



AMERICAN WATER  
**NYSE: AWK**

**2016 Fourth Quarter Earnings Conference Call**  
**February 22, 2017**

# Forward-Looking Statements



**Ed Vallejo**  
**Vice President Financial Planning  
and Investor Relations**

# Forward-Looking Statements and Other Information

Certain statements in this presentation including, without limitation, 2017 earnings guidance, future earnings growth, the outcome of pending acquisition activity, the amount of future capital investments, adjusted O&M efficiency ratio targets, and estimated outcomes in rate cases and other regulatory proceedings, are forward-looking statements within the meaning of the safe harbor provisions of the Private Securities Litigation Reform Act of 1995 and the Federal securities laws. These forward-looking statements are predictions based on American Water's current expectations and assumptions regarding future events. They are not guarantees or assurances of any outcomes, financial results or levels of activity, performance or achievements, and readers are cautioned not to place undue reliance upon them. The forward-looking statements are subject to a number of estimates and assumptions, and known and unknown risks, uncertainties and other factors. Actual results may differ materially from those discussed in the forward-looking statements included in this press release as a result of the factors discussed in the Company's Annual Report on Form 10-K for the year ended December 31, 2016, and in subsequent filings with the Securities and Exchange Commission (SEC), and because of factors such as: the decisions of governmental and regulatory bodies, including decisions to raise or lower rates; the timeliness and outcome of regulatory commissions' actions concerning rates and other matters; changes in laws, governmental regulations and policies, including environmental, health and safety, water quality, and public utility and tax regulations and policies, and impacts resulting from U.S., state and local elections; potential costs and liabilities of American Water for environmental laws and similar matters resulting from, among other things, water and wastewater service provided to customers, including, for example, water management solutions focused on customers in the natural gas exploration and production market; the outcome of litigation and government action related to the Freedom Industries chemical spill in West Virginia, including matters pertaining to the binding agreement in principle to settle claims related to this chemical spill; weather conditions, patterns or events or natural disasters, including drought or abnormally high rainfall, strong winds, coastal and intercoastal flooding, earthquakes, landslides, hurricanes, tornadoes, electrical storms and solar flares; changes in customer demand for, and patterns of use of, water, such as may result from conservation efforts; its ability to appropriately maintain current infrastructure, including its operational and information technology (IT) systems, and manage the expansion of its business; its ability to obtain permits and other approvals for projects; changes in its capital requirements; its ability to control operating expenses and to achieve efficiencies in its operations; the intentional or unintentional acts of a third party, including contamination of its water supplies or water provided to its customers; exposure or infiltration of its critical infrastructure, operational technology and IT systems through physical or cyber attacks or other disruptions; its ability to obtain adequate and cost-effective supplies of chemicals, electricity, fuel, water and other raw materials that are needed for its operations; its ability to successfully meet growth projections and capitalize on growth opportunities, including its ability to, among other things, acquire and integrate water and wastewater systems into its regulated operations and enter into contracts and other agreements with, or otherwise obtain, new customers in its Market-based Businesses; cost overruns relating to improvements in or the expansion of its operations; our ability to maintain safe work sites; risks and uncertainties associated with contracting with the U.S. government, including ongoing compliance with applicable government procurement and security regulations; changes in general economic, political, business and financial market conditions; access to sufficient capital on satisfactory terms and when and as needed to support operations and capital expenditures; fluctuations in interest rates; restrictive covenants in or changes to the credit ratings on its current or future debt that could increase its financing costs or funding requirements or affect its ability to borrow, make payments on debt or pay dividends; fluctuations in the value of benefit plan assets and liabilities that could increase its financing costs and funding requirements; changes in Federal or state income tax laws, including tax reform, the availability of tax credits and tax abatement programs, and the ability to utilize its U.S. and state net operating loss carryforwards; migration of customers into or out of its service territories; the use by municipalities of the power of eminent domain or other authority to condemn its systems; difficulty in obtaining, or the inability to obtain, insurance at acceptable rates and on acceptable terms and conditions; its ability to retain and attract qualified employees; labor actions, including work stoppages and strikes; the incurrence of impairment charges related to American Water's goodwill or other assets; and civil disturbances, terrorist threats or acts, or public apprehension about future disturbances or terrorist threats or acts; and the impact of new accounting standards or changes to existing standards..

These forward-looking statements are qualified by, and should be read together with, the risks and uncertainties set forth above and the risk factors included in the company's earnings release and Form 10-K, and in subsequent filings with the SEC, and readers should refer to such risks, uncertainties and risk factors in evaluating such forward-looking statements. Any forward-looking statements speak only as of the date this presentation is first given. Except as required by the federal securities laws, the company does not have any obligation, and the company specifically disclaims any undertaking or intention, to publicly update or revise any forward-looking statements, whether as a result of new information, future events, changed circumstances or otherwise. New factors emerge from time to time, and it is not possible for the company to predict all such factors. Furthermore, it may not be possible to assess the impact of any such factor on the company's businesses, either viewed independently or together, or the extent to which any factor, or combination of factors, may cause results to differ materially from those contained in any forward-looking statement. The foregoing factors should not be construed as exhaustive.

All statements in this presentation related to earnings and earnings per share refer to diluted earnings and diluted earnings per share.

