

**ANNUAL MEETING OF SHAREHOLDER
(PENNICHUCK CORPORATION)**

MAY 26, 2016 – MINUTES

The Annual Meeting of Shareholder for the following companies: Pennichuck Water Works, Inc., Pennichuck East Utility, Inc., Pittsfield Aqueduct Company, Inc., Pennichuck Water Service Corporation and The Southwood Corporation, was held on Thursday, May 26, 2016 at 8:04 a.m. at the offices of Pennichuck Corporation, 25 Manchester Street, Merrimack, New Hampshire.

Present at the meeting representing the Shareholder (Pennichuck Corporation) were:

Board of Directors: 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
 Preston J. Stanley, Jr.

Also attending the meeting from Pennichuck Corporation were:

Larry D. Goodhue, Chief Executive Officer
Donald L. Ware, Chief Operating Officer
Suzanne L. Ansara, Corporate Secretary

S. Ansara recorded the minutes of the meeting.

The Chairman called the meeting to order.

Election of Directors

The Chairman indicated that the purpose of the meeting was to elect a Board of Directors for the ensuing year for the following companies: Pennichuck Water Works, Inc., Pennichuck East Utility, Inc., Pittsfield Aqueduct Company, Inc., Pennichuck Water Service Corporation and The Southwood Corporation. The Chairman asked for a motion to adopt the resolutions as set forth in the Agenda.

On motion duly made by S. Genest and seconded by E. Dunn, all of the Directors present then voting, it was unanimously

Resolved: that the number of Directors for each of Pennichuck Water Works, Inc., Pennichuck East Utility, Inc., Pittsfield Aqueduct Company, Inc., Pennichuck Water Service Corporation and The Southwood Corporation be fixed at 10.

On motion duly made by S. Genest and seconded by E. Dunn, all of the Directors present then voting, it was unanimously

Resolved: that the following individuals are hereby elected Directors of Pennichuck Water Works, Inc., Pennichuck East Utility, Inc., Pittsfield Aqueduct Company, Inc., Pennichuck Water Service Corporation and The Southwood Corporation, to hold office until the next annual meeting of shareholder or until their successor shall have been elected and qualified:

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

There being no further business to come before the meeting, the Chairman declared the meeting adjourned at 8:06 a.m.

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