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

PREHEARING CONFERENCE ORDER

A Prehearing Conference is scheduled in this case for **Thursday, January 22, 2026, at 11:00 a.m.** The undersigned administrative law judge will preside telephonically. To participate in the hearing, you must dial the toll-free number listed below. You will be prompted to enter a passcode number, which is also listed below. You will be asked to speak your name and then the telephone system will connect you to the hearing.

Toll-free Bridge Number: 866-566-0649
Passcode Number: 83345259

You must call into the conference on the scheduled day and time. Failure of any party to attend the prehearing conference without good cause shall constitute a waiver of all objections to the agreements reached and matters decided at the prehearing conference. You will not be called by the Administrative Law Judges. **If you intend to attend the prehearing conference, please e-mail the Administrative Law Judge Mary D. Long (malong@pa.gov) and provide the phone number from which you will be calling so that you can be properly identified.**

The parties are hereby directed to comply with the following requirements:

1. Each party must **e-file** and serve by email, prior **January 20, 2026**, a Prehearing Conference Memorandum which sets forth the history of the proceeding, the issues you intend to present, a proposed plan and schedule of discovery, a listing of your proposed witnesses and the subject of their testimony, and a proposed litigation schedule, agreed to by all parties, if possible**.** 52 Pa.Code § 5.222(d). **Parties represented by multiple attorneys must designate a primary speaker for the purposes of the Prehearing Conference.**

2. A request for a change of the scheduled Prehearing Conference date must state the agreement or opposition of other parties, and must be submitted by email no later than five (5) days prior to the Prehearing Conference. 52 Pa.Code § 1.15(b). Requests for changes of initial prehearing conferences must be sent by email, with copies to all parties of record. Only the undersigned Administrative Law Judge may grant a request for a change of a prehearing conference. Such changes are granted only in rare situations where sufficient cause exists. Requests for changes of subsequent Prehearing Conferences or hearings, if any, should also be served directly on the presiding Administrative Law Judge.

In accordance with the foregoing, absent a continuance for good cause, all parties must be prepared to participate in the scheduled Prehearing Conference.

3. In response to this Prehearing Order, you may proceed one of three ways:

a. **Do nothing**. If you do nothing after receiving this Prehearing Conference Order, you will be treated as an inactive party to this proceeding. Inactive parties will receive the presiding officer's written orders, notices of hearings, the Recommended Decision and any Commission decisions and orders. Inactive parties will not participate in discovery, testify at the evidentiary hearing, or cross-examine witnesses. Inactive parties will not receive copies of the hearing exhibits or briefs filed by the active participants.

b. **Testify at a public input hearing if one is scheduled**. Public input hearings, if scheduled, will be conducted by telephone and are for the purpose of giving citizens

who do not wish to participate in the formal litigation an opportunity to express their opinions regarding the Applicants' proposal. If you testify at a public input hearing, you will not be permitted to also testify at the technical evidentiary hearings. If you want to participate in a public input hearing and do not wish to remain on the service list for pleadings, filings, discovery requests or orders and decisions in this matter, you are not required to do anything. You will receive a copy of the notice of the public input hearing which will include instructions for your participation. Notice of the public input hearing, if one is scheduled, will published on the Commission's website and in your local newspaper two weeks before it is held.

c. **Become a party of record**. As an active party of record, you will be served with all of the pleadings, filings, discovery requests, written testimony and orders and decisions served and issued in this proceeding. **These documents will be voluminous**. Your *rights* as an active party of record include the ability to present your own testimony and to cross-examine other witnesses at the formal hearings, and to file exceptions to the presiding officer's recommended decision. Your *duties* as a party of record are that you must answer all discovery requests served upon you in accordance with the rules. You will be required to serve a copy of anything that you *file* upon the presiding officer and **each party appearing on the service list**, as modified after the Prehearing Conference. If you intend to present evidence at the formal evidentiary hearings, you will be required to submit your testimony in writing in advance, in accordance with the schedule to be set after the Prehearing Conference and to provide a copy of your written testimony to each party on the service list at that time.

If you want to become an active party of record, you must register to e-file with the Commission's Secretary's Bureau, if you have not already done so. Filings may not be made by emailing or faxing the Secretary's Bureau.