# Today's Speakers



**Susan Story**  
President and  
Chief Executive Officer

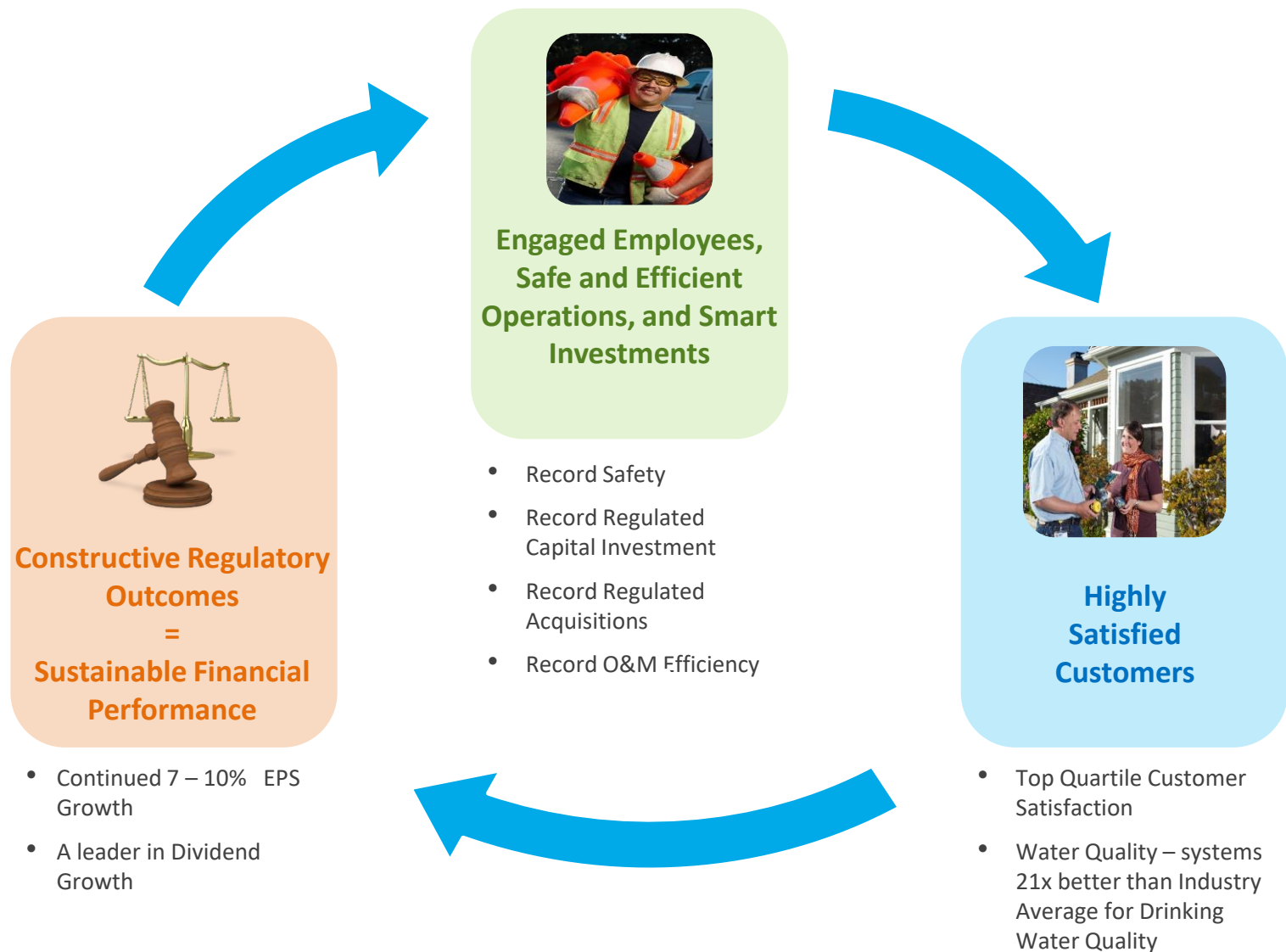


**Walter Lynch**  
Chief Operating Officer

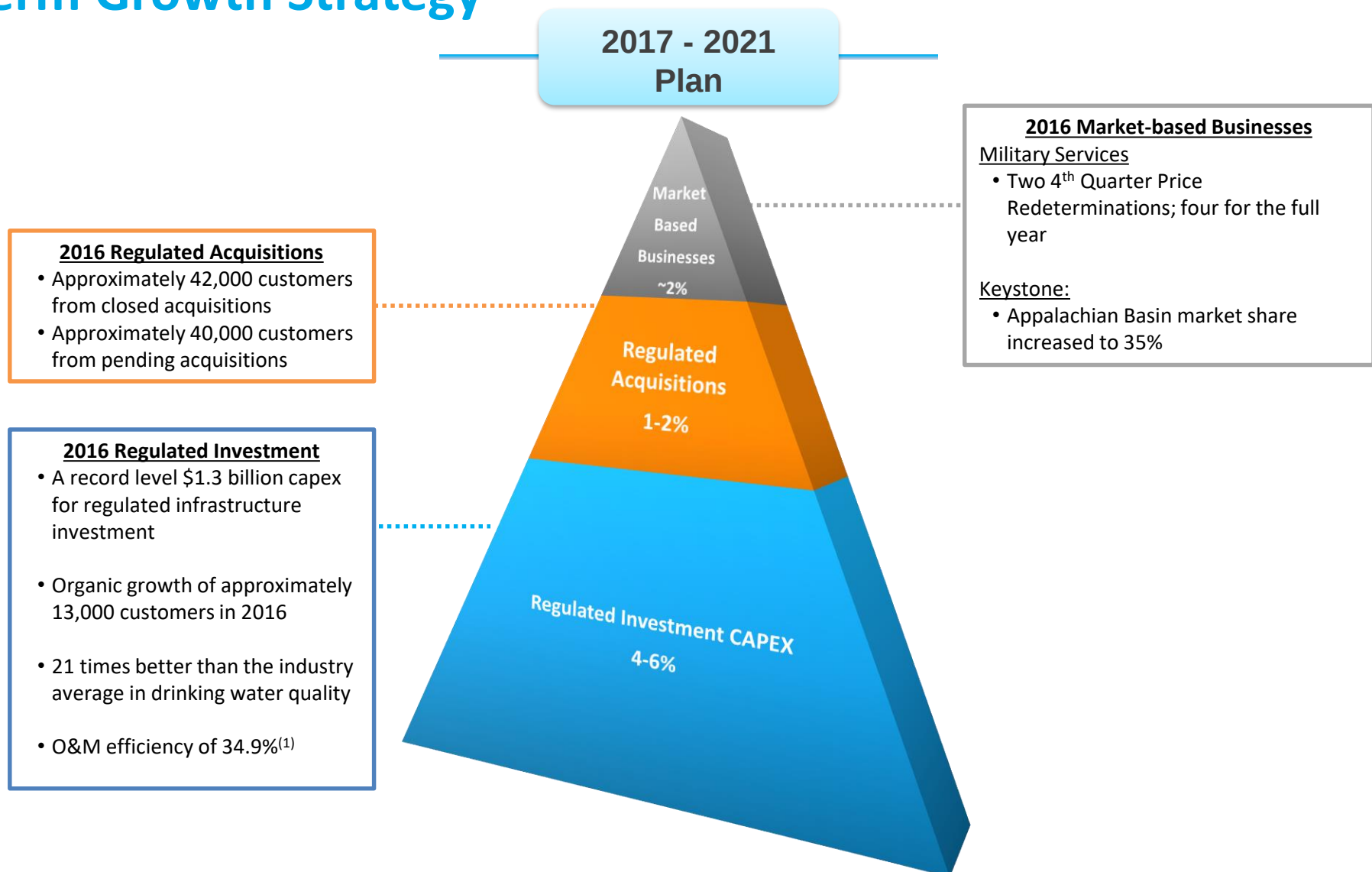


**Linda Sullivan**  
Chief Financial Officer

# 2016 Highlights: Our Success Cycle



# Our Regulated Business Remains the Foundation of our Long Term Growth Strategy



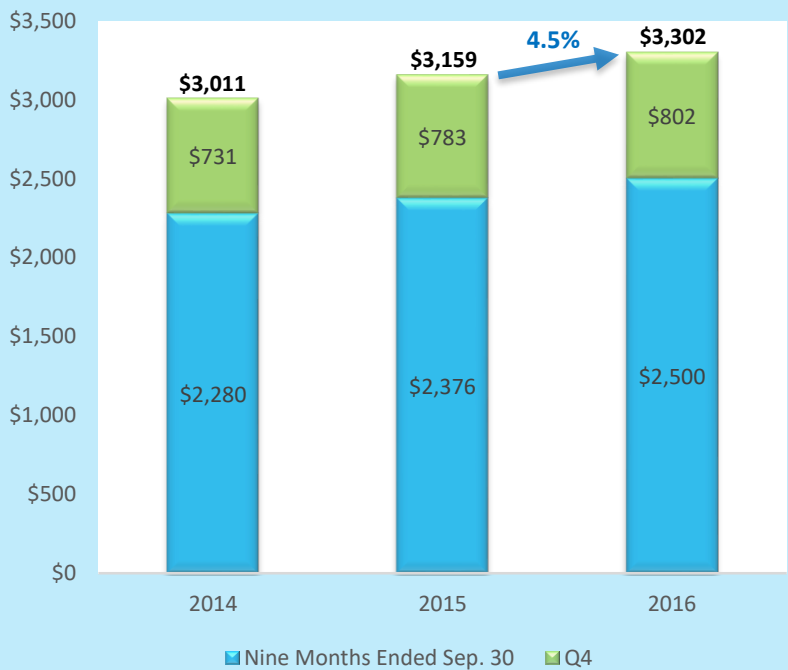
Note: Growth triangle reflects 2017 – 2021 EPS CAGR goal of 7-10% anchored from FY 2015.

(1) For 12-months ended Dec 31, 2016. Non-GAAP measure: please see reconciliation table in appendix.

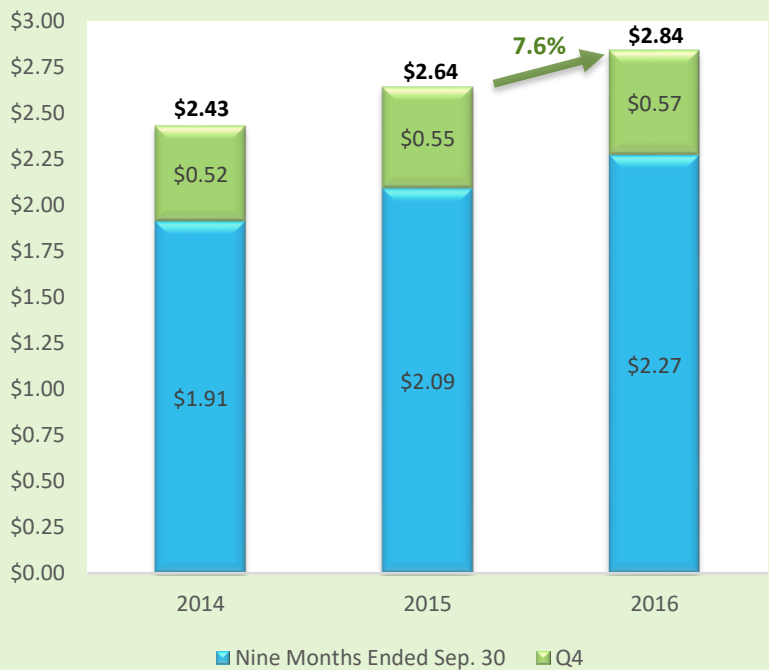
February 2017

# American Water: Strong Full Year Adjusted Results

Operating Revenues  
(in millions)



