

THE STATE OF NEW HAMPSHIRE

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April 28, 2011

Re: DW 11-026, City of Nashua, et al.
Joint Petition for Acquisition of Pennichuck Corporation

DW 04-048, City of Nashua
Petition for Valuation Pursuant to RSA 38:9
Procedural Matters

To the Parties:

On February 4, 2011, the City of Nashua, Pennichuck Corporation, Pennichuck Water Works, Inc., Pennichuck East Utility, Inc., and Pittsfield Aqueduct Company, Inc. (collectively, Joint Petitioners) filed a Joint Petition for Approval of the Acquisition of Pennichuck Corporation by the City of Nashua (Joint Petition) pursuant to the terms of an Agreement and Plan of Merger (Merger Agreement) filed with the Commission on November 16, 2010 in DW 04-048 (the eminent domain docket). The Joint Petition has been docketed as DW 11-026. The Joint Petitioners also filed a Motion to Consolidate the Joint Petition with the eminent domain docket, DW 04-048.

In support of the Motion to Consolidate, the Joint Petitioners represent, among other things, that the Merger Agreement contemplates the settlement of all issues raised in the eminent domain docket, that the public interest determination required in the Commission's review of the Merger Agreement pursuant to special legislation enacted in 2007 (and further amended in 2010) was made by the Commission in the eminent domain docket, and that consolidation of the two dockets would allow for a more efficient review of the Merger Agreement.

The Commission has determined that granting the Motion to Consolidate will promote the orderly and efficient conduct of the proceedings. Furthermore, the intervention requests in DW 11-026 of Fred S. Teebom, Merrimack Valley Regional Water District, Town of Milford, Town of Merrimack and Anheuser-Busch are granted. Any other party to DW 04-048 that intends to continue its participation in this matter must notify the Commission no later than May 27, 2011.

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Finally, pursuant to RSA 363:32, II, Mark A. Naylor, Director of the Gas & Water Division, was designated by the Commission as a "staff advocate" in DW 04-048, the eminent domain docket. The Commission invites parties to file comments by May 27, 2011 on whether it is appropriate to continue that designation.

Sincerely,

A handwritten signature in blue ink that reads "Debra A. Howland / ael". The signature is written in a cursive style.

Debra A. Howland
Executive Director

cc: Service List
Docket Files