

PENNICHUCK CORPORATION

NOMINATING AND GOVERNANCE COMMITTEE
MINUTES OF OCTOBER 12, 2023 MEETING

A meeting of the Nominating and Governance Committee (“Committee”) of the Board of Directors of Pennichuck Corporation (the “Company”) was held on Thursday, October 12, 2023, at 4:30 p.m. at the Company’s offices at 25 Walnut Street, Nashua, New Hampshire.

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 at the start of the meeting constituting a quorum:

Thomas J. Leonard III
Jay N. Lustig
Elizabeth A. Dunn
Deborah B. Novotny (via Microsoft Teams)
Amy Corriveau
Sarah Pillsbury (via Microsoft Teams)

Attending all or part of meeting were the following members of the Pennichuck Corporation Board of Directors:

C. George Bower (via Microsoft Teams)

Attending all or part of the meeting from Pennichuck Corporation were:

Larry D. Goodhue, Chief Executive Officer
John Boisvert, Chief Engineer (via Microsoft Teams)
Carol Ann Howe, Assistant Treasurer and Corporate Secretary

Director Candidate:

Brian Law

C. Howe recorded the minutes of the meeting.

Move to Non-Public Session

T. Leonard moved that the Committee enter into non-public session to (1) discuss matters, which if discussed in public, would likely affect adversely the reputation of a person pursuant to RSA 91-A:3, II(c) and (2) discuss confidential or financial information pursuant to RSA 91-A:3, II(j) and J. Lustig seconded the motion.

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

Yea: T. Leonard, J. Lustig, E. Dunn, D. Novotny, A. Corriveau, S. Pillsbury
Nay:

Motion was carried to enter into non-public session at 4:35 p.m.

G. Bower and S. Pillsbury left the meeting at 5:30 p.m.

L. Goodhue and J. Boisvert left the meeting at 5:45 p.m.

Reconvene in Public Session

The non-public session ended at 5:53 p.m. and the Committee reconvened in public session.

Matters Discussed in Non-Public Session

At the non-public session, the following occurred:

- The Committee had discussions with Brian Law, for the Pennichuck Board of Director position which resulted in the following vote:

On motion duly made by T. Leonard and seconded by D. Novotny, all of the Committee members then voting by roll call, it was unanimously

Resolved: to recommend to the Pennichuck Board of Directors that Brian Law be nominated for election to the Board at a Special Meeting of Sole Shareholder, to serve as a Class A Director to fill the vacancy resulting from the position previously held by Preston Stanley and also that a formal notice be sent to the City of Nashua notifying them of the time and place of the Public interview to occur on October 27, 2023 at 8:00 a.m. at the Nominating and Governance Committee meeting.

- On a motion duly made by J. Lustig and seconded by T. Leonard, all of the Committee members present then voting by roll call, it was unanimously resolved to approve the sealed minutes of the August 31, 2023 non-public session of the Nominating and Governance Committee meeting.

Approval of Minutes

There being no comments on the draft minutes of the August 31, 2023 Committee meeting, on motion duly made by T. Leonard and seconded by J. Lustig, all of the Committee members then voting by roll call, it was unanimously

Resolved: that the draft minutes of the August 31, 2023 meeting of the Nominating and Governance Committee are hereby approved.

There being no further business to come before the Committee, the Chairman adjourned the meeting at 6:03 p.m.

Carol Ann Howe

Carol Ann Howe
Assistant Treasurer and Corporate Secretary