

January 16, 2014

To: British Columbia Securities Commission
Alberta Securities Commission
Saskatchewan Financial Services Commission
The Manitoba Securities Commission
Ontario Securities Commission
Autorité des marchés financiers
New Brunswick Securities Commission
Nova Scotia Securities Commission
Superintendent of Securities, Prince Edward Island
Superintendent of Securities, Newfoundland and Labrador
Superintendent of Securities, Yukon
Superintendent of Securities, Northwest Territories
Superintendent of Securities, Nunavut

Dear Sirs/Mesdames:

**Re: Chemtrade Logistics Income Fund
Short Form Prospectus dated January 16, 2014 (the "Prospectus")**

We hereby consent to the reference to our name on the inside cover page and under the heading "Interest of Experts" and to the reference to our name and to the use of our opinions under the headings "Eligibility for Investment", "Certain Canadian Federal Income Tax Considerations" and "Certain U.S. Federal Income Tax Considerations" in the Prospectus relating to the offering of up to 15,800,000 Subscription Receipts of Chemtrade Logistics Income Fund.

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 opinions or that are within our knowledge as a result of services we performed in connection with such opinions.

This letter is delivered to the addressees pursuant to the requirements of Section 4.2(a)(vii) of National Instrument 44-101 and is not to be used or relied upon for any other purpose.

Yours truly,

"Torys LLP"