APUC Investor Presentation

May 2019

All dollar amounts presented in U.S. $ unless otherwise noted.
FORWARD-LOOKING STATEMENTS DISCLAIMER

Certain written and oral statements contained or made in this presentation and discussion are forward-looking within the meaning of applicable securities laws and reflect the views of Algonquin Power & Utilities Corp. (“APUC” or the “Company”) with respect to future events, based upon assumptions relating to, among others, the performance of the Company’s assets and business, and the financial and regulatory climates in which it operates. These forward-looking statements include, among others, statements with respect to the expected performance of the Company, its development projects, its future plans, the closing of its previously-announced acquisitions, its capital expenditure plans, and its dividends to shareholders.

Since forward-looking statements relate to future events and conditions, by their very nature they require us to make assumptions and involve inherent risks and uncertainties. We caution that although we believe our assumptions are reasonable in the circumstances, these risks and uncertainties give rise to the possibility that our actual results may differ materially from the expectations set out in the forward-looking statements. Material risk factors include those presented in the Company’s management discussion & analysis and annual information form. Given these risks, undue reliance should not be placed on forward-looking statements, which apply only as of their dates. Except as required by law, the Company undertakes no obligation to update or revise any forward-looking statements, whether as a result of new information, future developments or otherwise.

NON-GAAP FINANCIAL MEASURES DISCLAIMER

The terms “adjusted net earnings”, “adjusted net earnings per share”, “earnings before interest, taxes, depreciation and amortization” (“EBITDA”), “adjusted EBITDA”, “adjusted funds from operations” (together the “Financial Measures”) are used in this presentation. The Financial Measures are not recognized measures under U.S. GAAP. There is no standardized measure of the Financial Measures, consequently APUC’s method of calculating these measures may differ from methods used by other companies and therefore they may not be comparable to similar measures presented by other companies. For a reconciliation of the Financial Measures used in the presentation to their corresponding U.S. GAAP measures, please see the Appendix - Non-GAAP Financial Measures beginning on page 20 of this presentation or in APUC’s most recent management discussion & analysis.
Overview – Algonquin Power & Utilities Corp.

- Regulated water, natural gas and electric utility services
- Emphasis on local approach to our key stakeholders:
  - Customers
  - Communities
  - Employees
  - Regulators

Multiple avenues for growth within 5-year, U.S. $7.5 B capital program

- Renewable and clean power development and operations
- Diverse, stable portfolio with long-term contracts
- Investment in sustainable sources of renewable energy
- Additional growth in International markets through Atlantica and AAGES

1. Represents combined gross generating capacity as of March 31, 2019.
Our Strategic Objective and Financial Expectations

Strategic Objective
To be a top quartile integrated utility as measured by:

Safety ♦ Customer Experience ♦ Employee Engagement ♦ Financial Performance ♦ Commitment to Sustainability

Financial Goals

- **Adj. EPS Growth**: >10% CAGR
- **Dividend Growth**: Industry Leading Dividend Growth
- **Credit Rating**: BBB

Avenues for Growth

- Regulated Utilities
- Contracted Power Generation
- Acquisitions
- Organic Growth
- Canada / United States
- International Markets
- Diversified Modalities
- Local Expansion

*Multi-strategy approach to delivering predictable, sustainable growth over the short, medium and long-term*
1. In Q1 2019, AAGES secured the winning bid for a high voltage transmission line project located in Uruguay.

