

## FIRST AMENDMENT TO MONEY POOL AGREEMENT

This First Amendment to Money Pool Agreement is entered into and is effective as of August 24, 2020, by and between **LIBERTY UTILITIES CO.** (“**LUCo**”), Liberty Utilities (EnergyNorth Natural Gas) Corp., Liberty Utilities (Granite State Electric) Corp., Liberty Utilities (New England Natural Gas) Corp., Liberty Utilities (Peach State Natural Gas) Corp. and Liberty Utilities (Pine Bluff Water) Corp., the other direct and indirect subsidiaries or affiliates of LUCo that from time to time may be party to this Agreement (each an “**Eligible Borrower**” and a “**Party**”, and together with LUCo, the “**Parties**”).

### RECITALS

WHEREAS, the Parties entered into that certain Money Pool Agreement dated November 27, 2017 (the “**Agreement**”); and

WHEREAS, the Agreement was executed by only one officer of each Party to the Agreement while the respective board resolutions authorizing participation in the Agreement required any two officers of each Party to execute the Agreement; and

WHEREAS, the Agreement identifies the interest rate basis used for paying interest to investing parties and charging interest to borrowing parties; and

WHEREAS, LUCo commenced issuance of commercial paper on or about July 24, 2019 after which commercial paper became the Company’s primary source of external short-term financing; and

WHEREAS, the Agreement does not mention the interest rate associated with LUCo’s commercial paper issuances as being a basis for determining the interest rate applied to investing and borrowing party activity.

NOW, THEREFORE, in consideration of the premises and the mutual agreements, covenants and provisions contained herein, the Parties hereto agree as follows:

1. Section 1.06 Interest of the Agreement is deleted in its entirety and replaced with the following:

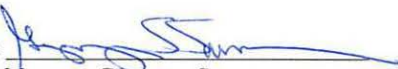
Section 1.06 Interest. The daily outstanding balance of funds contributed to and lent through the Money Pool will earn interest and the daily outstanding balance of all funds borrowed from the Money Pool shall bear interest at the daily weighted average interest rate paid for funds obtained by LUCo from its commercial paper program. Should commercial paper funding be unavailable for any reason, or if commercial paper is no longer a funding source for LUCo, the applicable interest rate shall be equal to the lowest rate payable on borrowings under LUCo’s Credit Agreement with JPMorgan Chase Bank, N.A. and the other lender parties thereto dated as of February 23, 2018 (as the same may be amended, restated, refinanced, or replaced from time to time, the “**LUCo Credit Agreement**”), determined as if a borrowing with a 30-day interest period had occurred under the LUCo Credit Agreement as of the first day of the month in which the applicable contribution to or borrowing from the Money Pool occurs. Each borrowing Party will be deemed to borrow funds in the Money Pool pro rata from each of the Parties that contributes funds in the proportion that the total amount invested by each such contributor bears to the total amount then invested in the Money Pool by all contributing Parties.

2. The officers signing below for their respective organizations desire that their signatures should also be deemed as applying to the Agreement itself in addition to this First Amendment.
3. All other terms and conditions of the Agreement shall remain in full force and effect.

IN WITNESS WHEREOF, the parties hereto have caused this Amendment to be duly executed and delivered by their respective authorized officers as of the day and year first above written.

*(Signature Page to follow)*

**LIBERTY UTILITIES CO.**

By:   
Name: Gregory Sorensen  
Title: President

\_\_\_\_\_  
Name: James Sweeney  
Title: Treasurer

**ELIGIBLE BORROWERS:**

**Liberty Utilities (EnergyNorth Natural Gas) Corp**

By: \_\_\_\_\_  
Name: Susan Fleck  
Title: President

\_\_\_\_\_  
Name: James Sweeney  
Title: Treasurer

**Liberty Utilities (Granite State Electric) Corp.**

By: \_\_\_\_\_  
Name: Susan Fleck  
Title: President

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Name: James Sweeney  
Title: Treasurer

**Liberty Utilities (New England Gas Company) Corp.**

By: \_\_\_\_\_  
Name: Peter Eichler  
Title: President

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Name: James Sweeney  
Title: Treasurer

**Liberty Utilities (Peach State Natural Gas) Corp.**

By: \_\_\_\_\_  
Name: Charles A. Rossi  
Title: President

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Name: James Sweeney  
Title: Treasurer

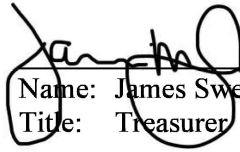
**Liberty Utilities (Pine Bluff Water) Corp.**

By: \_\_\_\_\_  
Name: David R. Swain  
Title: President

\_\_\_\_\_  
Name: Tisha A. Sanderson  
Title: VP Finance & Administration

**LIBERTY UTILITIES CO.**

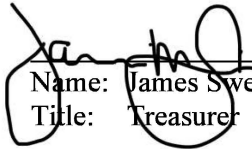
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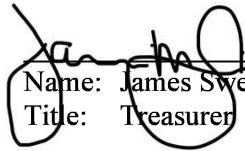
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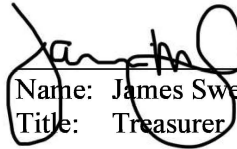
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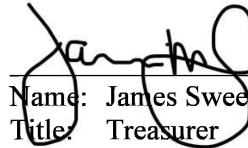
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Title: Treasurer

**ELIGIBLE BORROWERS:**

**Liberty Utilities (EnergyNorth Natural Gas) Corp**

By: **Susan Fleck** \_\_\_\_\_  
Digitally signed by  
Susan Fleck  
Date: 2020.08.25  
09:08:10 -0400  
Name: Susan Fleck  
Title: President

\_\_\_\_\_  
Name: James Sweeney  
Title: Treasurer

**Liberty Utilities (Granite State Electric) Corp.**

By: **Susan Fleck** \_\_\_\_\_  
Digitally signed by  
Susan Fleck  
Date: 2020.08.25  
16:52:31 -0400  
Name: Susan Fleck  
Title: President

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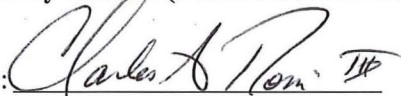
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