



Bennett Jones

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July 10, 2020

Ontario Securities Commission, as principal regulator
British Columbia Securities Commission
Alberta 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, Newfoundland and Labrador
Office of the Superintendent of Securities, Prince Edward Island

Dear Sirs/Mesdames:

Re: Algonquin Power & Utilities Corp. (the "Corporation") – prospectus supplement dated July 10, 2020 to a short form base shelf prospectus dated April 3, 2020

We refer to the prospectus supplement dated July 10, 2020 (the "**Prospectus Supplement**") to the short form base shelf prospectus of the Corporation dated April 3, 2020, relating to an underwritten distribution of common shares in the capital of the Corporation.

We hereby consent to the reference to our firm name on the cover pages and under the heading "Interests of Experts" and to the reference to our firm name and to our opinions under the headings "Certain Canadian Federal Income Tax Considerations" and "Eligibility for Investment" in the Prospectus Supplement.

We confirm that we have read the Prospectus Supplement and all information specifically incorporated by reference therein and have no reason to believe that there are any misrepresentations in the information contained therein that are derived from our opinions referred to therein or that are within our knowledge as a result of the services we performed in connection with the preparation of such opinions.

Yours very truly,

BENNETT JONES LLP

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