



**Fraser Milner Casgrain LLP**

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July 4, 2012

Ontario Securities Commission (Principal Regulator)  
British Columbia Securities Commission  
Alberta Securities Commission  
Saskatchewan Financial Services Commission  
Manitoba Securities Commission  
New Brunswick Securities Commission  
Nova Scotia Securities Commission

Sirs/Mesdames,

**RE: Short Form Prospectus of Marengo Mining Limited**

We refer to the short form prospectus dated July 4, 2012 (the "Prospectus") of Marengo Mining Limited.

We hereby consent to the use of our name on the cover page of the Prospectus and under the headings "Interest of Experts" and "Enforceability of Foreign Judgments" and to the use of our name and reference to our opinion under the headings "Eligibility for Investment" and "Certain Canadian Federal Income Tax Considerations" in the Prospectus.

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

This letter is solely for the information of the addressees named herein and is not to be used, quoted or referred to in whole or in part in any document, nor is it to be published, circulated or furnished in whole or in part to any other person or company, nor should it be relied upon by any other person.

Yours truly,

*(signed) Fraser Milner Casgrain LLP*