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PA PUBLIC UTILITY COMMISSION
SECRETARY'S BUREAU

Elizabeth Rose Triscari

Director, Corporate Counsel

Pennsylvania-American Water Company

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August 20, 2019

VIA OVERNIGHT MAIL

Rosemary Chiavetta, Secretary
Pennsylvania Public Utility Commission
Commonwealth Keystone Building
400 North Street
Harrisburg, PA 17120

PUBLIC VERSION

Re: Application of Pennsylvania-American Water Company Pursuant to Sections 507, 1102, and 1329 of the Public Utility Code for approval of its Acquisition of the Water Assets of Steelton Borough Authority

Docket No. A-2019-3006880

FILING APPENDIX A-24-a-1 REV (CONFIDENTIAL), APPENDIX A-24-b-1 REV AND APPENDIX A-6-1 REV TO THE APPLICATION OF PENNSYLVANIA-AMERICAN WATER COMPANY

Dear Secretary Chiavetta:

Enclosed for filing please find Appendix A-24-a-1 REV (and accompanying Steelton Borough Authority Board Resolution approving the First Amendment), Appendix A-24-b-1 REV and Appendix A-6-1 REV to the above referenced application. Please note that Appendix A-24-a-1 REV is **CONFIDENTIAL**.

Pursuant to Paragraph 37 of the Joint Petition for Settlement of All Issues and Ordering Paragraph 2c of the Recommended Decision of Administrative Law Judges Haas and Myers, Pennsylvania-American Water Company is required to file a First Amendment to the Asset Purchase Agreement (and accompanying Resolution from the Steelton Borough Authority Board of Directors). A fully executed version of that Amendment and the Resolution is enclosed at Appendix A-24-a-1 REV.



If you have any questions, please feel free to contact me.

Sincerely,

A handwritten signature in cursive script that reads "Elizabeth Rose Triscari".

Elizabeth Rose Triscari

Enclosure

cc: Honorable Administrative Law Judge Steven K. Haas *(via electronic and first class mail)*
Honorable Administrative Law Judge Benjamin J. Myers *(via electronic and first class mail)*
Per Certificate of Service *(via electronic and first class mail)*

**Application of Pennsylvania-American Water Company for Acquisition of
The Water Assets of the Steelton Borough Authority
66 Pa. C.S. §1329
Application Filing Checklist – Water/Wastewater
Docket No. A-2019-3006880**

6. State the purchase price of the seller as agreed to by the buyer and seller.¹

Response: The negotiated purchase price for the System of the Authority to be acquired by PAWC is \$21,750,000 as indicted in Section 3.01 of the First Amendment to the APA dated July 10, 2019 and attached as **CONFIDENTIAL Appendix A-24-a-1 REV.**

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Appendix A-6-1 REV

¹ "Seller" refers to the selling municipality; "buyer" refers to the acquiring entity.

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Appendix A-24-a-1 REV

**First Amendment to Asset Purchase Agreement and Resolution of Steelton
Borough Authority Board of Directors approving First Amendment**

CONFIDENTIAL

**Application of Pennsylvania-American Water Company for Acquisition of
The Water Assets of the Steelton Borough Authority
66 Pa. C.S. §1329
Application Filing Checklist – Water/Wastewater
Docket No. A-2019-3006880**

24. Asset Purchase Agreement (APA).
- a. Provide a copy of the APA that is signed by all parties.

RESPONSE:

- a. Please see attached First Amendment to the APA, which is **CONFIDENTIAL** and marked as A-24-a-1 REV. It is being filed under seal and PAWC requests that it be maintained in a non-public folder. See envelope with **CONFIDENTIAL** document.

**Application of Pennsylvania-American Water Company for Acquisition of
The Water Assets of the Steelton Borough Authority
66 Pa. C.S. §1329
Application Filing Checklist – Water/Wastewater
Docket No. A-2019-3006880**

24. Asset Purchase Agreement (APA).
- b. APA clearly states the purchase price and terms

RESPONSE:

- b. Yes. See §3.01 of the **CONFIDENTIAL Appendix A-24-a-1 REV** and accompanying Resolution from the Steelton Borough Authority Board of Directors.

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**BEFORE THE
PENNSYLVANIA PUBLIC UTILITY COMMISSION**

Application of Pennsylvania-American :
Water Company for Acquisition of the : Docket No. A-2019-3006880
Water Treatment and Distribution Systems :
Assets of Steelton Borough Authority :

CERTIFICATE OF SERVICE

I hereby certify that I have this day served a true copy of the Appendix A-6-1 REV, A-24-a-1 REV and A-24-b-1 REV upon the parties, listed below, in accordance with the requirements of 52 Pa. Code § 1.54 (relating to service by a party).

VIA E-MAIL AND FIRST CLASS MAIL

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Christine Maloni Hoover
Senior Consumer Advocate
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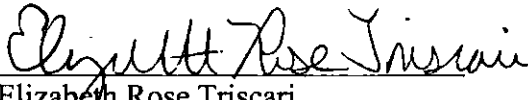
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Pennsylvania-American Water Company's
Appendix A-6-1 REV, A-24-a-1 REV and A-24-b-1 REV
Docket No. A-2019-3006880
Page 2

Dated: August 20, 2019


Elizabeth Rose Triscari
Attorney ID No. 306921
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717-550-1574

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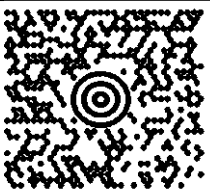
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