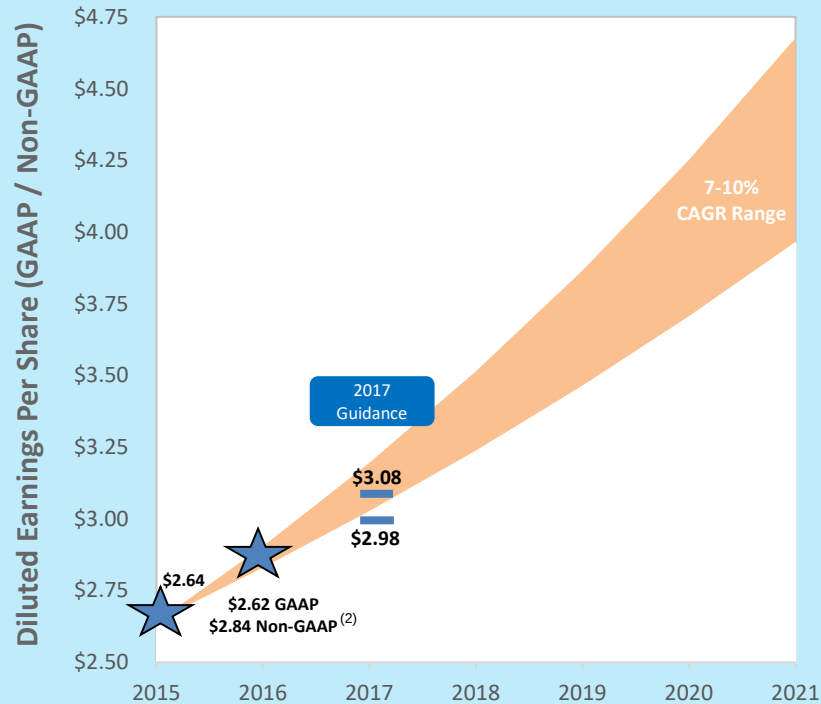
Adjusted Earnings Per Share  
Continuing Operations<sup>(1)</sup>



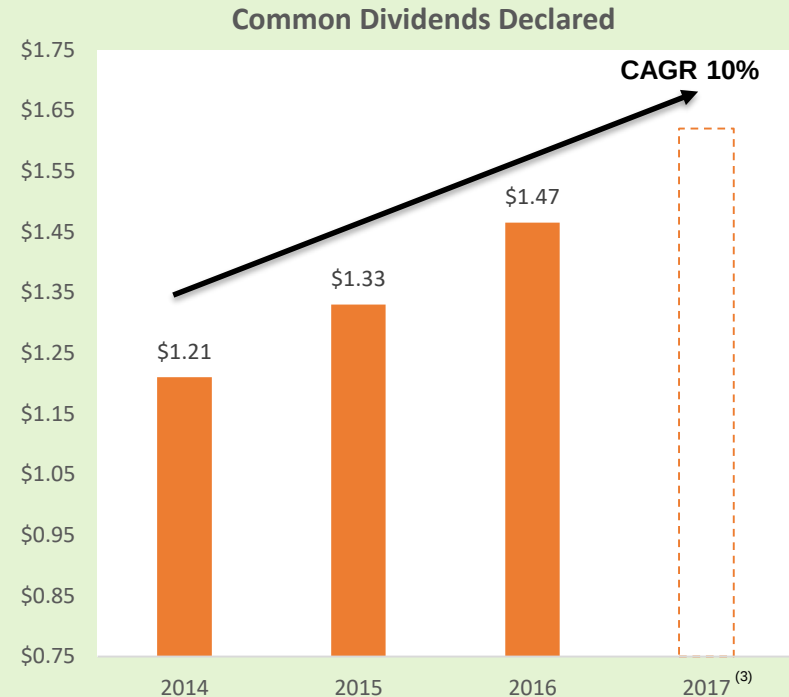
<sup>(1)</sup> Adjusted Earnings Per Share is a non-GAAP measure. See Appendix for reconciliation.

# American Water Continues to Execute

EPS Growth CAGR Target of 7-10% continues through 2021<sup>(1)</sup>



2017 Expected Dividend Growth at the top of long term EPS CAGR



<sup>(1)</sup> Anchored off 2015 EPS.  
<sup>(2)</sup> Adjusted Earnings Per Share is a non-GAAP measure. See Appendix for reconciliation

<sup>(3)</sup> Future dividends are subject to approval of the American Water Board of Directors.

# The Regulated Business



**Walter Lynch**  
**Chief Operating Officer**

# Regulated Businesses Update of the fourth quarter



## Illinois Rate Case

- \$35.2 million rate increase approved by Illinois Commerce Commission
- 9.79% ROE authorized (up from 9.34%)
- Volume Balancing Account approved



## West Virginia DSIC & PSC settlement:

- \$29 million in system-wide upgrades
- Approximately 40% increase in pipe replacement compared to prior year
- PSC's review of our response to the January 9, 2014 Freedom Industries spill