You will be expected to become familiar with the Commission's rules of practice and comply with the instructions and deadlines imposed by the orders of the presiding Administrative Law Judges. The Commission's rules of practice appear in Title 52 of the Pennsylvania Code Chapters 1, 3 and 5. **The Pennsylvania Code is available on-line** at http://www.pacodeandbulletin.gov/. Although a natural person or a sole proprietor may appear on

their own behalf, if you are any entity other than a natural person or a sole proprietor, (e.g., a corporation, partnership, municipality, etc.), you will be required to have an attorney represent you in accordance with the laws of Pennsylvania. *See Ordering Paragraph 6.*

4. All parties to these proceedings must open and use an e-filing account through the Commission's website at www.puc.pa.gov.

5. Parties should review the regulations relating to discovery, specifically 52 Pa.Code § 5.331(b), which provides, *inter alia*, that "a party shall endeavor to initiate discovery as early in the proceedings as reasonably possible," and 52 Pa.Code § 5.322, which encourages parties to exchange information on an informal basis. All parties are urged to cooperate in discovery, and advise me at the Prehearing Conference as to discovery problems which have not been resolved. There are limitations on discovery and sanctions for abuse of the discovery process. 52 Pa.Code §§ 5.361, 5.371-5.372.

6. Pursuant to 52 Pa.Code §§ 1.21 & 1.22, you may represent yourself, if you are an individual, or you may have an attorney licensed to practice law in the Commonwealth of Pennsylvania, or admitted *Pro Hac Vice*, represent you. However, if you are a partnership, corporation, trust, association, or governmental agency or subdivision, you must have an attorney licensed to practice law in the Commonwealth of Pennsylvania, or admitted *Pro Hac Vice*, represent you in this proceeding. Unless you are an attorney, you may not represent someone else. Attorneys shall insure that their appearance is entered in accordance with the provisions of 52 Pa.Code § 1.24(b).

7. Failure of a party to attend the Prehearing Conference, or notify the Administrative Law Judge of their desire to fully participate without good cause shown, shall constitute a waiver of all objections to the agreements reached and matters decided at the Prehearing Conference, including, but not limited to, any special discovery rules and the litigation schedule established for this case. 52 Pa.Code §§ 5.222(e) & 5.224.

8. Any party may request to change in status from an inactive party an active party or from active party to become an inactive party by sending an email to the presiding officers and the active parties to this proceeding.

9. You must serve the presiding Administrative Law Judge directly by email with a copy of any document that you file in this proceeding. If you send the undersigned any correspondence or document, you must send a copy to all other parties. For your convenience, a copy of the Commission's current service list of the parties to this proceeding is enclosed with this Order.

Date: January 7, 2026

/s/

Mary D. Long
Administrative Law Judge

A-2025-3058927, A-2025-3058928, & A-2025-3058929 - 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

KENNETH M. KULAK ESQUIRE
MARK A. LAZAROFF ESQUIRE
CATHERINE G. VASUDEVAN ESQUIRE
BROOKE E. MCGLINN ESQUIRE
MORGAN LEWIS AND BOCKIUS LLP
2222 MARKET STREET
PHILADELPHIA PA 19103-2921
215.963.5384
215.963.4603
215.963.5952
215.963.5404
ken.kulak@morganlewis.com
mark.lazaroff@morganlewis.com
catherine.vasudevan@morganlewis.com
bmcglinn@morganlewis.com
Served via eService January 7, 2026
(Counsel for American Water Works Company, Inc. and Alpha Merger Sub, Inc.)

ALEXANDER R. STAHL ESQUIRE
KIMBERLY JOYCE ESQUIRE
762 WEST LANCASTER AVENUE
BRYN MAWR PA 19010
610.645.1130
610.645.1077
astahl@aquaamerica.com
kajoyce@aquaamerica.com
Served via eService January 7, 2026
(Counsel for Aqua Pennsylvania, Inc. and Essential Utilities, Inc.)

ANTHONY D. KANAGY ESQUIRE
GARRETT P. LENT ESQUIRE
HAYLEY E. WILBURN ESQUIRE
EMILY GRECU ESQUIRE
17 NORTH 2ND STREET, 12TH FLOOR
HARRISBURG PA 17101-1601
717.612.6034
717.612.6032
412.506.6362
412.506.6368
akanagy@postschell.com
glent@postschell.com
hwilburn@postschell.com
egrecu@postschell.com
Served via eService January 7, 2026
(Counsel for Essential Utilities, Inc., Aqua Pennsylvania, Inc., Aqua Pennsylvania Wastewater, Inc., and Peoples Natural Gas Company LLC)

