

**THE STATE OF NEW HAMPSHIRE
PUBLIC UTILITIES COMMISSION**

DW 17-114

**EVERSOURCE ENERGY
AND
AQUARION WATER COMPANY
OF NEW HAMPSHIRE, INC.**

**Joint Approval for Acquisition
of Aquarion Water Company of New Hampshire, Inc. by
Eversource Energy**

ORDER OF NOTICE

On June 29, 2017, Eversource Energy and Aquarion Water Company of New Hampshire, Inc. (Eversource and Aquarion, respectively, or collectively, the Companies) filed a joint petition pursuant to RSA 369:8 II and RSA 374:33 to approve the indirect acquisition of Aquarion by Eversource. On June 1, 2017, Eversource, as purchaser, and Macquarie Utilities Holdings, GP as seller, entered into a purchase and sale agreement by which Eversource will acquire all of the issued and outstanding stock of Macquarie Utilities, Inc. (MUI). The transaction will result in Eversource having ownership and control of MUI and its subsidiaries Aquarion Company, Aquarion Water Company and Aquarion. Aquarion is a New Hampshire corporation and public utility as defined by RSA 362:2. Aquarion serves approximately 9,500 customers in the Towns of Hampton, North Hampton and Rye, New Hampshire. Aquarion Company is a Delaware corporation and the parent company of Aquarion Water Company. Aquarion Water Company is a Connecticut corporation and the parent company of Aquarion.

Upon the satisfaction of all conditions for the closing, including approval by the Commission, Eversource will be the holding company and sole stockholder of MUI and MUI will be a wholly-owned subsidiary of Eversource. MUI will be renamed Eversource Aquarion

Holdings, Inc. and remain the holding company of the Aquarion subsidiaries. There will be no change in Aquarion's corporate structure. The petition and subsequent docket filings, other than any information for which confidential treatment is requested of or granted by the Commission, will be posted to the Commission's website at

<http://www.puc.nh.gov/Regulatory/Docketbk/2017/17-114.html>

The filing raises, *inter alia*, issues related to RSA 369:8, II(b)(1) which provides that Commission approval for the acquisition shall not be required if the Companies demonstrate "that the transaction will not adversely affect rates, terms, service, or operation of the public utility within this state" and RSA 374:33 which provides that no public utility or utility holding company shall directly or indirectly acquire more than 10 percent, or more of the stocks or bonds of any other public utility or public utility holding company doing business in this state "unless the commission finds that such acquisition is lawful, proper and in the public interest." Each party has the right to have an attorney represent the party at the party's own expense.

Based upon the foregoing, it is hereby

ORDERED, that a Prehearing Conference, pursuant to N.H. Code Admin. Rules Puc 203.15, be held before the Commission located at 21 S. Fruit St., Suite 10, Concord, New Hampshire on August 17, 2017 at 1:30 p.m., at which each party will provide a preliminary statement of its position with regard to the petition and any of the issues set forth in N.H. Code Admin. Rules Puc 203.15; and it is

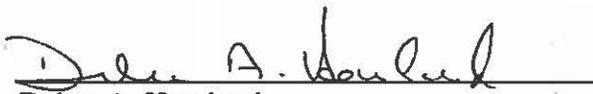
FURTHER ORDERED, that, immediately following the Prehearing Conference, Eversource and Aquarion, the Staff of the Commission and any Intervenors hold a Technical Session to review the petition; and it is

FURTHER ORDERED, that pursuant to N.H. Code Admin. Rules Puc 203.12, Eversource and Aquarion shall notify all persons desiring to be heard at this hearing by publishing a copy of this Order of Notice no later than July 27, 2017, in a newspaper with general circulation in those portions of the state in which operations are conducted, and by serving a copy of this Order of Notice upon the Town Clerk of each of the Towns of Hampton, North Hampton and Rye by first-class mail, postage prepaid, with publication to be documented by affidavit filed with the Commission on or before August 15, 2017; and it is

FURTHER ORDERED, that consistent with N.H. Code Admin. Rules Puc 203.17 and Puc 203.02, any party seeking to intervene in the proceeding shall submit to the Commission seven copies of a Petition to Intervene with copies sent to Eversource and Aquarion and the Office of the Consumer Advocate on or before August 15, 2017, such Petition stating the facts demonstrating how its rights, duties, privileges, immunities or other substantial interest may be affected by the proceeding, as required by N.H. Code Admin. Rule Puc 203.17; and it is

FURTHER ORDERED, that any party objecting to a Petition to Intervene make said Objection on or before August 17, 2017.

By order of the Public Utilities Commission of New Hampshire this thirteenth day of July, 2017.


Debra A. Howland
Executive Director

Individuals needing assistance or auxiliary communication aids due to sensory impairment or other disability should contact the Americans with Disabilities Act Coordinator, NHPUC, 21 S. Fruit St., Suite 10, Concord, New Hampshire 03301-2429; 603-271-2431; TDD Access: Relay N.H. 1-800-735-2964. Notification of the need for assistance should be made one week prior to the scheduled event.

SERVICE LIST - EMAIL ADDRESSES- DOCKET RELATED

Pursuant to N.H. Admin Rule Puc 203.11 (a) (1): Serve an electronic copy on each person identified on the service list.

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FILING INSTRUCTIONS:

- a) Pursuant to N.H. Admin Rule Puc 203.02 (a), with the exception of Discovery, file 7 copies, as well as an electronic copy, of all documents including cover letter with: DEBRA A HOWLAND
EXEC DIRECTOR
NHPUC
21 S. FRUIT ST, SUITE 10
CONCORD NH 03301-2429
- b) Serve an electronic copy with each person identified on the Commission's service list and with the Office of Consumer Advocate.
- c) Serve a written copy on each person on the service list not able to receive electronic mail.