



Fraser Milner Casgrain LLP

100 King Street West, Suite 3900
1 First Canadian Place
Toronto, ON, Canada M5X 1B2

MAIN 416 863 4511

FAX 416 863 4592

January 17, 2011
(By SEDAR)

British Columbia Securities Commission
Alberta Securities Commission
Saskatchewan Securities Commission
Manitoba Securities Commission
Ontario Securities Commission
New Brunswick Securities Commission
Nova Scotia Securities Commission
Prince Edward Island Securities Office
Securities Commission of Newfoundland and Labrador
Government of the Northwest Territories

Dear Sirs/Mesdames:

**Subject: Sandstorm Metals & Energy Ltd.
Consent of Solicitor filed pursuant to National Instrument 41-101**

We refer to the final prospectus dated January 17, 2011 (the "Prospectus") of Sandstorm Metals & Energy Ltd. and hereby consent to the reference to our name under the heading "Experts" and to the reference to our name and the use of our opinion under the headings "Eligibility for Investment" and "Certain Canadian Federal Income Tax Considerations" in the Prospectus.

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 opinion or within our knowledge as a result of the services performed by us in connection with our opinion.

This letter is solely for the information of the addressees and is not to be used, quoted from or referenced to in whole or in part in any documents, nor is it to generally disseminated, circulated or furnished in whole or in part in to any other person or company, nor should it be relied on by any other person.

Yours truly,

(signed) Fraser Milner Casgrain LLP

FRASER MILNER CASGRAIN LLP