MEAGAN MOORE ESQUIRE
PEOPLES NATURAL GAS COMPANY LLC
375 NORTH SHORE DRIVE
PITTSBURGH PA 15212
412.208.6527
814.490.4153
meagan.moore@peoples-gas.com
Served via eService January 7, 2026
(Counsel for Peoples Natural Gas Company)

STEVEN C. GRAY ESQUIRE
OFFICE OF SMALL BUSINESS ADVOCATE
FORUM PLACE
555 WALNUT STREET, 1ST FLOOR
HARRISBURG PA 17101
717.783.2525
717.783.2831
sgray@pa.gov
Served via Email January 7, 2026

ALLISON C. KASTER RATE COUNSEL
PA PUC BIE LEGAL TECHNICAL
400 NORTH STREET, 2ND FLOOR WEST
HARRISBURG PA 17120
717.783.7998
717.787.4887
akaster@pa.gov
Served via eService January 7, 2026

HARRISON W. BREITMAN ESQUIRE
*JOEL H. CHESKIS ESQUIRE
JOHNATHAN LONGHURST ESQUIRE
CRYSTAL M. ZOOK ESQUIRE
OFFICE OF CONSUMER ADVOCATE
FORUM PLACE
555 WALNUT STREET, 5TH FLOOR
HARRISBURG PA 17101
717.780.4536
717.783.5048
hbreitman@paoca.org
jcheskis@paoca.org
jlonghurst@paoca.org
czook@paoca.org
pawcaquaexternal@paoca.org
Served via eService January 7, 2026
*Served via Email January 7, 2026

RIA PEREIRA ESQUIRE
LAUREN BERMAN ESQUIRE
ELIZABETH R. MARX ESQUIRE
JOHN SWEET ESQUIRE
LEVI PHILLIPS ESQUIRE
PA UTILITY LAW PROJECT
118 LOCUST STREET
HARRISBURG PA 17101
717.710.3825
717.236.9486
717.701.3837
rpereira@pautilitylawproject.org
lberman@pautilitylawproject.org
emarx@pautilitylawproject.org
jsweet@pautilitylawproject.org
lphillips@pautilitylawproject.org
Served via eService January 7, 2026

THOMAS WYATT ESQUIRE
MATTHEW OLESH ESQUIRE
*MATTHEW SELMASSKA ESQUIRE
OBERMAYER REBMANN MAXWELL & HIPPEL LLP
1500 MARKET STREET, SUITE 3400
PHILADELPHIA PA 19102
215.665.3200
215.665.3043
215.665.3001
thomas.wyatt@obermayer.com
matthew.olesh@obermayer.com
matthew.selmasska@obermayer.com
Served via eService January 7, 2026
*Served via Email January 7, 2026
(Counsel for York Twp., West Manchester Twp., Spring Garden Twp., Manchester Twp., East Whiteland Twp., County of Delaware, and City of Butler)

ALEX J. BAUMLER ESQUIRE
LAMB MCERLANE PC
24 EAST MARKET STREET, BOX 565
WEST CHESTER PA 19381
610.701.3277
alex@skilkennylaw.com
Served via eService January 7, 2026
(Solicitor for East Norriton Twp)

JOSEPH W. JESIOLOWSKI ESQUIRE
*KEVIN D. KENT ESQUIRE
CLARK HILL PLC
CLARK HILL TWO COMMERCE SQUARE
2001 MARKET STREET, SUITE 2620
PHILADELPHIA PA 19103
215.640.8500
jjesiolowski@clarkhill.com
kkent@clarkhill.com
Served via eService January 7, 2026
*Served via Email January 7, 2026
(Counsel for Chester Water Authority)

MICHAEL MADDREN ESQUIRE
MURPHY MADDREN LTD
6 DICKINSON DRIVE, SUITE 115
CHADDS FORD PA 19317
610.565.1210
mike@murphymaddren.com
Served via eService January 7, 2026
(Counsel for Upland Borough)

MAUREEN B. CARLTON ESQUIRE
*ANDREW GRIFFIN ESQUIRE
*AARON NELSON ESQUIRE
CURTIN & HEEFNER LLP
1040 STONY HILL ROAD
YARDLEY PA 19067
215.736.2521
mbc@curtinheefner.com
apg@curtinheefner.com
adn@curtinheefner.com
Served via eService January 7, 2026
*Served via Email January 7, 2026
(Counsel for Twp of Lower Makefield)