

PENNICHUCK CORPORATION

NOMINATING AND GOVERNANCE COMMITTEE
MINUTES OF FEBRUARY 28, 2025 MEETING

A meeting of the Nominating and Governance Committee (“Committee”) of the Board of Directors of Pennichuck Corporation (the “Company”) was held on Friday, February 28, 2025 at 11:09 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:

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

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 January 24, 2025 Committee meeting, on motion duly made by S. Pillsbury and seconded by D. Novotny, all of the Committee members then voting by roll call, it was unanimously

Resolved: that the draft minutes of the January 24, 2025 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 D. Novotny seconded the motion.

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

Yea: A. Corriveau, S. Cote, E. Dunn, Jay N. Lustig, D. Novotny, S. Pillsbury
Nay:

Motion was carried to enter into non-public session at 11:12 a.m.

Reconvene in Public Session.

The non-public session ended at 12:09 p.m. and the Board reconvened in the public meeting.

Matters Discussed in Non-Public Session

At the non-public session, the following occurred:

- On a motion duly made by A. Corriveau and seconded by D. Novotny, all of the Directors present then voting by roll call, it was unanimously

Resolved: that the sealed minutes of the January 24, 2025 non-public session of the Board of Directors are hereby approved.

- The Committee went through the Director assessments and as part of the process they discussed the process of bringing on City appointed Board Members. Directors that are up for re-election. Positive comments were given on each Director and all were in agreement on the nomination of each.
- Vote to Recommend Nominees to Board

On a motion duly made by D. Novotny and seconded by S. Pillsbury, all of the Directors present then voting by roll call, with the exception of J. Lustig and A. Corriveau, it was unanimously

Resolved: to recommend to the Pennichuck Corporation Board of Directors that C. George Bower, Aymarie R. Corriveau, Brian H. Law, Jay N. Lustig, John D. McGrath be nominated for election to the Board of Directors, in Class A, for a term of three years each, commencing at the 2025 Annual Meeting of Sole Shareholder.

- Reviewed timeline of events for Annual Meeting
- Annual review of the Committee Charter and there were no changes.
- Annual review of Corporate Governance and there were no changes.

There being no further business to come before the Committee, the Chair adjourned the meeting at 12:11.

Carol Ann Howe

Carol Ann Howe, CPA
Assistant Treasurer and Corporate Secretary