

PENNICHUCK CORPORATION

NOMINATING AND GOVERNANCE COMMITTEE
MINUTES OF NOVEMBER 22, 2024 MEETING

A meeting of the Nominating and Governance Committee (“Committee”) of the Board of Directors of Pennichuck Corporation (the “Company”) was held on Friday, November 22, 2024 at 11:32 a.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:

Scott A. Cote (via Microsoft Teams)
Aymarie R. Corriveau
Elizabeth A. Dunn
Deborah B. Novotny
Sarah Pillsbury

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

C. George Bower

Attending the meeting from Pennichuck Corporation were:

John J. Boisvert, Chief Executive Officer
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 March 29, 2024 Committee meeting, on motion duly made by A. Corriveau and seconded by S. Cote, all of the Committee members then voting by roll call, it was unanimously

Resolved: that the draft minutes of the March 29, 2024 Nominating and Governance Committee are hereby approved.

Move to Non-Public Session

A. Corriveau moved that the Committee enter into non-public session to 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 RSA 91-A:3, II(j) and S. Cote seconded the motion.

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

Yea: S. Cote, A. Corriveau, E. Dunn, D. Novotny, S. Pillsbury

Nay:

Motion was carried to enter into non-public session at 11:33 a.m.

Reconvene in Public Session.

The non-public session ended at 11:45 a.m. and the Board reconvened in the public meeting.

Matters Discussed in Non-Public Session

At the non-public session, the following occurred:

1. General discussion on a timeline for approving new Board members in preparation for the 2025 Annual Meeting and no other decisions were made.
2. Mention of additional Committee topics requiring attention but will be deferred to the next Committee meeting. E. Dunn indicated Committee members should consider these topics prior to the next Committee meeting.
 - i. Annual Review of Corporate Governance
 - ii. Review Drafted Annual Survey of Board and Committees
3. Brief discussion on scheduling future meeting dates over the next several months and availability of Committee members in the early afternoon.
4. Discussion of the difficulties posed in conducting a Committee meeting in a remote environment when there is a robust conversation between Committee members.

There being no further business to come before the Committee, the Chairman adjourned the meeting at 11:45 a.m.

Carol Ann Howe

Carol Ann Howe, CPA
Assistant Treasurer and Corporate Secretary