



Blake, Cassels & Graydon LLP
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November 18, 2021

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
Office of the Superintendent of Securities, Prince Edward Island
Office of the Superintendent of Securities Service Newfoundland and Labrador
Office of the Superintendent of Securities, Northwest Territories
Office of the Yukon Superintendent of Securities
Nunavut Securities Office

RE: Algonquin Power & Utilities Corp.

Re: Short Form Base Shelf Prospectus dated November 18, 2021

Dear Sirs / Mesdames:

In connection with the filing by Algonquin Power & Utilities Corp. (the “**Corporation**”) of a final short form base shelf prospectus dated November 18, 2021 (the “**Prospectus**”) qualifying the issuance of up to US\$4,000,000,000 aggregate principal amount of unsecured debt securities, subscription receipts, preferred shares, common shares, warrants, share purchase contracts, share purchase or equity units and units, we hereby consent to the reference to our name and inclusion of our advice under the heading “Enforcement of Certain Civil Liabilities” and to the reference to our name under the heading “Legal Matters” in the Prospectus.

We confirm that we have read the Prospectus 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 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*”