BEFORE THE PENNSYLVANIA PUBLIC UTILITY COMMISSION

Joint Application of American Water Works Company, Inc., Essential Utilities, Inc., Aqua Pennsylvania, Inc., Aqua Pennsylvania Wastewater, Inc., Peoples Natural Gas Company LLC, and Alpha Merger Sub, Inc. for a Certificate of Public Convenience under Sections 1102(a)(3) and 2210(c) of the Public Utility Code and All Other Necessary Approvals to Effect a Change of Control of Aqua Pennsylvania, Inc., Aqua Pennsylvania Wastewater, Inc., and Peoples Natural Gas Company LLC	A-2025-3058927 A-2025-3058928 A-2025-3058929

NOTICE TO PLEAD

YOU ARE HEREBY ADVISED THAT, PURSUANT TO 52 PA. CODE § 5.66, YOU MAY ANSWER THE ENCLOSED PETITION TO INTERVENE WITHIN TWENTY (20) DAYS OF THE DATE OF SERVICE HEREOF. YOUR ANSWER TO THE PETITION TO INTERVENE MUST BE FILED WITH THE SECRETARY OF THE PENNSYLVANIA PUBLIC UTILITY COMMISSION, P.O. BOX 3265, HARRISBURG, PA 17105-3265. A COPY SHOULD ALSO BE SERVED ON THE UNDERSIGNED COUNSEL FOR THE CITY OF BUTLER.

/s/ Thomas Wyatt
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Matthew S. Olesh, Esquire (PA I.D. 206553)
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Dated: December 26, 2025

BEFORE THE PENNSYLVANIA PUBLIC UTILITY COMMISSION

Joint Application of American Water Works Company, Inc., Essential Utilities, Inc., Aqua Pennsylvania, Inc., Aqua Pennsylvania Wastewater, Inc., Peoples Natural Gas Company LLC, and Alpha Merger Sub, Inc. for a Certificate of Public Convenience under Sections 1102(a)(3) and 2210(c) of the Public Utility Code and All Other Necessary Approvals to Effect a Change of Control of Aqua Pennsylvania, Inc., Aqua Pennsylvania Wastewater, Inc., and Peoples Natural Gas Company LLC	A-2025-3058927 A-2025-3058928 A-2025-3058929

PETITION TO INTERVENE

Pursuant to 52 Pa. Code §§ 5.71, 5.72 and 5.74, the City of Butler ("Butler"), by and through its attorneys, Obermayer Rebmann Maxwell & Hippel LLP, hereby files with the Pennsylvania Public Utility Commission (the "Commission") this Petition to Intervene in the above-captioned Joint Application of American Water Works Company, Inc., Essential Utilities, Inc., Aqua Pennsylvania, Inc., Aqua Pennsylvania Wastewater, Inc., Peoples Natural Gas Company LLC, and Alpha Merger Sub, Inc. for a Certificate of Public Convenience under Sections 1102(a)(3) and 2210(c) of the Public Utility Code and All Other Necessary Approvals to Effect a Change of Control of Aqua Pennsylvania, Inc., Aqua Pennsylvania Wastewater, Inc., and Peoples Natural Gas Company LLC. The Application directly affects the interests of Butler, which are not adequately represented by any existing party. For the reasons that follow, Butler respectfully requests that the Commission grant its Petition to Intervene, and in support thereof avers as follows:

1. Petitioner, Butler, is a duly organized and validly existing City of the Third Class located in Butler County, Pennsylvania, with a business address of 140 West North Street, Butler, PA 16001.

2. Butler is interested in the above-captioned docket as an incorporating municipality of the Butler Area Sewer Authority ("BASA"), which is a party to a sales agreement with Pennsylvania-American Water Company ("PAWC") under which PAWC acquired BASA's wastewater collection and treatment system (the "System"), which provides service to Butler's residents.

3. Butler seeks to intervene to represent and protect the interests of its residents and constituents who became PAWC's customers pursuant to that transaction. Specifically, Butler seeks to ensure that these customers retain the same benefits and protections provided for in that transaction.