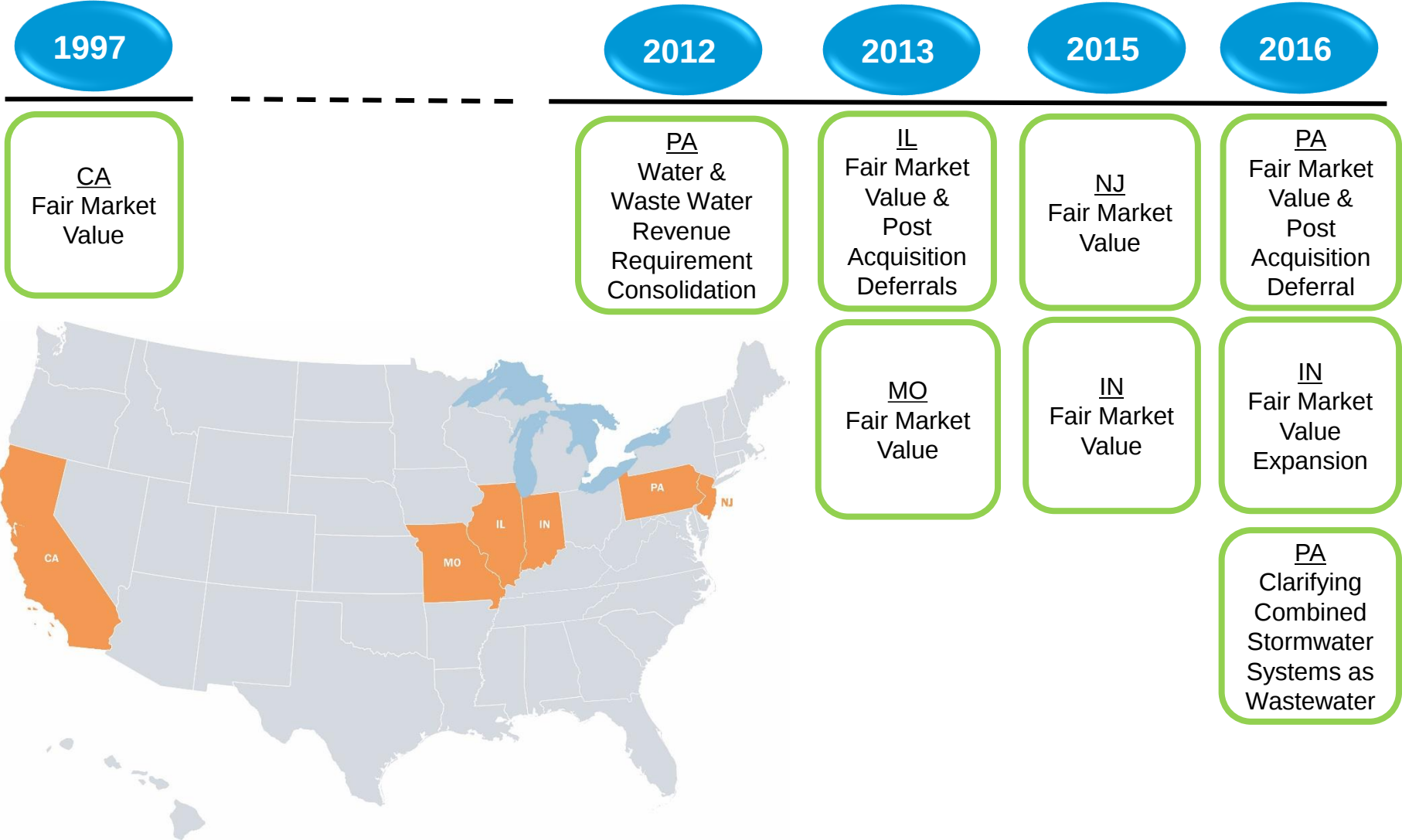
## California Cost of Capital

- Public Utility Commission extension letter submitted – response pending

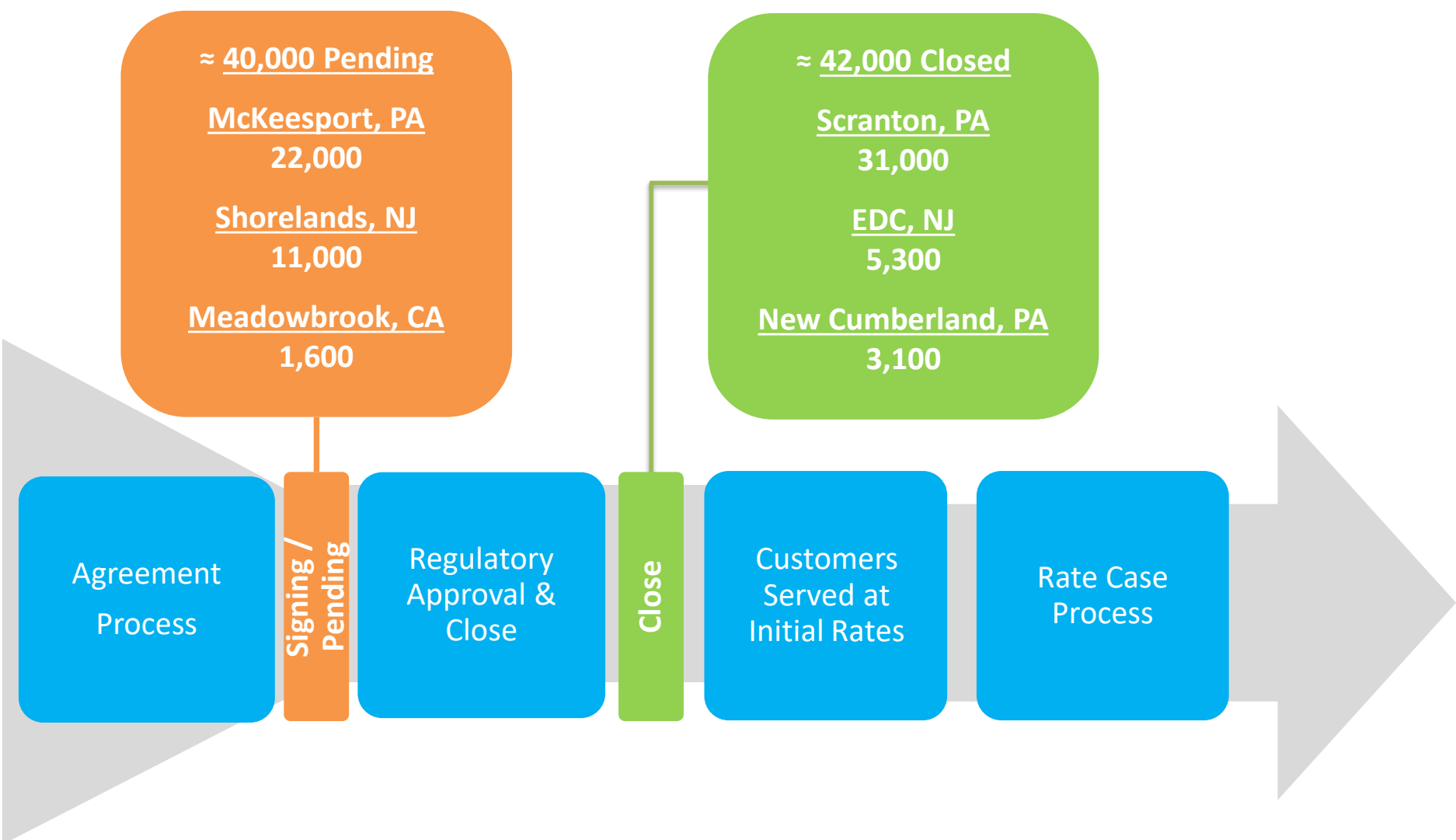


Leadership changes reflect bench strength

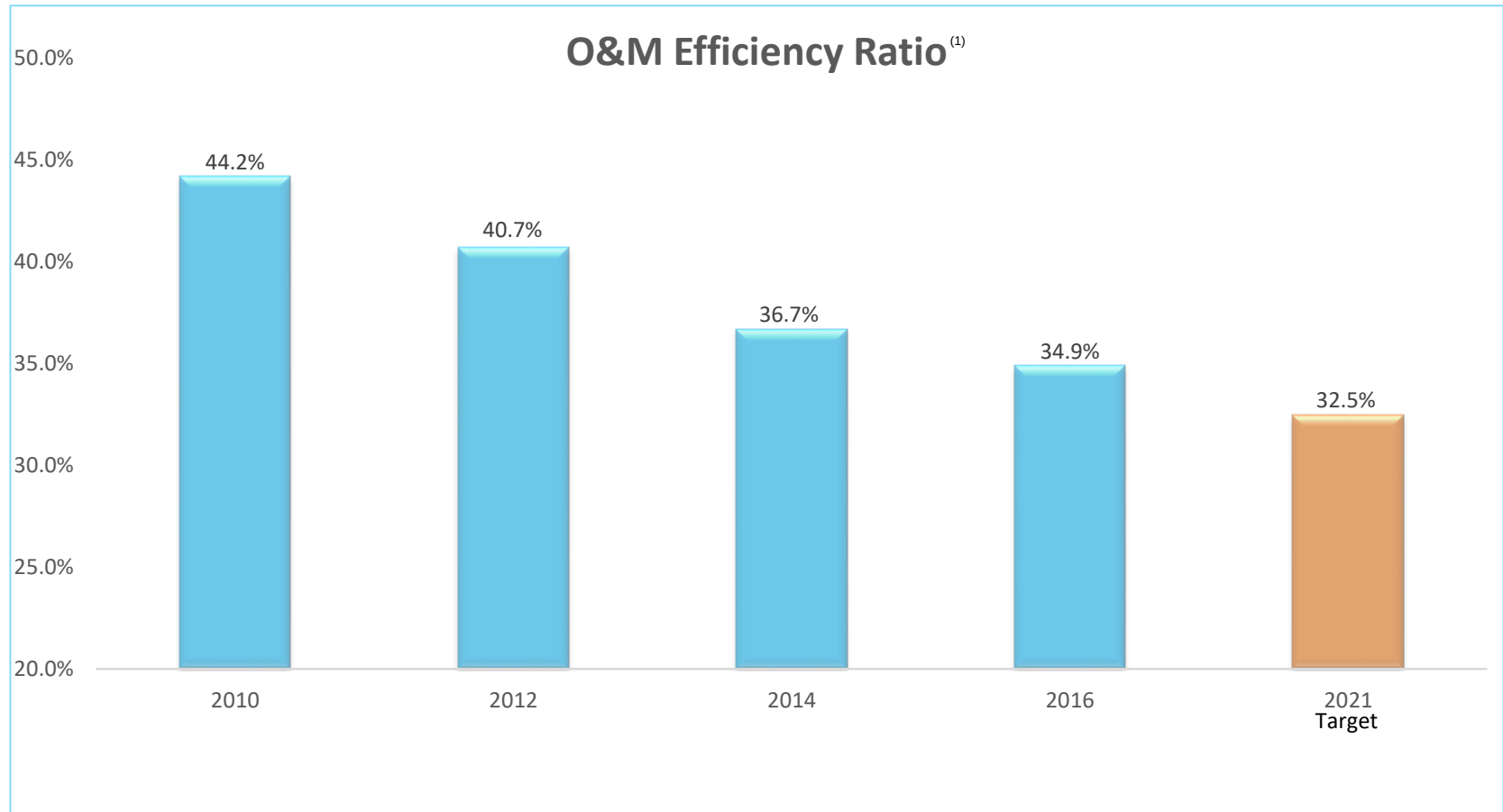
# Legislative advances enable Regulated Growth through Industry Consolidation



# Regulated 2016 Acquisitions update



# O&M Efficiency continues to improve on our way to 32.5% target by 2021



<sup>(1)</sup> O&M Efficiency Ratio - Non GAAP Measure – See appendix for reconciliation

