

November 12, 2021

VIA SEDAR

Ontario Securities Commission, as Principal Regulator

RE: Algonquin Power & Utilities Corp.
Re: Preliminary Short Form Base Shelf Prospectus
Re: Qualification Certificate

Dear Sirs/Mesdames:

In connection with the filing of a preliminary short form base shelf prospectus of Algonquin Power & Utilities Corp. (the “**Corporation**”) dated November 12, 2021, and in accordance with Section 4.1(1)(a)(ii) of National Instrument 44-101 - *Short Form Prospectus Distributions* (“**NI 44-101**”) and Section 2.2(1) of National Instrument 44-102 – *Shelf Distributions* (“**NI 44-102**”), the Corporation hereby:

- (A) advises that it is qualified to file a prospectus in the form of a short form base shelf prospectus pursuant to Section 2.2 of NI 44-101 and Section 2.2(1) of NI 44-102; and
- (B) (I) certifies that all of the qualification criteria in Section 2.2 of NI 44-101 and Section 2.2(1) of NI 44-102 have been satisfied; and
- (II) all of the material incorporated by reference in the preliminary short form base shelf prospectus and not previously filed is being filed with the preliminary short form base shelf prospectus.

Yours truly,

ALGONQUIN POWER & UTILITIES CORP.

By: (signed) “Arthur Kacprzak”
Name: Arthur Kacprzak
Title: Chief Financial Officer