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March 4, 2021

Rosemary Chiavetta, Secretary
Pa. Public Utility Commission
P.O. Box 3265
Harrisburg PA 17105-3265

Re: Application of Aqua Pennsylvania Wastewater,
Inc. pursuant to Sections 507, 1102, and 1329 of
the Public Utility Code for, inter alia, approval of
the acquisition of the wastewater system assets of
the Delaware County Regional Water Quality
Control Authority, Docket No. A-2019-3015173

Dear Secretary Chiavetta:

Enclosed for filing please find the Notice of Withdrawal of Protest of Lower Chichester Township in the above-referenced proceeding.

This document is being served on the Administrative Law Judge, the Office of Special Assistants, and all parties of record. The document was filed electronically with the Commission on this date.

Sincerely,



Enclosure

cc: F. Joseph Brady, Administrative Law Judge
Office of Special Assistants
All parties of record

BEFORE THE
PENNSYLVANIA PUBLIC UTILITY COMMISSION

Application of Aqua Pennsylvania Wastewater,	:	
Inc. pursuant to Sections 507, 1102 and 1329 of	:	
the Public Utility Code for, inter alia, approval of	:	
the acquisition of the wastewater system assets of	:	Docket No. A-2019-3015173
the Delaware County Regional Water Quality	:	
Control Authority	:	

NOTICE OF WITHDRAWAL OF PROTEST OF
LOWER CHICHESTER TOWNSHIP

Pursuant to 52 Pa. Code § 5.94(b), Lower Chichester Township ("Township") hereby withdraws its Protest in this proceeding. Township is withdrawing its Protest because it has entered into a Joint Stipulation with Aqua Pennsylvania Wastewater, Inc. ("Aqua") and Delaware County Regional Water Quality Control Authority ("DELCORA") ("Joint Stipulation") which is attached hereto as Appendix A. The Joint Stipulation and the Option Agreement referred to therein satisfy Township's concerns with Aqua's proposed acquisition of DELCORA's assets. As explained in the Joint Stipulation, Township has consented to the assignment of its Service Agreement from DELCORA to Aqua.

Respectfully submitted,



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Counsel for:
Lower Chichester Township

Dated: March 4, 2021

Appendix A

**BEFORE THE
PENNSYLVANIA PUBLIC UTILITY COMMISSION**

Application of Aqua Pennsylvania	:	
Wastewater, Inc. pursuant to Sections 1102,	:	Docket No. A-2019-3015173
1329 and 507 of the Public Utility Code for	:	
Wastewater system assets of the Delaware	:	
County Regional Water Quality Control	:	
Authority	:	

**JOINT STIPULATION OF AQUA PENNSYLVANIA WASTEWATER, INC., LOWER
CHICHESTER TOWNSHIP, AND DELAWARE COUNTY REGIONAL WATER
QUALITY CONTROL AUTHORITY**

Aqua Pennsylvania Wastewater, Inc. (“Aqua”), Lower Chichester Township (“Lower Chichester”), and Delaware County Regional Water Quality Control Authority (“DELCORA”), (collectively “the Stipulating Parties”), pursuant to 52 Pa. Code § 5.234, enter into a Joint Stipulation to resolve their differences with regard to the above-captioned Pennsylvania Public Utility Commission (“Commission”) proceeding (“Application Proceeding”). The Parties Stipulate and Agree as follows.

STIPULATION TERMS

1. Lower Chichester has protested the above-captioned Application Proceeding, presented testimony, and litigated certain contractual issues relating to the proposed acquisition of DELCORA’s system assets by Aqua (“Proposed Transaction”). This Joint Stipulation between and among the Stipulating Parties resolves all issues associated with Lower Chichester’s Protest of the Application Proceeding.

2. Pursuant to an existing service agreement between DELCORA and Lower Chichester, Application Exhibit F84 (“Service Agreement”), DELCORA provides wholesale

wastewater service to Lower Chichester. The Service Agreement cannot be transferred by DELCORA without Lower Chichester's consent.

3. By Agreement dated March 1, 2021 ("Option Agreement"), Lower Chichester has granted to Aqua an Option to purchase Lower Chichester's wastewater collection system, subject to various terms and conditions set forth in the Agreement.

4. The Stipulating Parties agree as follows:

A. Lower Chichester will withdraw its Protest to the Application.

B. Within five (5) business days of the signing of this Joint Stipulation, Lower Chichester will Discontinue its Complaint against DELCORA and other parties in the Court of Common Pleas of Delaware County, No. CV-2020-007552 ("Civil Complaint").

C. Concurrently with the signing of this Joint Stipulation, Lower Chichester, Aqua, DELCORA, and the DELCORA Trust will enter an agreement to toll the statute of limitations regarding the causes of action asserted in the Civil Complaint.

D. Lower Chichester hereby consents to the assignment of its Service Agreement with DELCORA to Aqua.

E. Lower Chichester agrees that its Service Agreement with DELCORA can be treated as an agreement between Lower Chichester and Aqua filed by Aqua under Section 507 of the Public Utility Code with an effective date which is the same as the date of closing of the Aqua-DELCORA proposed transaction.

F. Upon closing of the Proposed Transaction, (i) Lower Chichester will become a wholesale customer of Aqua, taking service in accordance with the provisions of Aqua's tariffs applicable to wholesale customers in the former DELCORA service area; and (ii) Aqua and/or DELCORA, consistent with the Public Utility Code and Aqua's Commission tariff, will

provide Lower Chichester with any and all benefits available to former DELCORA customers, including but not limited to, applying payments from the trust established by DELCORA in the DELCORA Rate Stabilization Fund Trust Agreement dated December 27, 2019.

Respectfully submitted,

BUCHANAN INGERSOLL & ROONEY PC

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Dated: March 4, 2021

CERTIFICATE OF SERVICE

I hereby certify that I have this day served a true copy of foregoing document upon the following parties by electronic mail. Service by first-class mail will be provided to any party that requests such service.

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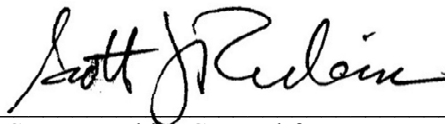
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March 4, 2021
Date



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