# Regulated Businesses Provide Clean Water for Life

## Drought Relief Provided



21 x Better  
than Industry  
Average for  
Drinking Water  
Quality in 2016



## San Clemente Dam Removal “Green Project of the Year”



# Financial Results



**Linda Sullivan**  
**Chief Financial Officer**

# Earnings Contribution by Business Segment with continued strong Regulated performance

4Q  
2016

## EPS Contribution By Business Segment

(Diluted EPS from Continuing Ops)

|                         | <u>4Q 2016</u>  | <u>4Q 2015</u>  | <u>Change</u>   |
|-------------------------|-----------------|-----------------|-----------------|
| Regulated               | \$0.55          | \$0.54          | \$0.01          |
| Market-Based            | \$0.07          | \$0.06          | \$0.01          |
| Parent Interest & Other | <u>(\$0.05)</u> | <u>(\$0.05)</u> | <u>(\$0.00)</u> |
| <b>Total EPS</b>        | <b>\$0.57</b>   | <b>\$0.55</b>   | <b>\$0.02</b>   |

Full  
Year  
2016

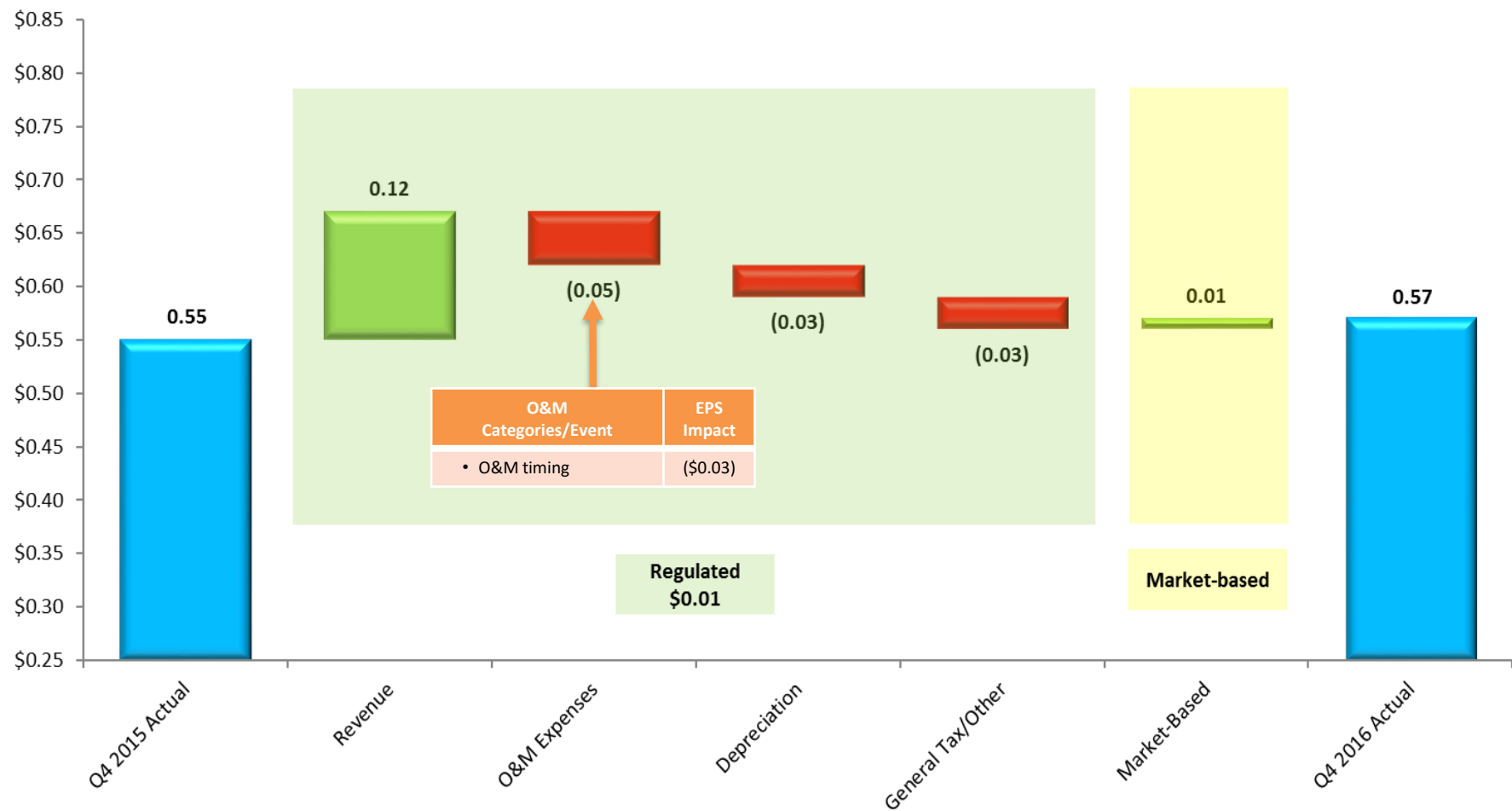
## EPS Contribution By Business Segment

(Diluted EPS from Continuing Ops)

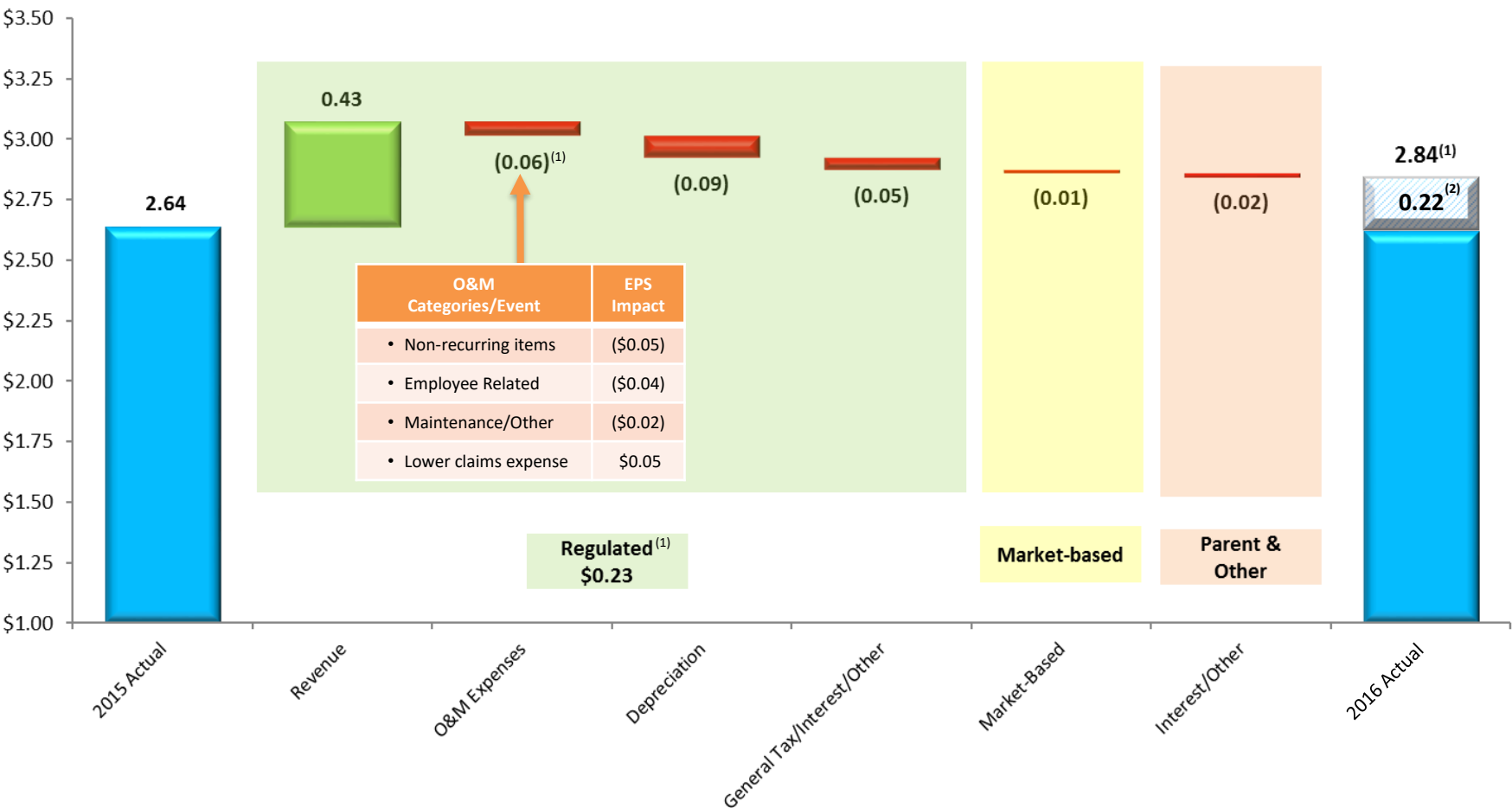
|                                         | <u>Full Year 2016</u> | <u>Full Year 2015</u> | <u>Change</u>   |
|-----------------------------------------|-----------------------|-----------------------|-----------------|
| Regulated                               | \$2.86                | \$2.63                | \$0.23          |
| Market-Based                            | \$0.22                | \$0.23                | (\$0.01)        |
| Parent Interest & Other                 | <u>(\$0.24)</u>       | <u>(\$0.22)</u>       | <u>(\$0.02)</u> |
| <b>Total Adjusted EPS<sup>(1)</sup></b> | <b>\$2.84</b>         | <b>\$2.64</b>         | <b>\$0.20</b>   |
| Freedom Industries Binding Agreement    | (\$0.22)              | -                     | (\$0.22)        |
| <b>Total GAAP EPS</b>                   | <b>\$2.62</b>         | <b>\$2.64</b>         | <b>(\$0.02)</b> |

