

PENNICHUCK CORPORATION  
NOMINATING AND GOVERNANCE COMMITTEE  
MINUTES OF SEPTEMBER 13, 2018 NON-PUBLIC SESSION

A non-public session of the Nominating and Governance Committee (“Committee”) of the Board of Directors of Pennichuck Corporation (“Company”) was held on Thursday, September 13, 2018 at 5:35 p.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 Committee members for their review prior to the non-public session.

The following persons were in attendance for the non-public session:

Committee Members:           Elizabeth A. Dunn, Chairman  
  Stephen D. Genest  
  Thomas J. Leonard  
  Jay N. Lustig  
  Preston J. Stanley, Jr.

Pennichuck Corporation:       Suzanne L. Ansara, Corporate Secretary

S. Ansara recorded the minutes of the meeting.

Discussion Regarding Board Structure, Incumbents Up For Re-Election, Board Vacancy

The Committee had a brief discussion regarding the Board’s current structure. The Committee members agreed that the Board has the necessary skills and expertise to perform its duties. The Committee did note that the Board could be more diversified and agreed to discuss the matter with the full Board in September. The Committee also discussed the current Board members whose terms will be expiring at the 2019 Annual Shareholder Meeting and made note to ask those members if they intend to seek re-election for an additional 3-year term.

There being no further business to discuss in non-public session, on motion duly made by S. Genest and seconded by J. Lustig, all of the Committee members then voting, it was unanimously agreed to end the non-public session at 6:08 p.m.

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/s/ Suzanne L. Ansara

Suzanne L. Ansara  
Corporate Secretary