McCarthy Tétrault LLP
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mccarthy tétrault

June 12, 2014

VIA SEDAR

British Columbia Securities Commission
Alberta Securities Commission
Financial and Consumer Affairs Authority of Saskatchewan, Securities Division
The Manitoba Securities Commission
Ontario Securities Commission
New Brunswick Financial and Consumer Services Commission
Nova Scotia Securities Commission

(collectively, the "**Securities Commissions**")

Dear Sirs/Mesdames:

Re: Madalena Energy Inc. (the "Corporation") – Final Short Form Prospectus

We refer to the final short form prospectus of the Corporation dated June 12, 2014 (the "**Prospectus**").

We hereby consent to the references to our firm name on page (iii) and under the headings "*Interest of Experts*" and "*Certain Canadian Federal Income Tax Considerations*" in the Prospectus and to the reference to our opinion under the heading "*Certain Canadian Federal Income Tax Considerations*".

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

Yours very truly,

McCarthy Tétrault LLP

(signed) *"McCarthy Tétrault LLP"*