

**Application of Pennsylvania-American Water Company for Acquisition of Substantially
All of the Assets, Properties and Rights Related to the Wastewater System Owned and
Operated by the City of Pittston**

66 Pa. C.S. §1329

Application Filing Checklist – Water/Wastewater

Docket No. A-2025-3056419

APPENDIX I

Verification Statement – PAWC Board Approval of
City of Pittston Wastewater Acquisition

PENNSYLVANIA AMERICAN WATER

Unanimous Consent of Directors

The undersigned, being all of the Directors of Pennsylvania-American Water Co., a Pennsylvania corporation (the “Company”), do hereby approve, adopt and consent to the following resolutions and agree that said resolutions shall have the same force and effect as though duly adopted at a meeting of the Board of Directors duly called and held:

WHEREAS, the City of Pittston (“Pittston”) owns and operates a combined sanitary and storm wastewater collection system that provides sewer service to various customers in Pittston, (the “Assets”); and

WHEREAS, the City solicited bids for the sale of the Assets; and

WHEREAS, the Company was selected as the successful bidder to negotiate the purchase and sale of the Assets from the City to the Company; and

WHEREAS, the Company and Pittston have been engaged in discussions and negotiations regarding the terms pursuant to which the Company would acquire the Assets from Pittston; and

WHEREAS, the Company desires to purchase the Assets from Pittston pursuant to the terms that have been discussed and memorialized in an asset purchase agreement (APA) entered into by the parties on May 30, 2025, and other associated documents; and

WHEREAS, based on all of the foregoing, the Company requests the proper officers including but not limited to the President or a Vice President of the Company be authorized to take the necessary actions on behalf of the Company to complete the acquisition such that (1) the Company acquires the Assets for a maximum aggregate purchase price of Twenty-Six Million Four Hundred Forty Thousand Dollars (\$26,440,000.00) in cash, and (2) in addition to the APA, negotiate the terms and conditions of, and execute and deliver other appropriate

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contracts, agreements, instruments, certificates and other documents, related to the purchase of the Assets.

NOW, THEREFORE, BE IT RESOLVED that entering into and execution of the APA by the Company is hereby approved, ratified and confirmed; and further

RESOLVED that the Board hereby authorizes and delegates authority to the proper officers including but not limited to the President or a Vice President of the Company to take the necessary actions on behalf of the Company to complete the acquisition such that (1) the Company acquires the Assets for a maximum aggregate purchase price of Twenty-Six Million Four Hundred Forty Thousand Dollars (\$26,440,000.00) in cash, and (2) in addition to the APA, negotiate the terms and conditions of, and execute and deliver other appropriate contracts, agreements, instruments, certificates and documents related to the purchase of the Assets; and further

RESOLVED, that the proper officers of the Company, or their designees, are hereby authorized and directed, for and on behalf of the Company, to execute and deliver all such documents and to do all such other acts or things as they may determine necessary to complete the purpose of this resolution; and further

RESOLVED, that any and all actions previously taken by such proper officers of the Company in executing and delivering to Seller an agreement to purchase the Assets are ratified, confirmed and approved.

[Remainder Intentionally Blank; Signature Page Follows]

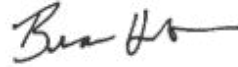
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All signatures need not appear on the same copy of this consent.



18 Jul, 2025 5:46:16 AM EST

J. Ladner



18 Jul, 2025 10:02:55 AM EST

B. Holbert



21 Jul, 2025 12:28:02 PM EST

C. Chard