

PENNICHUCK CORPORATION

COMPENSATION AND BENEFITS COMMITTEE  
MINUTES OF FEBRUARY 13, 2023 MEETING

A meeting of the Compensation and Benefits Committee (“Committee”) of the Board of Directors of Pennichuck Corporation (“Company”) was held on Friday, February 13, 2023 at 4:00 p.m.

Written materials relating to items listed in the Agenda were provided to the Committee Members for their review prior to the meeting.

The following Committee Members were present for the meeting:

Stephen D. Genest, Chairman  
David P. Bernier (via Microsoft Teams)  
Thomas J. Leonard  
John D. McGrath  
Sarah Pillsbury

D. Bernier stated the reason he could not attend the meeting in person, that he was alone, and could hear the proceedings.

The following members of the Pennichuck Corporation Board of Directors were present:

Amymarie R. Corriveau  
Elizabeth A. Dunn  
H. Scott Flegal  
Ralph Jenkins

Present from Pennichuck Corporation was Carol Ann Howe, Assistant Treasurer and Corporate Secretary.

C. Howe recorded the minutes of the meeting.

Approval of Minutes

There being no comments on the draft minutes of the Committee’s December 16, 2022 meeting, on motion duly made by J. McGrath and seconded by S. Pillsbury, all of the Committee Members then voting by roll call, it was unanimously

Resolved: that the minutes of the December 16, 2022 meeting of the Compensation and Benefits Committee are hereby approved.

Move to Non-Public Session

T. Leonard moved that the Committee enter into non-public session to (i) discuss the promotion or compensation of employees pursuant to RSA 91-A:3, II(a); and (ii) discuss matters, which if discussed in public, would likely affect adversely the reputation of a person pursuant to RSA 91-A:3, II(c). S. Pillsbury seconded the motion.

A roll call of the Committee Members was taken, which resulted as follows:

Yea: S. Genest, D. Bernier, T. Leonard, J. McGrath, S. Pillsbury  
Nay:

Motion was carried to enter into non-public session at 4:05 p.m.

Reconvene in Public Session

The non-public session ended at 5:29 p.m. and the Committee reconvened in public session.

T. Leonard moved that the Committee seal the minutes of the non-public session under RSA 91-A:3, II(a) and RSA 91-A:3, II(c). S. Pillsbury seconded the motion. A roll call of the Committee Members was taken, which resulted as follows:

Yea: D. Bernier, S. Genest, T. Leonard, J. McGrath, S. Pillsbury  
Nay:

Motion was carried to seal the minutes of the non-public session.

There being no further business to come before the Committee, the Chairman adjourned the meeting at 5:31 p.m.

*Carol Ann Howe*

Carol Ann Howe  
Assistant Treasurer and  
Corporate Secretary