

PENNICHUCK EAST UTILITY, INC.

BOARD OF DIRECTORS
MINUTES OF MAY 24, 2018 ANNUAL MEETING

The Annual Meeting of the Board of Directors of Pennichuck East Utility, Inc. (the “Company”) was held on Thursday, May 24, 2018 at 8:06 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
Preston J. Stanley, Jr.

Also attending the meeting from the Company were:

Larry D. Goodhue, Chief Executive Officer
Suzanne L. Ansara, Corporate Secretary
George Torres, Corporate Controller
Bernard Rousseau, Vice President, Sales and Service
Steven Greenwood, IT Director
Tara King, Revenue and Customer Operations Manager
John Boisvert, Chief Engineer
Alan Brown, Distribution Manager

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 S. Genest and seconded by J. Dore, 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 East Utility, Inc.

Approval of Minutes

The Chairman inquired whether there were any comments with respect to the draft minutes of the March 23, 2018 meeting of the Board of Directors. There being none, on motion duly made by J. Dore and seconded by S. Genest, all of the Directors present then voting, it was unanimously

Resolved: that the minutes of the March 23, 2018 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 S. Genest and seconded by G. Bower, 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 East Utility, 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

SRF Loan – Locke Lake New Groundwater Source Project

L. Goodhue reported that management is seeking the Board's approval for Pennichuck East Utility, Inc. to borrow up to \$4,240,000 through the State of New Hampshire's Drinking Water Revolving Loan Fund Program (SRF) to fund the Locke Lake New Groundwater Source project. The loan would be paid over a 30-year term at an interest rate no greater than 2.424%. A discussion ensued.

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

Resolved: that the Board of Directors hereby approves the borrowing by Pennichuck East Utility, Inc. (the "Company") of up to \$4,240,000 in principal amount from the State of New Hampshire (the "State"), such amount to be paid over a 30-year term, level payment, with interest at a maximum rate of 2.424% and related costs, for the purpose of funding the Locke Lake New Groundwater Source Project, pursuant to a Loan Agreement between the Company and the State under the State's Drinking Water Revolving Loan Fund program.

Further

Resolved: that the officers of the Company are severally authorized, empowered and directed to execute and deliver, in the name and on behalf of the Company, the Loan Agreement for the SRF loan described in the previous resolution (the “SRF Loan”) with such terms, including the exhibits and schedules to such Loan Agreement, as may be deemed necessary or advisable in the several judgment of the officers executing the Loan Agreement.

Further

Resolved: that the officers of the Company are hereby authorized, empowered and directed to take any and all actions to obtain all necessary approvals for the SRF Loan from the New Hampshire Public Utilities Commission, the New Hampshire Department of Environmental Services, the Governor and Executive Council, and the City of Nashua in its capacity as the sole shareholder of Pennichuck Corporation (the Company’s parent corporation), and any other authority determined by such officers relating to the SRF Loan.

Further

Resolved: that Larry D. Goodhue, Donald L. Ware and Carol Ann Howe are severally authorized, empowered and directed to take such actions and to execute and deliver such documents as in the opinion of the officer or officers so acting or in the opinion of counsel, are necessary or desirable to effect the SRF Loan and to carry out the purposes of the preceding resolutions, the taking of such actions and the execution and delivery of such documents to be sufficient and conclusive evidence that the same are within the authority conferred by these resolutions.

There being no further business to come before the Board, the meeting was adjourned at 8:11 a.m.

/s/ Suzanne L. Ansara

Suzanne L. Ansara
Corporate Secretary