

PENNICHUCK WATER WORKS, INC.

BOARD OF DIRECTORS
MINUTES OF MAY 25, 2017 ANNUAL MEETING

The Annual Meeting of the Board of Directors of Pennichuck Water Works, Inc. (the “Company”) was held on Thursday, May 25, 2017 at 10:36 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:

C. George Bower
James P. Dore
Elizabeth A. Dunn
Stephen D. Genest
Paul A. Indeglia
Jay N. Lustig
John D. McGrath, Acting Chairman
John M. Murphy
Preston J. Stanley, Jr.

Also attending the meeting from the Company were:

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

In the absence of the Chairman of the Board, John McGrath was appointed Acting Chairman for the meeting. S. Ansara recorded the minutes of the meeting.

Election of Chairman

The first order of business was to elect a Chairman of the Board for the ensuing year. On motion duly made by E. Dunn and seconded by G. Bower, all of the Directors present then voting, it was unanimously

Resolved: that Thomas J. Leonard is hereby elected Chairman of the Board of Directors of Pennichuck Water Works, Inc.

Approval of Minutes

There being no comments on the draft minutes of the February 24, 2017 Board meeting, on motion duly made by E. Dunn and seconded by J. Dore, all of the Directors present then voting, it was unanimously

Resolved: that the minutes of the February 24, 2017 meeting of the Board of Directors are hereby approved.

Election of Officers

The Board considered the election of Officers for the ensuing year. On motion duly made by E. Dunn and seconded by J. Dore, all of the Directors present then voting, it was unanimously

Resolved: that each of the following individuals are hereby elected to the offices of Pennichuck Water Works, Inc. (the "Corporation") set forth below opposite their names, to serve in accordance with the By-Laws of the Corporation and at the discretion of the Board of Directors:

| <u>Name</u> | <u>Title</u> |
|-------------------|--|
| Larry D. Goodhue | Chief Executive Officer, Chief Financial Officer and Treasurer |
| Donald L. Ware | Chief Operating Officer |
| Suzanne L. Ansara | Corporate Secretary |
| George Torres | Corporate Controller |
| Carol Ann Howe | Assistant Treasurer |

There being no further business to come before the Board, the meeting was adjourned at 10:37 a.m.

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