

February 10, 2010

VIA SEDAR

British Columbia Securities Commission
Alberta Securities Commission
Manitoba Securities Commission
Ontario Securities Commission

Dear Sirs and Mesdames:

**Re: IVANHOE ENERGY INC. (the “Corporation”)
Short Form Prospectus dated February 10, 2010 (the “Prospectus”)**

We hereby consent to the reference to our name on the face page of the Prospectus and in the sections entitled “Legal Matters” and “Interests of Experts” contained in the Prospectus.

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 in the Prospectus pertaining to legal matters within our knowledge as a result of the services that we performed in connection with the disclosure in the Prospectus respecting legal matters.

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,

“Goodmans”

GOODMANS