

STIKEMAN ELLIOTT

Stikeman Elliott LLP Barristers & Solicitors

4300 Bankers Hall West, 888-3rd Street S.W., Calgary, Canada T2P 5C5
Tel: (403) 266-9000 Fax: (403) 266-9034 www.stikeman.com

Direct: (403) 266-9000
Fax: (403) 266-9034

DELIVERED BY SEDAR

October 16, 2009

Alberta Securities Commission
British Columbia Securities Commission
Saskatchewan Financial Services Commission
The Manitoba Securities Commission
Ontario Securities Commission
New Brunswick Securities Commission

CONSENT

Dear Sirs:

Re: Newalta Inc.
Final Short Form Prospectus dated October 16, 2009

We refer to the final short form prospectus dated October 16, 2009 (the "**Prospectus**") of Newalta Inc. (the "**Corporation**") relating to the issuance and sale of common shares of the Corporation.

We hereby consent to the references to our firm name, and to the reference to our opinions, on the cover page of the Prospectus and under the headings "Eligibility for Investment" and "Legal Matters and Interest of Experts".

We confirm that we have read the Prospectus and have no reason to believe that there are any misrepresentations in the information contained in the Prospectus that is derived from our opinions referred to above or that is within our knowledge as a result of the services we provided in connection with such opinions.

This letter is solely for the information of the addressees set forth above in connection with the Prospectus and is not to be relied upon by any other party or for any other purpose.

Yours truly,

"Stikeman Elliott LLP"

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VANCOUVER
TORONTO
MONTREAL
OTTAWA
NEW YORK
LONDON
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