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May 20, 2019

NHPUC 21MAY19PM3:03

Debra Howland, Executive Director
NH Public Utilities Commission
21 South Fruit Street, Suite 10,
Concord, N.H. 03301-2429

Re: Abenaki Water Co., Inc., Acquisition Closing Agreement for Tioga River Water Company, Inc., Docket No. DW 18 – 108

Dear Executive Director Howland:

Order No. 26,231 directed that Abenaki Water Co., Inc. (“Abenaki”) “shall forward an executed copy of the acquisition closing agreement to the Commission within 30 days after the acquisition closing date”. I have enclosed an original and seven copies of acquisition closing documents, effective April 30, 2019, for filing with the Commission in compliance with the Commission’s Order.

Please note that the acquisition approved by the Commission did not involve an “acquisition closing agreement” because it was approved as a transfer of assets rather than a transfer of ownership shares. Therefore, in order to document all of the assets acquired, I have enclosed: (1) the recorded Deed and two recorded Assignments of Easements; (2) the Mortgage Assumption Agreement between Abenaki and the State of New Hampshire; (3) the updated Closing Schedules and Exhibits; and (4) the Bill of Sale and Assignment. These documents reflect all of the assets acquired by Abenaki under the terms of the approved Asset Purchase Agreement. All of the accounts and costs will be recorded and maintained as required by the Commission’s *Uniform System of Accounts* and reflected in Abenaki’s Annual Report.

Please note that I have not included those documents and schedules relating to the acquisition which contain sensitive commercial and financial information such as Tax IDs, routing numbers and other confidential information that is protected from disclosure under State and Federal law. If required, Abenaki can make this information available for review by the Commission pursuant to its general supervisory authority. However, filing this confidential information would require its redaction and a protective order which seemed to be an

May 20, 2019
Page 2

unnecessary and inefficient step for a proceeding in which neither third parties nor the Office of Consumer Advocate intervened or participated.

Thank you for your assistance in this proceeding. If you have any questions, please feel free to contact me.

Very truly yours,



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JCR
Enclosure