

PENNICHUCK EAST UTILITY, INC.

BOARD OF DIRECTORS
MINUTES OF FEBRUARY 26, 2016 MEETING

A meeting of the Board of Directors of Pennichuck East Utility, Inc. (the "Company") was held on Friday, February 26, 2016 at 10:11 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	Jay N. Lustig
David P. Bernier	James McMahon
C. George Bower	John D. McGrath
James P. Dore	Preston J. Stanley, Jr.
Elizabeth A. Dunn	

Also attending the meeting from the Company were Larry D. Goodhue, Chief Executive Officer, and Suzanne L. Ansara, Corporate Secretary. S. Ansara recorded the minutes of the meeting.

Approval of Minutes

The Chairman inquired whether there were any comments with respect to the draft minutes of the January 22, 2016 meeting of the Board of Directors. There being none, on motion duly made by E. Dunn and seconded by P. Stanley, all of the Directors present then voting, it was unanimously

Resolved: that the minutes of the January 22, 2016 meeting of the Board of Directors are hereby approved.

Distribution to Pennichuck Corporation

L. Goodhue indicated that management is seeking approval of a distribution from the Company to Pennichuck Corporation in the amount of \$684,809.40 to fund Pennichuck Corporation's payment of the City debt.

On motion duly made by J. McGrath and seconded by D. Bernier, all of the Directors present then voting, it was unanimously

Resolved: that a distribution in the amount of \$684,809.40 (of which \$128,854.18 is from retained earnings and \$555,955.22 is from additional paid in capital) be recorded to Pennichuck Corporation on February 29, 2016.

There being no further business to come before the Board, the meeting was adjourned at 10:12 a.m.

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