

Osler, Hoskin & Harcourt LLP
Box 50, 1 First Canadian Place
Toronto, Ontario, Canada M5X 1B8
416.362.2111 MAIN
416.862.6666 FACSIMILE

OSLER

Toronto

August 10, 2022

Montréal

Calgary

FILED BY SEDAR

Ottawa

TO: Ontario Securities Commission, as Principal Regulator

Vancouver

AND TO: Alberta Securities Commission
British Columbia Securities Commission
Financial and Consumer Affairs Authority of Saskatchewan
The Manitoba Securities Commission
Autorité des marchés financiers
Financial and Consumer Services Commission, New Brunswick
Nova Scotia Securities Commission
Office of the Superintendent of Securities, Prince Edward Island
Office of the Superintendent of Securities, Service Newfoundland and Labrador
Office of the Yukon Superintendent of Securities
Office of the Superintendent, Nunavut Securities Office
Office of the Superintendent of Securities, Northwest Territories

New York

Dear Sirs/Mesdames:

Sustainable Power & Infrastructure Split Corp. (the “Issuer”)

We refer you to the prospectus supplement dated August 10, 2022 (the “Prospectus Supplement”) to the short form base shelf prospectus dated April 28, 2022 of the Issuer. In the Prospectus Supplement, reference is made to this firm on the face page, under the heading “Interest of Experts” and to the opinions of this firm under the headings “Eligibility for Investment” and “Canadian Federal Income Tax Considerations”. We hereby consent to being named in the Prospectus Supplement and to the use of our opinions.

We also confirm that we have read the Prospectus Supplement and that we have no reason to believe that there are any misrepresentations in the information contained in it that are: (i) derived from our opinion referred to above, or (ii) within our knowledge as a result of services we performed in connection with our opinion referred to above.

Yours very truly,

“Osler, Hoskin & Harcourt LLP”