2. APUC interest represented by proportional interest in Atlantica Yield.
### Liberty Utilities Offers Predictable Earnings and Growth

| **770,000** customers  
266,000 electric / 339,000 gas / 165,000 water | ▪ Stable, predictable earnings and return protection across diverse customer base  
▪ Core customer care competence |
| --- | --- |
| **2,200 +** employees | ▪ Skilled at managing complex projects  
▪ Deep operational expertise  
▪ Multiple franchise areas |
| **40** utilities  
13 U.S states, 1 CDN Province | ▪ Diversified regulatory jurisdictions  
▪ Efficient capital deployment  
▪ Regulatory relationship management |
| **U.S. $6.0 B** regulated utility assets | ▪ Excellent growth track record  
▪ Achieved 5-year CAGR of over 25%  
▪ Accretive acquisitions in supportive regulatory environments |

Includes pending St. Lawrence Gas and NB Gas acquisitions.
Diverse Set of Utility Investment Opportunities

Investment in resilient, safe, modern utility operations

- **Safety and Reliability** – U.S. $2.1 B
- **Grid Modernization** – U.S. $0.6 B
- **Customer Experience** – U.S. $0.4 B

**“C100” Initiative - CA**
U.S. $0.3 B
Path to 100% Renewable Energy

**“C100” Initiative** – CA

**“C100” Initiative** – CA
U.S. $0.3 B
Path to 100% Renewable Energy

**“C100” Initiative** – CA
U.S. $0.3 B
Path to 100% Renewable Energy

- **New Brunswick Gas - NB, Canada**
  U.S. $0.3 B
  Natural Gas utility acquisition

- **St. Lawrence Gas - NY**
  U.S. $0.1 B
  Natural Gas utility acquisition

- **Granite Bridge - NH**
  U.S. $0.4 B
  LNG pipeline and storage

- **Customer Savings Plan - MO and KA**
  U.S. $1.1 B
  Wind - 600 MW (3 projects)

- **Wataynikaneyap Transmission - ON, Canada**
  U.S. $0.1 B
  Electric transmission project

1. The New Brunswick Gas and St. Lawrence Gas acquisitions are expected to close in Q3 2019.

**U.S. $5.3 B of anticipated utility investment within next five years while maintaining competitive customer rates**
Recent Gas Utility Acquisitions Nearing Completion

New Brunswick Gas – NB, Canada
- High-quality utility serving three urban centers
- Currently serves approximately 12,000 customers
- Fully regulated with cost of service construct
- Pipeline infrastructure supports customer growth
- Closing expected in Q3 2019

St. Lawrence Gas – NY, USA
- 685 miles of mains/services
- Currently serves approximately 16,000 customers
- Water heater/conversion burner rental business
- Focus on accelerating natural gas fuel adoption
- Closing expected in Q3 2019

Both acquisitions expected to make earnings contributions in 2019
<table>
<thead>
<tr>
<th><strong>39</strong></th>
<th>Renewable and Clean Energy Facilities(^1)</th>
<th>Attractive returns and strong cash flow from renewable and clean energy generation sourced from water, wind, solar, and natural gas</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>Global</strong> foot print</td>
<td></td>
<td>Diverse generating fleet by both modality, geography and technology provides stable production profile</td>
</tr>
<tr>
<td><strong>1.5 GW</strong></td>
<td>Combined gross generating capacity(^1)</td>
<td>86% of generation under long term power purchase contracts with inflation escalators</td>
</tr>
<tr>
<td><strong>14 years</strong> average PPA length</td>
<td></td>
<td>Targeting unlevered after-tax IRRs of greater than 8%</td>
</tr>
</tbody>
</table>

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1. Facilities and capacity totals do not include development projects, or facilities owned by Atlantica Yield plc in which APUC owns a 41.5% equity interest as at the end of March 31, 2019.
Significant Pipeline of Renewable Energy Projects

Anticipated U.S. $1.7 B in North American development initiatives within next five years

1. All information as of December 31, 2018.
Driving Long-Term Value Through Renewables Growth

Value of Production Tax Credits (PTC) part of value ‘stack’ for U.S. wind investments

- Self monetized PTCs directly drive Algonquin future earnings and cash through a continued reduction of current income taxes
- When 3rd party tax equity solicited, Algonquin receives all the cash up front, and future earnings reflect PTC value in the form of continuing HLBV\(^1\) income

