partially nonlegal character of many determinations involved in the preparation of the Annual Report, we are not passing upon and do not assume any responsibility for the accuracy, completeness or fairness of

any of the statements contained in the Annual Report, and make no representation that we have independently verified the accuracy, completeness or fairness of any of the statements in the Annual Report, except to the limited extent described below.

In connection with the preparation of this letter and review of the Annual Report, counsel has reviewed the following documents that are publicly available through the OTC Disclosure & News Service:

1. December 30, 2014 Shareholder Update - Press Release
2. December 23, 2014 Medinah Mining Chile Announces Continuation of Drilling Results from Diamond Drill Hole L14-22, L14-22A, and Start of Drill Hole L14-23 at the Altos de Lipangue Project - Press Release
3. December 10, 2014 Medinah Mining Chile Confirms that Compania NUOCO Mining Chile SCM has Received a Formal Letter of Intent Proposal with Regard to Its Entire Ownership Interest in Property Claims in Chile - Press Release
4. December 9, 2014 Shareholder Update - Press Release
5. November 28, 2014 Shareholder Update - Press Release
6. November 25, 2014 Shareholder Update - Press Release
7. November 20, 2014 Medinah Mining Chile Announces High-Grade Gold Intersection Results from Diamond Drill Hole L14-22 - Press Release
8. November 7, 2014 Shareholder Update - Press Release
9. October 30, 2014 Medinah Minerals, Inc.: Drill Results of Altos de Lipangue Project - Press Release
10. September 30, 2014 Medinah Minerals, Inc. Names Vittal Karra as New President and Board Director - Press Release
11. September 25, 2014 Shareholder Update - Press Release
12. September 25, 2014 Medinah Mining Chile Announces That Diamond Drilling is Commencing at Its Altos de Lipangue Mining Property - Press Release
13. September 8, 2014 Medinah Mining Chile Announces Initiation of a Funded Diamond Drilling Program with Regard to Its Altos de Lipangue Property Claims in Chile - Press Release
14. September 8, 2014 Shareholder Update - Press Release
15. September 3, 2014 Shareholder Update - Press Release
16. September 2, 2014 CORRECTION: Shareholder Update - August 29, 2014 - Press Release
17. August 29, 2014 Shareholder Update - Press Release
18. August 18, 2014 Medinah Mining Chile Announces Initiation of the Exploration/Drilling Program with Regard to its Altos de Lipangue Property Claims in Chile - Press Release
19. August 15, 2014 AURYN Mining Chile, SpA Report to Medinah Mining Chile - Press Release
20. August 7, 2014 Medinah Minerals, Inc. Announces Stock Issuance Share Cap Agreement with AURYN Mining Chile - Press Release
21. August 7, 2014 Shareholder Update - Press Release
22. August 1, 2014 Medinah Mining Chile Announces Completion of the Notarized Final Joint Venture Option Agreement with AURYN Mining Chile - Press Release

23. August 1, 2014 Shareholder Update - July 31, 2014 - Press Release
24. July 24, 2014 Shareholder Update - July 23, 2014 - Press Release
25. July 22, 2014 Shareholder Update - July 22, 2014 - Press Release
26. July 14, 2014 Shareholder Update - July 11, 2014 - Press Release
27. July 11, 2014 Medinah Mining Chile Announces Status of Its Mining Option Agreement with AURYN Mining Chile - Press Release
28. June 30, 2014 Medinah Mining Chile Announces Acceptance of a Binding Framework Agreement - Press Release
29. June 30, 2014 Shareholder Update - Press Release
30. June 10, 2014 Shareholder Update - Press Release
31. May 30, 2014 Shareholder Update - Press Release
32. May 13, 2014 Shareholder Update - Press Release
33. April 25, 2014 Shareholder Update News Release - Press Release
34. April 21, 2014 Shareholder Update - April 20, 2014 - Press Release
35. April 15, 2014 Shareholder Update - April 14, 2014 - Press Release
36. April 8, 2014 Shareholder Update - Press Release
37. February 25, 2014 Shareholder Update - Press Release
38. February 3, 2014 Shareholder Update - February 1, 2014 - Press Release
39. October 18, 2013 Shareholder Update - Press Release
40. October 7, 2013 Shareholder Update - Press Release
41. October 7, 2013 Certified Translation of Oct 1 Modification_ENG_SCAN - Press Release
42. October 3, 2013 Shareholder Update - Press Release
43. October 3, 2013 Modifications to Purchase Exchange Spanish Contract - Press Release

We have reviewed the Annual Report. In our opinion, the Annual Report (i) constitutes “adequate public information” concerning (a) the Common Stock issued by the Company (the “Securities”) and (b) the Issuer, and “is available” within the meaning of Rule 144(c)(2) promulgated under the Securities Act of 1933, as amended (the “Securities Act”), (ii) includes all of the information that a broker-dealer would be required to obtain from the Issuer to publish a quotation for the Securities under Rule 15c2-11 promulgated under the Securities Exchange Act of 1934, as amended (the “Exchange Act”), (iii) appears on its face to comply as to form with the OTC Markets Group's OTC Pink Disclosure Guidelines, which are located on the Internet at www.otcmarkets.com, and (iv) has been posted through the OTC Disclosure and News Service.

As to the specific information requests of the Guidelines, we note the following:

1. Scott L. Jensen, PC, was responsible for the preparation of the unaudited financial statements for the twelve month period ended December 31, 2014, as included in, or attached as exhibits to, the Annual Report. Scott L. Jensen is a CPA with forty years of experience in reporting and disclosure requirements for public companies and is knowledgeable regarding GAAP standards, as well as state and federal securities laws. The accounting firm is located at 2853 Naniloa Circle, Holladay, Utah, 84117.

2. The Company's Transfer Agent is American Registrar & Transfer Co., located at 342 East 900 South, Salt Lake City, Utah, 84111. We understand that American Registrar & Transfer Co. holds itself out as being registered with the U.S. Securities and Exchange Commission. The number of shares of the Issuer's Common Stock outstanding, and Preferred Stock outstanding, as of each of the relevant dates was obtained from the transfer agent, which is by contract charged with keeping the records of the Company's Common Stock and Preferred Stock.

3. Counsel confirms that the undersigned has met with the Officers of the Company, and a majority of its Directors, reviewed the Annual Report published by the Issuer through the OTC Disclosure and News Service (except for any financial or statistical data included therein, as to which we express no opinion or view), and discussed the Annual Report with the Officers of the Issuer and a majority of its Directors.

4. To the best knowledge of counsel, after inquiry of management and the directors of the Issuer, there are no known threatened legal proceedings against the Issuer and no known defaults on senior securities other than those disclosed in the posted Annual Report.

5. To the best knowledge of counsel, after inquiry of management and the directors of the Issuer, neither the Issuer, nor any holder of 5% or more of the Securities, nor counsel is currently under investigation by any federal or state regulatory authority for any violation of federal or state securities laws.

These opinions are furnished solely for the benefit of the addressee, and may not be used by any other party or for any other purpose.

The opinions expressed in this letter are limited to the matters set forth in this letter, and no other opinions should be inferred beyond the matters expressly stated. Furthermore, we disclaim any responsibility to update this opinion after the date hereof.

No person other than the OTC Markets Group is entitled to rely on this letter, but the OTC Markets Group is granted full and complete permission and rights to publish this letter through the OTC Disclosure and News Service for viewing by the public and regulators.

Sincerely,



Robert C. Hackney