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October 10, 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 October 10, 2018

Dear Sirs / Mesdames:

We refer to the prospectus supplement dated October 10, 2018 (the “**Prospectus Supplement**”) to a short form base shelf prospectus of the Corporation dated September 18, 2018, relating to a distribution of U.S.\$250,000,000 principal amount of unsecured subordinated notes of the Corporation.

We hereby consent to the reference to our name and inclusion of our advice under the headings “Risk Factors” and “Enforcement of Certain Civil Liabilities”, the reference to our name and inclusion of our opinion under the heading “Certain Canadian Federal Income Tax Considerations” 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*”