Long-term forward power prices in Algonquin targeted markets forecast to rise over next 10 years, reflective of the following drivers:

- Significant legacy coal retirement and modest (0.7%) load growth driving need for new generation
- Combination of wind, solar and natural gas facilities forecast to replace retiring baseload facilities - future market rates to be set by rising natural gas prices (due to higher demand)
- New wind generation will be bid into the market at fully burdened cost (no PTC driven negative pricing)

*Rise in long-term energy rates expected to offset decline in PTCs/HLBV income*
Long-Term Economics of U.S. Wind Projects

MISO IL Hub - Forward Price Forecast

<table>
<thead>
<tr>
<th>Year</th>
<th>2021</th>
<th>2022</th>
<th>2023</th>
<th>2024</th>
<th>2025</th>
<th>2026</th>
<th>2027</th>
<th>2028</th>
<th>2029</th>
<th>2030</th>
<th>2031</th>
<th>2032</th>
</tr>
</thead>
<tbody>
<tr>
<td>Value ($/MW-hr)</td>
<td>51.0</td>
<td>59.0</td>
<td>1.2</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>


Expected Power Pricing – Core Markets

<table>
<thead>
<tr>
<th>Market</th>
<th>2021-2030</th>
<th>2031-2040</th>
<th>Ratio</th>
</tr>
</thead>
<tbody>
<tr>
<td>MISO IL Hub</td>
<td>$51.0</td>
<td>$59.0</td>
<td>1.2</td>
</tr>
<tr>
<td>ERCOT North</td>
<td>$48.1</td>
<td>$58.2</td>
<td>1.2</td>
</tr>
<tr>
<td>CAISO NP15</td>
<td>$73.4</td>
<td>$72.3</td>
<td>1.0</td>
</tr>
<tr>
<td>PJM PA</td>
<td>$63.8</td>
<td>$58.3</td>
<td>0.9</td>
</tr>
</tbody>
</table>

AQN forecast using third party forward price curves

- Forward price forecasts in targeted power markets anticipate rising power prices
- Long term, phase out of HLBV income/PTC monetization is expected to be offset by rising power prices

Rise in long-term energy rates expected to offset decline in PTCs/HLBV income
International Development Focus

Measured growth

- Clean energy, transmission and water infrastructure
- Opportunity generation through response to tenders and pursuit of greenfield development

Opportunities related to renewables, electric transmission, and water infrastructure

- **Renewables** - Development teams in Spain, Peru and Colombia. Leveraging the extensive footprint of existing assets
- **Electric transmission** - Recently secured winning bid for 80 km, HV transmission line in Uruguay
- **Water infrastructure** - AAGES has experienced team of former Abengoa water experts

U.S. $0.5 B of anticipated International growth investment

- Includes U.S. $0.2 B commitment for development of first AAGES project - ATN 3 by AAGES

Desalination  Wastewater  Water Treatment  Electric Transmission

New markets increase available opportunities and growth trajectory
Compelling Long-Term Growth

Offering a strong, visible and conservative growth plan through 2023
Demonstrated Track Record Common Share Dividend Growth

Robust growth model

- Earnings per share growth of >10% supports targeted annual dividend increase
- APUC’s dual-listing on TSX/NYSE provides strong access to N.A. capital markets
- APUC is part of the S&P/TSX Canadian Dividend Aristocrats Index

Diversified, conservative business platform

- Long-term investment grade BBB fixed rate debt financing
- Large proportion of earnings from regulated utility operations
- Reduced commodity price exposure through inflation indexed long-term PPAs

U.S. $0.5640
Annual common share dividend

- 2009: $0.20
- 2010: $0.20
- 2011: $0.20
- 2012: $0.30
- 2013: $0.30
- 2014: $0.30
- 2015: $0.40
- 2016: $0.40
- 2017: $0.50
- 2018: $0.50

