

September 29, 2015

VIA SEDAR

Alberta Securities Commission
British Columbia Securities Commission
Saskatchewan Financial and Consumer Affairs Authority
The Manitoba Securities Commission
Ontario Securities Commission
Autorité des marchés financiers
New Brunswick Financial and Consumer Services Commission
Nova Scotia Securities Commission
Superintendent of Securities, Prince Edward Island
Superintendent of Securities, Newfoundland and Labrador

Ladies and Gentlemen:

Re: Canadian Oil Sands Limited – Prospectus Supplement dated September 29, 2015

We refer to the prospectus supplement dated September 29, 2015 (the "Prospectus Supplement") of Canadian Oil Sands Limited (the "Corporation") relating to the offering of up to \$2,500,000,000 aggregate principal amount of medium term notes of the Corporation.

We consent to the references to our firm name in the Prospectus Supplement, on the cover page thereof and under the headings "Certain Canadian Federal Income Tax Considerations", "Eligibility for Investment" and "Legal Matters" therein, and to our opinions set out therein under the headings "Certain Canadian Federal Income Tax Considerations" and "Eligibility for Investment".

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

Yours truly,

BENNETT JONES LLP

(signed) "*Bennett Jones LLP*"