

PENNICHUCK CORPORATION

NOMINATING AND GOVERNANCE COMMITTEE
MINUTES OF JUNE 28, 2016 NON-PUBLIC SESSION

A non-public session of the Nominating and Governance Committee (“Committee”) of the Board of Directors of Pennichuck Corporation (“Company”) was held on Tuesday, June 28, 2016, at 5:18 p.m. at the Company’s offices at 25 Manchester Street, Merrimack, New Hampshire.

The following persons were in attendance for the non-public session:

Committee Members: Paul A. Indeglia, Chairman
Elizabeth A. Dunn
Stephen D. Genest (telephonically)
Thomas J. Leonard
Preston J. Stanley, Jr.

Pennichuck Corporation: David P. Bernier, Director (telephonically)
James P. Dore, Director (telephonically)
Jay N. Lustig, Director
Suzanne L. Ansara, Corporate Secretary

Search for New Director

The Committee members and Directors present identified individuals they considered to be viable candidates for the Board. The Committee will also solicit names of potential candidates from the remaining Board members and the business community.

There being no further business to discuss in non-public session, on motion duly made by T. Leonard and seconded by E. Dunn, all of the Committee members then voting, it was unanimously agreed to end the non-public session at 5:56 p.m.

/s/ Suzanne L. Ansara
Suzanne L. Ansara
Corporate Secretary