<sup>(1)</sup> Non-GAAP measure. Please see reconciliation table in appendix.

# Fourth Quarter EPS Results



# 2016 EPS Results – Continued Strong Regulated Growth



<sup>(1)</sup>Adjusted EPS and adjusted O&M expense are non-GAAP measures. Please see reconciliation tables in appendix.  
<sup>(2)</sup>Freedom Industries Binding Agreement in Principle  
Note: For FY 2016 there is a favorable \$0.05 earnings per share impact resulting from weather, although there was no impact year over year

# Rate Filings Completed and Awaiting Final Order

## Rates Effective since January 1, 2016

|                           | Annualized Revenue<br>Increases Effective in<br>2016 | Annualized<br>Revenue Increases<br>Effective Since<br>January 1, 2017 |                                |
|---------------------------|------------------------------------------------------|-----------------------------------------------------------------------|--------------------------------|
| Rate Cases/Step Increases | \$33.0                                               | \$30.5                                                                |                                |
| Infrastructure Charges    | \$59.2                                               | \$2.7                                                                 |                                |
| <b>Total</b>              | <b>\$92.2</b>                                        | <b>\$33.2</b>                                                         | <b>Grand Total<br/>\$125.4</b> |

## Rate Cases Awaiting Final Order as of February 20, 2017

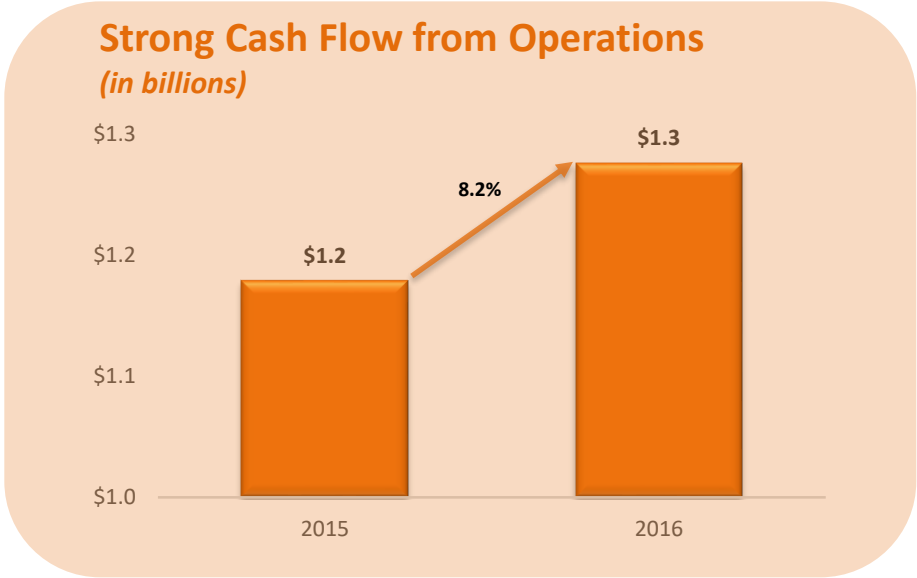
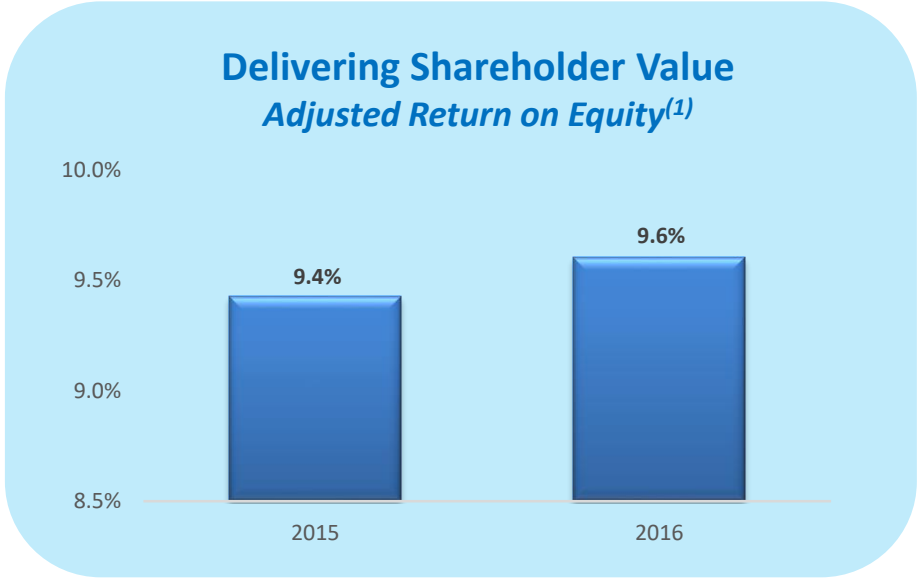
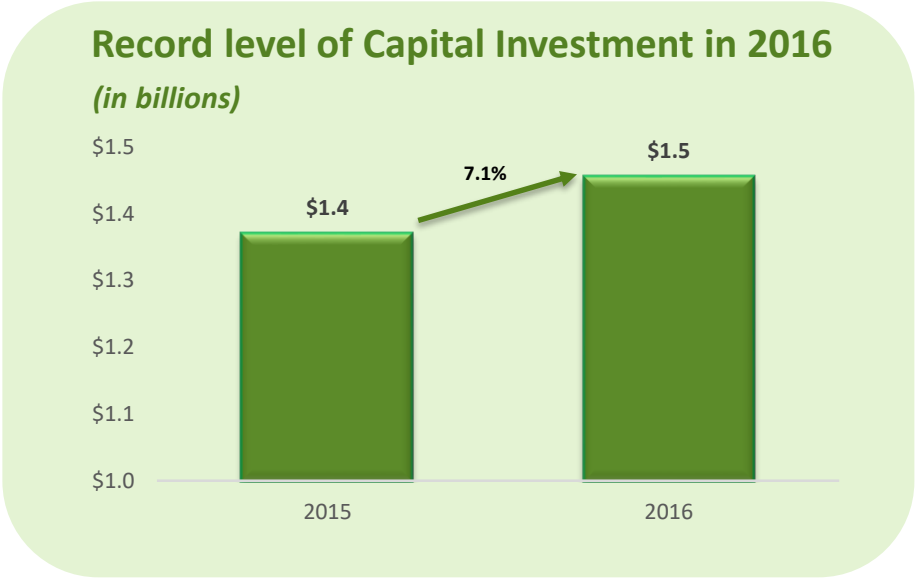
| Rate Cases Filed             |                                     |            |                  |     |               |                  |
|------------------------------|-------------------------------------|------------|------------------|-----|---------------|------------------|
| Company                      | Docket / Case Number                | Date Filed | Revenue Increase |     | ROE Requested | Rate Base        |
| Virginia                     | Case No. 2015-00097                 | 10/30/2015 | \$8.7            | (a) | 10.75%        | \$162.2          |
| New York                     | Case No. 16-W-0259                  | 4/29/2016  | 8.5              |     | 10.75%        | 278.4            |
| Iowa                         | Case No. RPU-2016-0002              | 4/29/2016  | 5.1              | (b) | 10.80%        | 108.0            |
| California                   | Case No. A.16-07-002                | 7/1/2016   | 34.6             | (c) | NA            | 493.9            |
|                              |                                     |            | <b>\$56.9</b>    |     |               | <b>\$1,042.5</b> |
| Step Increases               |                                     |            |                  |     |               |                  |
| California                   | Various dates in Nov. and Dec. 2016 |            | <b>\$4.8</b>     |     |               |                  |
|                              |                                     |            | <b>\$4.8</b>     |     |               |                  |
| Infrastructure Charges Filed |                                     |            |                  |     |               |                  |
| Tennessee                    |                                     | 11/4/2016  | \$1.7            |     |               | \$18.4           |
| Indiana                      |                                     | 1/16/2017  | 8.3              |     |               | 71.1             |
|                              |                                     |            | <b>\$10.0</b>    |     |               | <b>\$89.5</b>    |
| Total Awaiting Final Order:  |                                     |            | <b>\$71.7</b>    |     |               |                  |