1. Annualized using Q2/2019 dividend rate. For further information on APUC’s dividend policy, see APUC’s most recent annual information form.
High degree of financial flexibility to execute on growth plans

- Relatively low payout ratio provides significant internally-generated cash flows
- Premium dividend reinvestment program and tax equity provide additional sources of capital
- Capital access further strengthened through recent introduction of ATM and hybrid debt
Investment Grade Capital Structure

<table>
<thead>
<tr>
<th></th>
<th>As of Mar 31, 2019¹</th>
</tr>
</thead>
<tbody>
<tr>
<td>Long-term debt</td>
<td>3,031 41%</td>
</tr>
<tr>
<td>Preferred shares / Sub. Notes¹</td>
<td>805 11%</td>
</tr>
<tr>
<td>Equity</td>
<td>3,548 48%</td>
</tr>
<tr>
<td><strong>Total capitalization</strong></td>
<td><strong>7,384 100%</strong></td>
</tr>
</tbody>
</table>

- APUC has strong access to debt capital markets in both Canada and the U.S.
- Issued U.S. $637.5 million of Subordinated Notes and U.S. $184.3 million of Preferred Shares
- Capital structure has room for over U.S. $1.1 billion of preferred shares/subordinated notes

Liberty Power Bond Platform

- **Canadian public style bond platform**
- **C$950 M senior unsecured bonds I/O**
- Investment-grade credit ratings:
  - S&P: BBB / DBRS: BBB / Fitch: BBB

Liberty Utilities Bond Platform

- U.S. private placement market
- U.S. $1,225 M senior unsecured bonds I/O
- Investment-grade credit ratings:
  - S&P: BBB / DBRS²: BBB (high) / Fitch: BBB

Highly committed to maintaining investment-grade capital structure

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1. Includes $350 M subordinated notes issued subsequent to March 31, 2019.
2. Issuer rating for Liberty Utilities Finance GP1.
Algonquin Power & Utilities Corp. – Why Invest?

- Long-term contracted cash flows and regulated utility earnings
- Significant forecast growth from commercially secured pipeline
- Diverse operations result in stable earnings profile

- Annual dividend increases for eight consecutive years
- Current annual dividend of U.S. $0.5640¹, paid quarterly
- Industry-leading dividend growth

- Line-of-sight on U.S. $7.5 B of growth over next five years
- New pathways to international growth
- Maintaining valuable business and technology mix

- Investment grade capital structure
- Long-term corporate commitment to Sustainability
- Dedicated enterprise risk management and internal audit functions

- Thirty years of power generation development and utility expertise
- Entrepreneurial roots are core to the corporate culture
- Growing team with experienced talent

¹ Annualized using Q2 2019 dividend rate. For further information on APUC's dividend policy, see APUC's most recent annual information form.
## Financial Performance – Full-Year 2018

<table>
<thead>
<tr>
<th></th>
<th>2018</th>
<th>2017</th>
<th>Variance</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>Revenue</strong></td>
<td>1,647.4</td>
<td>1,521.9</td>
<td>8%</td>
</tr>
<tr>
<td><strong>Net earnings attributable to shareholders</strong></td>
<td>185.0</td>
<td>149.5</td>
<td>24%</td>
</tr>
<tr>
<td><strong>Per share</strong></td>
<td>0.38</td>
<td>0.37</td>
<td>3%</td>
</tr>
<tr>
<td><strong>Adjusted net earnings</strong></td>
<td>312.2</td>
<td>225.0</td>
<td>39%</td>
</tr>
<tr>
<td><strong>Per share</strong></td>
<td>0.66</td>
<td>0.57</td>
<td>16%</td>
</tr>
<tr>
<td><strong>Adjusted EBITDA</strong></td>
<td>803.3</td>
<td>689.4</td>
<td>17%</td>
</tr>
<tr>
<td><strong>Adjusted Funds from Operations</strong></td>
<td>554.1</td>
<td>477.1</td>
<td>16%</td>
</tr>
<tr>
<td><strong>Dividend per share</strong></td>
<td>0.5011</td>
<td>0.4660</td>
<td>8%</td>
</tr>
</tbody>
</table>

All figures are in USD millions except per share data.