4. 52 Pa. Code § 5.72 sets forth the eligibility requirements for a party to intervene and provides in part as follows:

> (a) Persons. A petition to intervene may be filed by a person claiming a right to intervene or an interest of such nature that intervention is necessary or appropriate to the administration of the statute under which the proceeding is brought. The right or interest may be one of the following:
>
> > (1) A right conferred by statute of the United States or of the Commonwealth;
> >
> > (2) An interest which may be directly affected and which is not adequately represented by existing participants, and as to which the petitioner may be bound by the action of the Commission in the proceeding;
> >
> > (3) Another interest of such nature that participation of the petitioner may be in the public interest.

5. Butler seeks intervention in the proceeding for due cause shown for the following reasons:

(a) Butler is an incorporating municipality of BASA, which is a party to an Asset Purchase Agreement (the "APA") whereby Pennsylvania-American purchased BASA's wastewater collection and treatment system, which provides sanitary wastewater collection and treatment service to approximately 14,792 customers, including Butler's residents;

(b) At the time of entry of the APA and the closing of PAWC's purchase of BASA's System, the instant merger was not contemplated, and Butler seeks to ensure that the benefits and protections of the transaction between BASA and PAWC, as provided for in the APA, are maintained, including post-closing obligations;

(c) Butler seeks to further ensure that its residents who have become PAWC customers are afforded fair and reasonable treatment in connection with the instant proposed transaction, and that the service that they receive from PAWC will not be negatively impacted, particularly in view of a lack of clarity of how such service may be impacted by the "implementation team" resulting from the transaction; and

(d) Butler seeks to protect the interests of all Butler residents who could be affected by the proposed transaction set forth in the Joint Application, including any potential rate impact.

6. Butler has a substantial and bona fide interest in the subject matter of this docket and its interests cannot be represented or protected adequately by other existing parties to this docket.

7. As a municipality whose residents are PAWC customers and will now become customers of any resulting combined entity, Butler submits that its intervention is in the public interest.

8. Butler intends to play an active role in the PUC's decision-making process and its participation herein will not unduly prejudice any party.

WHEREFORE the City of Butler respectfully requests that the Commission grant the instant Petition to Intervene in this proceeding.

Respectfully submitted,

/s/ Thomas Wyatt

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Matthew.Olesh@obermayer.com

Dated: December 26, 2025

VERIFICATION

I, Robert A. Dandoy, the mayor for the City of Butler, hereby verify that the statements of fact made in the foregoing petition are true and correct to the best of my knowledge, information and belief and that I expect to be able to prove the same at a hearing held in this matter. I understand that the statements made herein are subject to the penalties of 18 Pa. C.S. § 4904 (relating to unsworn falsification to authorities).

Dated: 12/23/25

Robert A. Dandoy

Robert A. Dandoy

BEFORE THE PENNSYLVANIA PUBLIC UTILITY COMMISSION

Joint Application of American Water Works Company, Inc., Essential Utilities, Inc., Aqua Pennsylvania, Inc., Aqua Pennsylvania Wastewater, Inc., Peoples Natural Gas Company LLC, and Alpha Merger Sub, Inc. for a Certificate of Public Convenience under Sections 1102(a)(3) and 2210(c) of the Public Utility Code and All Other Necessary Approvals to Effect a Change of Control of Aqua Pennsylvania, Inc., Aqua Pennsylvania Wastewater, Inc., and Peoples Natural Gas Company LLC	A-2025-3058927 A-2025-3058928 A-2025-3058929

CERTIFICATE OF SERVICE

I, Matthew Olesh, Esq., hereby certify that I have served a true and correct copy of the foregoing Petition to Intervene upon the parties list below in accordance with the requirements of 52 Pa. Code §§ 1.54 (relating to service by a party) via electronic mail.

The Honorable Charles E. Rainey, Jr.
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Dated: December 26, 2025

/s/ Matthew Olesh
Matthew Olesh, Esquire