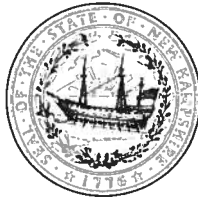


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August 28, 2017

Re: DW 17-114, Eversource Energy & Aquarion Water Company of New Hampshire, Inc.
Acquisition of Aquarion Water Company of New Hampshire, Inc.
Results of Prehearing Conference and Procedural Schedule

To the Parties:

On August 17, 2017, the Commission held a duly noticed prehearing conference in the above-captioned matter. Appearances were entered by Eversource Energy, Aquarion Water Company of New Hampshire, Inc., the Town of Hampton, the Town of North Hampton and North Hampton Water Commission, Representative Robert 'Renny' Cushing, Representative Mindi Messmer, Representative Phil Bean, the Office of the Consumer Advocate, and Commission Staff.

Petitions to intervene were filed by the Town of Hampton, the Town of North Hampton, and the North Hampton Water Commission. The Commission granted interventions to Representatives Robert Renny Cushing, Phil Bean, and Mike Edgar. Inasmuch as they have standing as customers and ratepayers of Aquarion Water Company and may represent their own private interests in this proceeding. The Commission denied intervention to Representatives Mindi Messmer and Jim McConnell because they did not demonstrate a right, duty, privilege, immunity or legal or substantial interest sufficient to confer standing, or otherwise demonstrate the criteria necessary for intervention pursuant to RSA 541-A:32. Representative Messmer could not demonstrate that she was a current customer of Aquarion, and Representative McConnell resides in Cheshire, a locale not served by Aquarion. At the prehearing conference, the Commission explained that being an elected representative of a district in which a utility operates does not confer standing. Representatives Le and McConnell did not attend the prehearing conference. The Commission will permit Representatives Le and McConnell five days from the date of this letter to make a filing that demonstrates she/he are a customer of Aquarion or otherwise how their personal rights, privileges or immunities are affected by this proceeding. The Commission has decided that, if Representative Le and McConnell do not make such a filing within the five day period, their petition to intervene shall be considered denied.

At the prehearing conference, Eversource Energy and Aquarion Water Company agreed to waive the time periods under RSA 369:8(b) but not the "protections" of the "adverse effect" standard, so long as the petitioners receive an order fully deciding their petition no later than October 25, 2017. The parties then went into technical session to agree upon an expedited procedural schedule for this docket. The Commission has accepted the petitioners' waiver and committed to issuing an order fully addressing approval or denial of the petition by October 25, 2017, as outlined in the procedural schedule listed below.

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The Commission has determined that, at the final merits hearing, the parties shall be prepared to demonstrate whether the acquisition, as proposed, will have an adverse effect on rates, terms, service, or operation of Aquarion Water Company within New Hampshire. See RSA 369:8(b)(3). If the Commission finds that an adverse effect exists, then the Commission will address approval of the acquisition under RSA 374:33. See RSA 369:8(b)(5). Consequently, the parties must be prepared at the final merits hearing to demonstrate whether the acquisition is "lawful, proper and in the public interest." See RSA 374:33.

The Commission has deferred ruling on Petitioners' motion for confidential treatment of pricing and indemnity provisions contained in the acquisition agreement. At the prehearing conference, the Commission directed the Petitioners to refile the redacted and confidential versions of the acquisition agreement in a fashion that clearly delineates the confidential portions of the document from the non-confidential.

Finally, the Commission has approved the following procedural schedule:

Data Requests	August 28, 2017
Responses to Data Requests	September 11, 2017
Technical Session at Eversource/Manchester	September 19, 2017, 1:00 p.m.
Hearing in the Merits	October 5, 2017, 1:30 p.m.
Final Order/Secretarial Letter	October 25, 2017

Sincerely,



Debra A. Howland
Executive Director

cc: Docket File
Service List