



Renewable Energy.
Sustainable Development.

**News Release
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**INNERGEX ANNOUNCES A \$50 MILLION BOUGHT DEAL OFFERING
OF CUMULATIVE REDEEMABLE FIXED-RATE PREFERRED SHARES**

LONGUEUIL, Quebec, November 21, 2012 – Innergex Renewable Energy Inc. (TSX: INE) (“Innergex” or the “Corporation”) announces that it has entered into an agreement to issue, on a bought deal basis, to a syndicate of underwriters co-led by TD Securities Inc., National Bank Financial Inc. and BMO Capital Markets for distribution to the public, 2,000,000 Cumulative Redeemable Fixed-Rate Preferred Shares Series C (the “Series C Shares”). The Series C Shares will be issued at a price of \$25.00 per Series C Share, for aggregate gross proceeds of \$50,000,000. The underwriters will have an option to purchase up to an additional 300,000 Series C Shares from Innergex at a price of \$25.00 per Series C Share, exercisable in whole or in part at any time for a period of up to 30 days following closing of the offering, which, if exercised in full, would increase the gross offering size to \$57,500,000.

These funds will be used to repay a portion of the Corporation’s revolving term credit facility and for general corporate purposes.

Holders of the Series C Shares will be entitled to receive, as and when declared by the Board of Directors of Innergex, a cumulative quarterly fixed dividend yielding 5.75% annually. The Series C Shares will not be redeemable prior to January 15, 2018. On and after January 15, 2018 on not more than 60 nor less than 30 days’ notice, Innergex may, at its option, redeem all or from time to time any of the then outstanding Series C Shares upon payment in cash for each share so redeemed of an amount equal to \$26.00 per share if redeemed on or prior to January 15, 2019; at \$25.75 if redeemed thereafter and on or prior to January 15, 2020; at \$25.50 if redeemed thereafter and on or prior to January 15, 2021; at \$25.25 if redeemed thereafter and on or prior to January 15, 2022; and at \$25.00 per share if redeemed thereafter; together, in each case, with all accrued and unpaid dividends to the date fixed for redemption. The Series C Shares will rank *pari passu* with all other series of preferred shares and in priority to common shares as to the payment of dividends and the distribution of assets on dissolution, liquidation, or wind-up.

The Series C Shares will be offered for sale to the public in each of the provinces of Canada pursuant to a short form prospectus to be filed with Canadian securities regulatory authorities. The offering of Series C Shares is expected to close on December 11, 2012, subject to regulatory approvals and other customary closing conditions.

About Innergex Renewable Energy Inc.

Innergex Renewable Energy Inc. (TSX: INE) is a leading Canadian independent renewable power producer. Active since 1990, the Corporation develops, owns, and operates run-of-river hydroelectric facilities, wind farms, and solar photovoltaic farms and carries out its operations in Quebec, Ontario, British Columbia, and Idaho, USA. Its portfolio of assets currently consists of: (i) interests in 28 operating facilities with an aggregate net installed capacity of 577 MW (gross 1,031 MW), including 22 hydroelectric operating facilities, five wind farms, and one solar photovoltaic farm; (ii) interests in eight projects under development or under construction with an aggregate net installed capacity of 188 MW (gross 263 MW), for which power purchase agreements have been secured; and (iii) prospective projects with an aggregate net capacity totaling 2,904 MW (gross 3,127 MW). Innergex Renewable Energy Inc. is rated BBB- by S&P and BBB (low) by DBRS.

The Corporation’s strategy for building shareholder value is to develop or acquire high-quality facilities generating sustainable cash flows and providing a high return on invested capital, and to distribute a stable dividend.

Forward-Looking Information Disclaimer

In order to inform shareholders and potential investors about the Corporation’s future prospects, this news release may contain forward-looking information within the meaning of securities legislation (“Forward-Looking Information”). Forward-Looking Information can generally be identified by the use of words and phrases, such as “about”, “approximate”, “potential”, “may”, “will”, “estimate”, “anticipate”, “plans”, “expects” or “does not expect,” “is expected,” “budget,” “scheduled,” “forecasts,” “intends” or “believes,” or variations of such words and phrases that state that certain events will occur.

The Forward-Looking Information includes forward-looking financial information or financial outlook, within the meaning of securities laws, such as use of funds, or impact on the Corporation's capital structure, to inform investors and shareholders of the potential financial impact of this bought deal financing of fixed-rate preferred shares; such information may not be appropriate for other purposes.

Forward-Looking Information represents, as of the date of this news release, the estimates, forecasts, projections, expectations, or opinions of the Corporation relating to future events or results. Forward-looking Information involves known and unknown risks, uncertainties and other important factors, which may cause the actual results or performance to be materially different from any future results or performance expressed or implied by the Forward Looking Information. The material risks and uncertainties which may cause the actual results and developments to be materially different from the current expressed expectations in this news release include, without limitation: (i) closing of the issuance of the Series C Shares; (ii) execution of strategy; (iii) capital resources; (iv) derivative financial instruments; (v) availability of water flows, wind and sun light; (vi) failure to close the recently announced transactions; (vii) construction and design; (viii) development of new facilities; (ix) project performance; (x) permits; (xi) equipment failure; (xii) health, safety and environmental risks; (xiii) interest rate and refinancing risk; (xiv) financial leverage and restrictive covenants; and (xv) relationship with public utilities. Although the Corporation believes that the expectations instigated by the Forward-Looking Information are based on reasonable and valid hypotheses, there is a risk that the Forward-Looking Information may be incorrect. The reader is cautioned not to rely unduly on this Forward-Looking Information. The Forward-Looking Information expressed verbally or in writing, by the Corporation or by a person acting on its behalf, is expressly qualified by this cautionary statement. The Corporation does not undertake any obligation to update or revise any Forward-Looking Information, whether as a result of events or circumstances occurring after the date hereof, unless required by legislation.

THIS ANNOUNCEMENT IS NOT AN OFFER TO SELL OR SOLICITATION OF AN OFFER TO BUY ANY SECURITIES OF INNERGEX, NOR SHALL IT FORM THE BASIS OF, OR BE RELIED UPON IN CONNECTION WITH ANY CONTRACT FOR PURCHASE OR SUBSCRIPTION. THE FIXED-RATE PREFERRED SHARES WILL BE OFFERED IN CANADA BY MEANS OF THE PROSPECTUS REFERRED TO ABOVE. THIS PRESS RELEASE IS NOT AN OFFER OF SECURITIES FOR SALE IN THE UNITED STATES. THE SECURITIES BEING OFFERED HAVE NOT BEEN AND WILL NOT BE REGISTERED UNDER THE UNITED STATES SECURITIES ACT OF 1933 AND ACCORDINGLY WILL NOT BE OFFERED, SOLD OR DELIVERED, DIRECTLY OR INDIRECTLY WITHIN THE UNITED STATES, ITS POSSESSIONS AND OTHER AREAS SUBJECT TO ITS JURISDICTION OR TO, OR FOR THE ACCOUNT OR FOR THE BENEFIT OF A U.S. PERSON, EXCEPT IN LIMITED CIRCUMSTANCES.

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For additional information, please contact:

Jean Trudel, MBA
Chief Investment Officer and
Senior Vice-President – Communications
450-928-2550, ext. 252
jtrudel@innergex.com

Marie-Josée Privyk, CFA
Director – Investor Relations
450-928-2550, ext. 222
mjprivyk@innergex.com
www.innergex.com