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December 17, 2018

**VIA SEDAR**

Ontario Securities Commission, as principal regulator  
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  
Superintendent of Securities, Prince Edward Island  
Superintendent of Securities, Newfoundland and Labrador

**RE: Algonquin Power & Utilities Corp. (the “Corporation”)**  
**Re: Prospectus Supplement dated December 17, 2018**

Dear Sirs / Mesdames:

We refer to the prospectus supplement dated December 17, 2018 (the “**Prospectus Supplement**”) to a short form base shelf prospectus of the Corporation dated September 18, 2018, relating to a distribution of common shares in the capital of the Corporation.

We hereby consent to the reference to our name and inclusion of our advice under the heading “Enforcement of Certain Civil Liabilities” and the reference to our name under the heading “Interests of Experts” in the Prospectus Supplement.

We confirm that we have read the Prospectus Supplement and that we have no reason to believe that there are any misrepresentations (as defined in the *Securities Act* (Ontario)) in the information contained in the Prospectus Supplement that are derived from our advice referred to above or that are within our knowledge as a result of services we performed in connection with the preparation of such advice.

Yours very truly,

(signed) “*Blake, Cassels & Graydon LLP*”