(a) The rate base requested includes \$6.7 million for Other Public Authority customers not regulated by the State Corporation Commission. Interim rates were effective on April 1, 2016, under bond and subject to refund

(b) Iowa rates were increased on an interim basis, under bond and subject to refund, effective 5/9/2016 in the amount of \$2.1 million on an annual basis.

(c) For this final application, Test Year 2018 revenue requirement request is \$34.56 million. This excludes the step rate and attrition rate increase for 2019 and 2020 of \$8.48 million and \$7.74 million, respectively. The total revenue requirement request for the three year rate case cycle is \$50.78 million.

# Creating customer and shareholder value

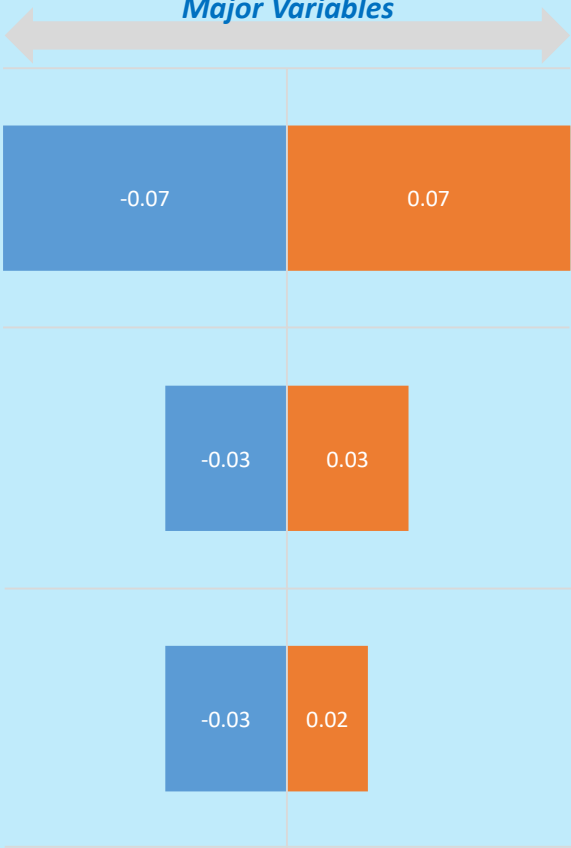


<sup>(1)</sup> Adjusted Return on Equity is a non-GAAP measure. Please see reconciliation table in appendix.

# American Water 2017 Outlook

## Affirming 2017 Guidance Range \$2.98 - \$3.08

Major Variables



## A Leader in Dividend Growth<sup>(1)</sup>

- Announced \$0.375 quarterly cash dividend per common share payable on Mar. 1, 2017
- Expected 2017 Dividend Growth at the Top of the Long Term 7 – 10% EPS CAGR



<sup>(1)</sup> Future dividends are subject to approval of the American Water Board of Directors. Higher dividend growth rate than DJUA, UTY, and water peers 2013 - 2016

# Wrap Up



**Susan Story**  
**President and Chief**  
**Executive Officer**

# Continued Commitment to Customers and the Environment

## Water Quality

21x better than Industry  
Average for Drinking Water  
Quality in 2016



## Patents & Grants <sup>(1)</sup>

8



\$43m



## Awards & Recognition

President's Award:



Recognized by:



America's Top Green  
Companies

## Customer Satisfaction

Top Quartile  
Water Industry



## Partnerships

We have partnered with local  
environmental groups on 89  
stewardship projects in 11  
states from 2015 - 2016