1. Please see Disclaimer on Non-GAAP Financial Measures on page 2 of this presentation, and the Appendix for Reconciliation of non-GAAP Financial Measures.
Commitment to Sustainability and Risk Management

Sustainability is strongly aligned with APUC’s core values
- APUC Sustainability Policy aligned with UN Sustainable Development Goals
- Enterprise-wide sustainability framework and strategy being developed
- Documentation and stakeholder communication of APUC’s existing sustainable business practices and track record underway
- Establishing longer-term corporate sustainability goals and performance metrics
- Ten-year track record of reporting under the Carbon Disclosure Project (CDP)

Enterprise risk management culture
- Dedicated, cross-functional/cross-regional enterprise risk management (“ERM”) team
- Executive oversight of top risks and effectiveness of ERM program

Key ERM program initiatives have been established
- Integration with strategic planning and budgeting processes
- Risk mitigation plans required for top enterprise risks
- Fostering risk awareness culture throughout the enterprise
**Non-GAAP Financial Measures**

**Reconciliation of Adjusted EBITDA to Net Earnings**

The following table is derived from and should be read in conjunction with the consolidated statement of operations. This supplementary disclosure is intended to more fully explain disclosures related to Adjusted EBITDA and provides additional information related to the operating performance of APUC. Investors are cautioned that this measure should not be construed as an alternative to U.S. GAAP consolidated net earnings.

<table>
<thead>
<tr>
<th>(all dollar amounts in U.S. $ millions)</th>
<th>Three Months Ended March 31</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td>2019</td>
</tr>
<tr>
<td>Net earnings attributable to shareholders</td>
<td>$86.4</td>
</tr>
<tr>
<td>Add (deduct):</td>
<td></td>
</tr>
<tr>
<td>Net earnings attributable to non-controlling interest, exclusive of HLBV</td>
<td>7.6</td>
</tr>
<tr>
<td>Income tax expense</td>
<td>14.8</td>
</tr>
<tr>
<td>Interest expense on long-term debt and others</td>
<td>42.6</td>
</tr>
<tr>
<td>Other losses (gains)</td>
<td>0.6</td>
</tr>
<tr>
<td>Acquisition-related costs</td>
<td>1.9</td>
</tr>
<tr>
<td>Pension and post-employment non-service costs</td>
<td>1.3</td>
</tr>
<tr>
<td>Change in value of investment in Atlantica carried at fair value</td>
<td>5.8</td>
</tr>
<tr>
<td>Loss on derivative financial instruments</td>
<td>0.2</td>
</tr>
<tr>
<td>Realized loss on energy derivative contracts</td>
<td>(0.2)</td>
</tr>
<tr>
<td>Loss (gain) on foreign exchange</td>
<td>(0.5)</td>
</tr>
<tr>
<td>Depreciation and amortization</td>
<td>71.0</td>
</tr>
<tr>
<td><strong>Adjusted EBITDA</strong></td>
<td><strong>$231.5</strong></td>
</tr>
</tbody>
</table>
Non-GAAP Financial Measures

Reconciliation of Adjusted Net Earnings to Net Earnings

The following table is derived from and should be read in conjunction with the consolidated statement of operations. This supplementary disclosure is intended to more fully explain disclosures related to Adjusted Net Earnings and provides additional information related to the operating performance of APUC. Investors are cautioned that this measure should not be construed as an alternative to consolidated net earnings in accordance with U.S. GAAP.

