

PENNICHUCK EAST UTILITY, INC.

BOARD OF DIRECTORS
MINUTES OF SEPTEMBER 25, 2015 MEETING

A meeting of the Board of Directors of Pennichuck East Utility, Inc. (the "Company") was held on Friday, September 25, 2015 at 10:41 a.m. at the Company's offices at 25 Manchester Street, Merrimack, New Hampshire.

Written materials relating to items listed in the Agenda were provided to the Board members for their review prior to the meeting.

The following Directors were present, constituting a quorum:

Thomas J. Leonard, Chairman
David P. Bernier
C. George Bower
James P. Dore
Elizabeth A. Dunn
Stephen D. Genest
Paul A. Indeglia
Jay N. Lustig
John D. McGrath
James McMahan (telephonically)
Preston J. Stanley, Jr.

Also attending the meeting from the Company were:

John L. Patenaude, Chief Executive Officer
Larry D. Goodhue, Chief Financial Officer
Suzanne L. Ansara, Corporate Secretary

S. Ansara recorded the minutes of the meeting.

J. McMahan stated that he was unable to attend the meeting in person because he is travelling on business, that he is alone and is able to hear the proceedings.

Approval of Minutes

The Chairman inquired whether there were any comments with respect to the draft minutes of the June 26, 2015 Board meeting. There being none, on motion duly made by S. Genest and seconded by P. Indeglia, all of the Directors then voting, it was unanimously

Resolved: that the minutes of the June 26, 2015 meeting of the Board of Directors are hereby approved.

Move to Non-Public Session

E. Dunn moved that the Board enter into non-public session to discuss the acquisition, sale or lease of real or personal property or services, pursuant to RSA 91-A:3, II(d). P. Stanley seconded the motion.

A roll call of the Directors was taken, which resulted as follows:

Yea: D. Bernier, G. Bower, J. Dore, E. Dunn, S. Genest, P. Indeglia, T. Leonard,
J. Lustig, J. McGrath, J. McMahon, P. Stanley

Nay:

Motion was carried to enter into non-public session at 10:42 a.m.

Reconvene in Public Session

The non-public session ended at 11:02 a.m. and the Board reconvened in public session.

S. Genest moved that the Board seal the minutes of the non-public session under RSA 91-A:3, II(d). P. Stanley seconded the motion. A roll call of the Directors was taken, which resulted as follows:

Yea: D. Bernier, G. Bower, J. Dore, E. Dunn, S. Genest, P. Indeglia, T. Leonard,
J. Lustig, J. McGrath, J. McMahon, P. Stanley

Nay:

Motion was carried to seal the minutes of the non-public session.

There being no further business to come before the Board, the meeting was adjourned at 11:03 a.m.

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