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January 27, 2017

VIA SEDAR

Alberta Securities Commission (as Principal Regulator under National Policy 11-202)

British Columbia Securities Commission

Financial and Consumer Affairs Authority of Saskatchewan

Manitoba Securities Commission

Ontario Securities Commission

Autorité des marchés financiers

Nova Scotia Securities Commission

Financial and Consumer Services Commission, New Brunswick

Office of the Superintendent of Securities, Prince Edward Island

Office of the Superintendent of Securities, Service Newfoundland and Labrador

RE: AltaGas Ltd. (the "Corporation") – Prospectus Supplement dated January 27, 2017 to Short Form Base Shelf Prospectus August 10, 2015

Dear Sirs/Mesdames:

We refer to the prospectus supplement of the Corporation dated January 27, 2017 (the "**Prospectus Supplement**") relating to the offering by the Corporation of up to 77,970,000 subscription receipts of the Corporation. The Prospectus Supplement is deemed to be incorporated by reference into the short form base shelf prospectus of the Corporation dated August 10, 2015.

We hereby consent to the references to our firm name in the Prospectus Supplement and to the use of our opinion on the face page of the Prospectus Supplement and under the headings "Eligibility for Investment" and "Certain Canadian Income Tax Considerations" in the Prospectus Supplement.

We confirm that we have read the Prospectus Supplement and have no reason to believe that there are any misrepresentations in the information contained in the Prospectus Supplement 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 such opinions.

Yours truly,

"Blake, Cassels & Graydon LLP"