The following table shows the reconciliation of net earnings to Adjusted Net Earnings exclusive of these items:

<table>
<thead>
<tr>
<th>(all dollar amounts in U.S. $ millions, except per share data)</th>
<th>Three Months Ended March 31</th>
</tr>
</thead>
<tbody>
<tr>
<td>Net earnings attributable to shareholders</td>
<td>$86.4</td>
</tr>
<tr>
<td>Add (deduct):</td>
<td></td>
</tr>
<tr>
<td>Loss on derivative financial instruments</td>
<td>0.2</td>
</tr>
<tr>
<td>Realized loss on energy derivative contracts</td>
<td>(0.2)</td>
</tr>
<tr>
<td>Loss (gain) on long-lived assets, net</td>
<td>0.2</td>
</tr>
<tr>
<td>Loss (gain) on foreign exchange</td>
<td>(0.5)</td>
</tr>
<tr>
<td>Acquisition-related costs</td>
<td>1.9</td>
</tr>
<tr>
<td>Change in value of investment in Atlantica carried at fair value</td>
<td>5.8</td>
</tr>
<tr>
<td>Adjustment for taxes related to above</td>
<td>—</td>
</tr>
<tr>
<td>Adjusted Net Earnings</td>
<td>$93.8</td>
</tr>
<tr>
<td>Adjusted Net Earnings per share¹</td>
<td>$0.19</td>
</tr>
</tbody>
</table>

1. Per share amount calculated after preferred share dividends and excluding subscription receipts issued for projects or acquisitions not reflected in earnings.
Non-GAAP Financial Measures

Reconciliation of Adjusted Funds from Operations to Cash Flows from Operating Activities

The following table is derived from and should be read in conjunction with the consolidated statement of operations and consolidated statement of cash flows. This supplementary disclosure is intended to more fully explain disclosures related to Adjusted Funds from Operations and provides additional information related to the operating performance of APUC. Investors are cautioned that this measure should not be construed as an alternative to funds from operations in accordance with U.S. GAAP.

The following table shows the reconciliation of cash flows from operating activities to Adjusted Funds from Operations exclusive of these items:

<table>
<thead>
<tr>
<th>(all dollar amounts in U.S. $ millions)</th>
<th>Three Months Ended</th>
<th>March 31</th>
</tr>
</thead>
<tbody>
<tr>
<td>Cash flows from operating activities</td>
<td>$122.1</td>
<td>$97.0</td>
</tr>
<tr>
<td>Add (deduct):</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Changes in non-cash operating items</td>
<td>45.9</td>
<td>63.0</td>
</tr>
<tr>
<td>Production based cash contributions from non-controlling interests</td>
<td>3.6</td>
<td>11.3</td>
</tr>
<tr>
<td>Acquisition-related costs</td>
<td>1.9</td>
<td>7.6</td>
</tr>
<tr>
<td>Reimbursement of operating expenses incurred on joint venture</td>
<td>—</td>
<td>1.0</td>
</tr>
<tr>
<td><strong>Adjusted Funds from Operations</strong></td>
<td><strong>$173.5</strong></td>
<td><strong>$179.9</strong></td>
</tr>
</tbody>
</table>

1. Per share amount calculated after preferred share dividends and excluding subscription receipts issued for projects or acquisitions not reflected in earnings.
Contact Information

Ian Robertson
Chief Executive Officer

David Bronicheski
Chief Financial Officer

Investor Relations
Tel: 905-465-4500
Email: Investorrelations@apucorp.com

Corporate Information

Head Office
Oakville, ON

Common Share Symbol
TSX/NYSE: AQN

Subordinated Notes Symbol
NYSE: AQNA

Preferred Share Symbols
TSX: AQN.PR.A, AQN.PR.D

Shares Outstanding*
492,928,746

Share Price*
U.S.$11.66

Market Capitalization
U.S.$5.7 B

Dividend**
U.S.$0.5640 per share annually

* Shares outstanding as of April 30, 2019 and price (NYSE) as of May 17, 2019.
** Annualized using Q2 2019 dividend rate.