<sup>(1)</sup> Represents the cumulative amount received since 1987

## Investor Relations Contacts:



**Ed Vallejo**

**Vice President – Investor Relations**  
**[Edward.Vallejo@amwater.com](mailto:Edward.Vallejo@amwater.com)**



**Ralph Jedlicka**

**Director – Investor Relations**  
**[Ralph.Jedlicka@amwater.com](mailto:Ralph.Jedlicka@amwater.com)**



**Kelley Uyeda**

**Executive Assistant**  
**[Kelley.Uyeda@amwater.com](mailto:Kelley.Uyeda@amwater.com)**

**Tel: 856-566-4005**  
**Fax: 856-782-2782**

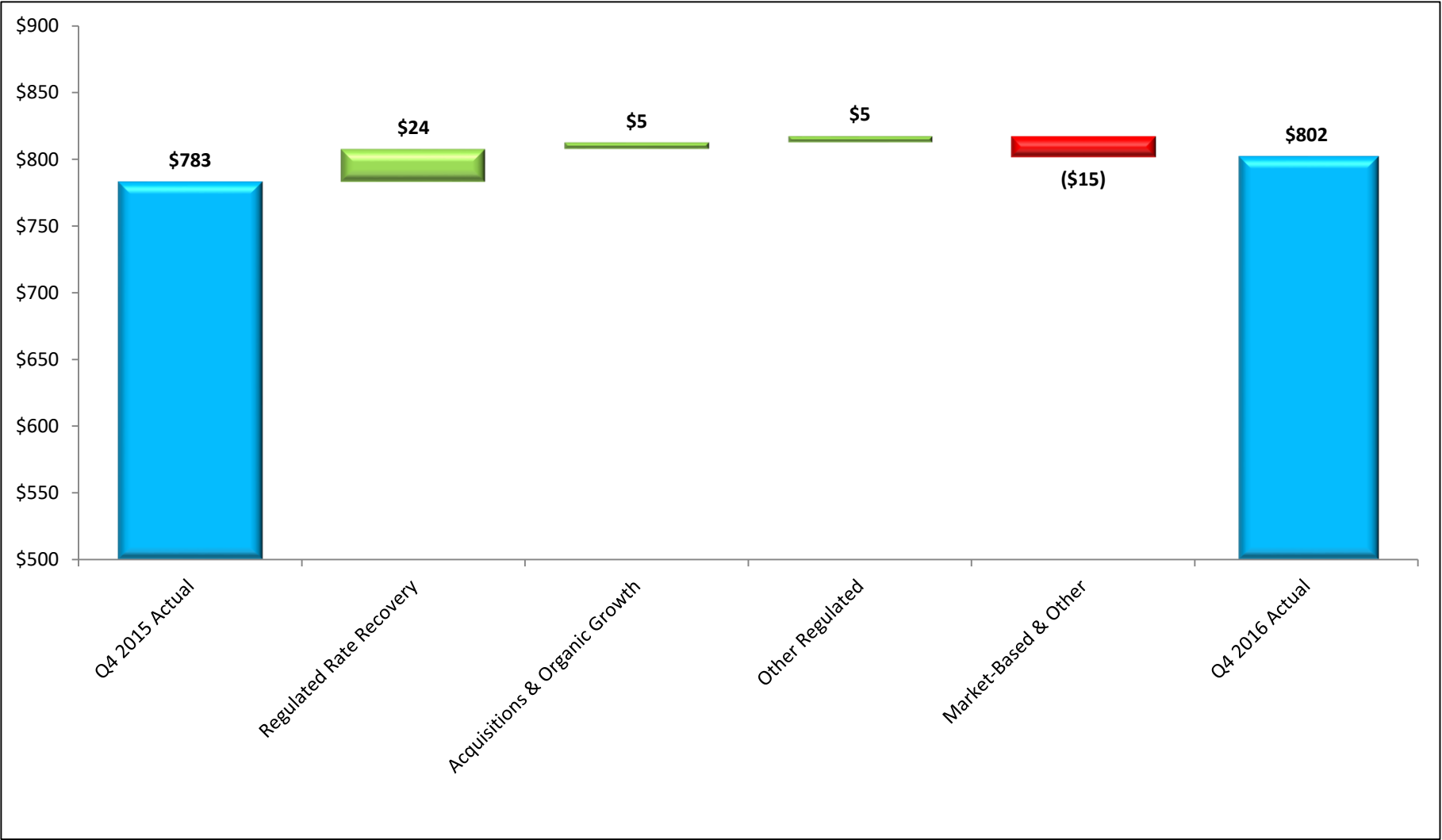


AMERICAN WATER  
**NYSE: AWK**

**Appendix**

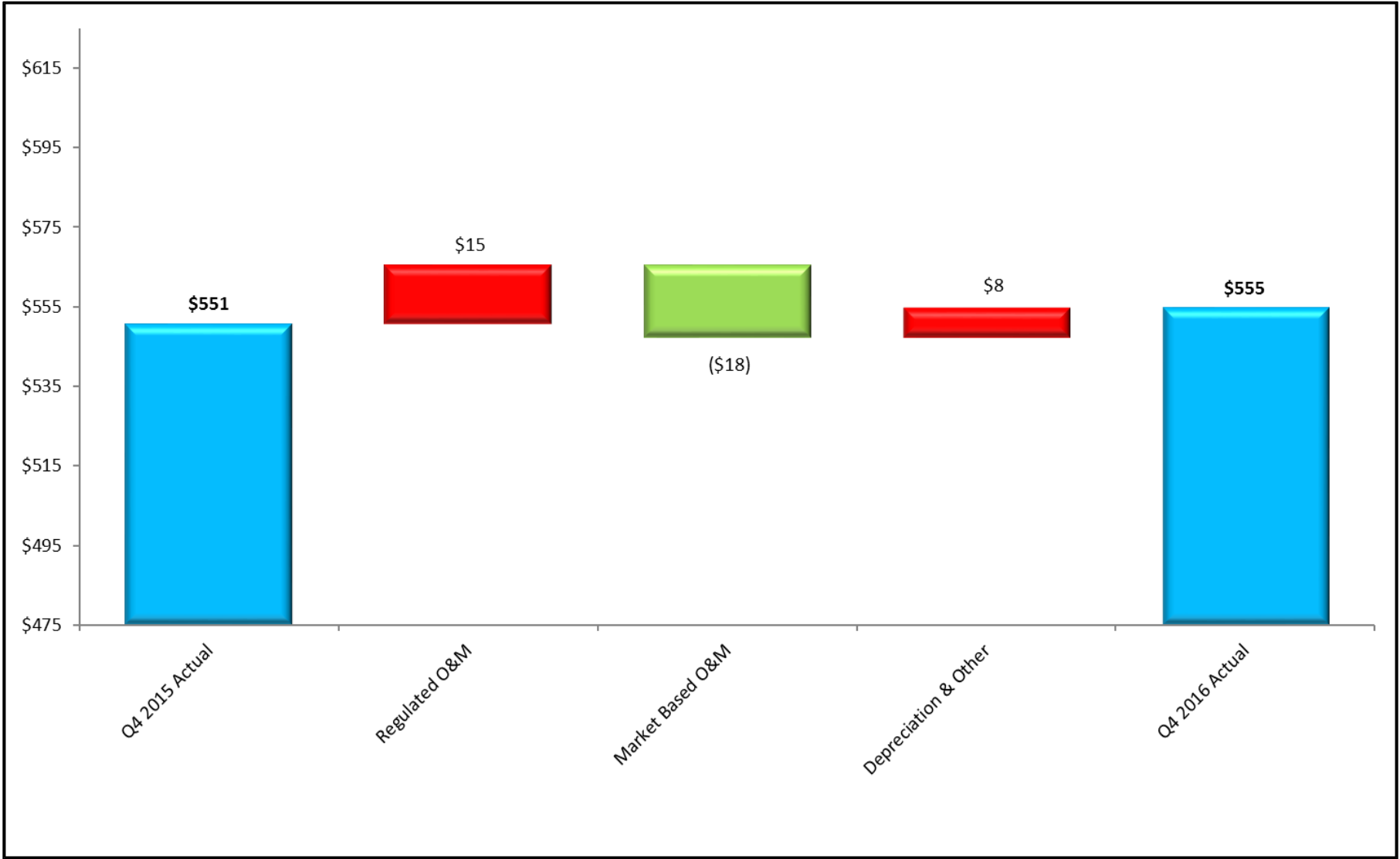
# 2016 Fourth Quarter Revenue Breakdown

(\$ in millions)



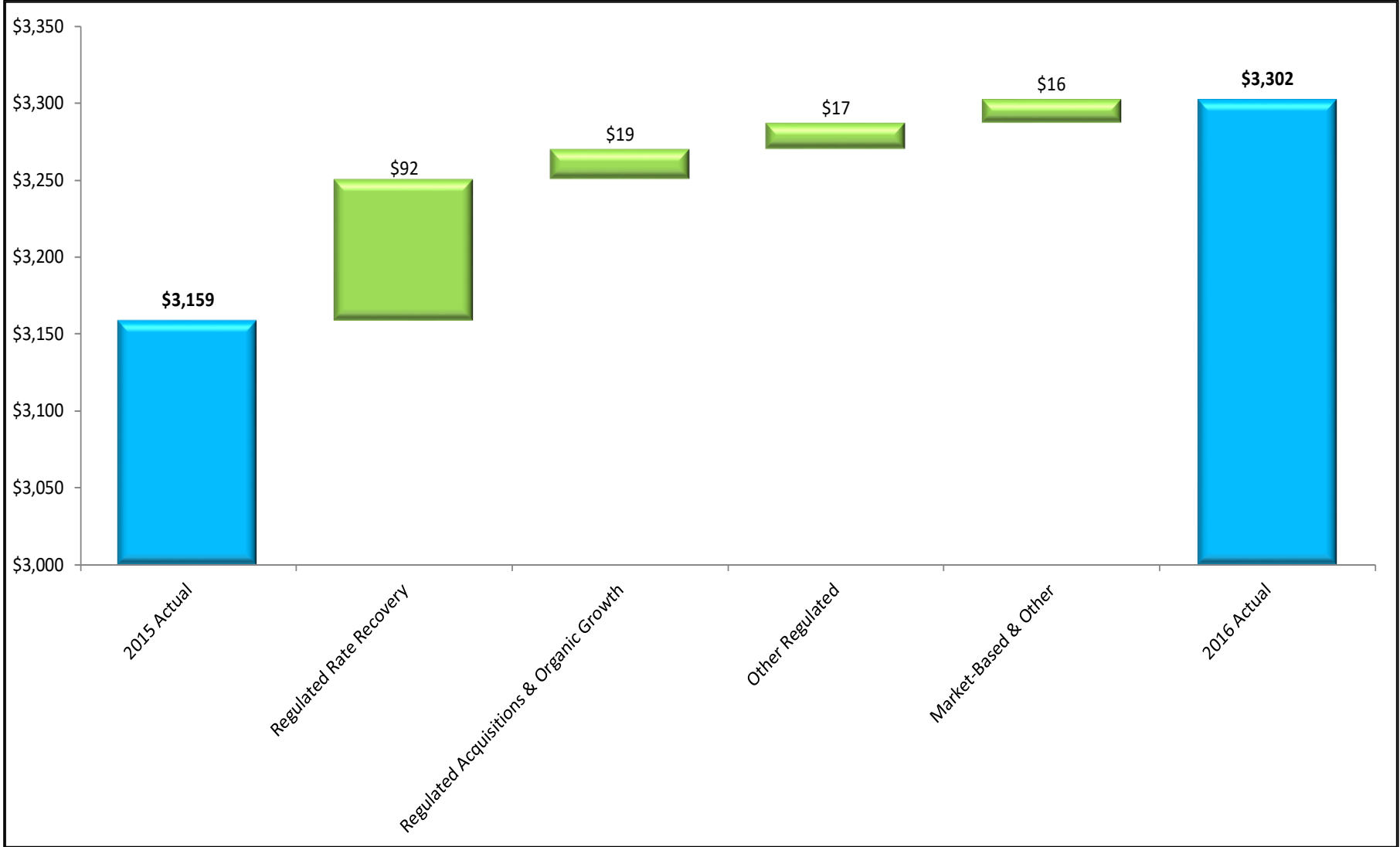
# 2016 Fourth Quarter Operating Expense Breakdown

(\$ in millions)



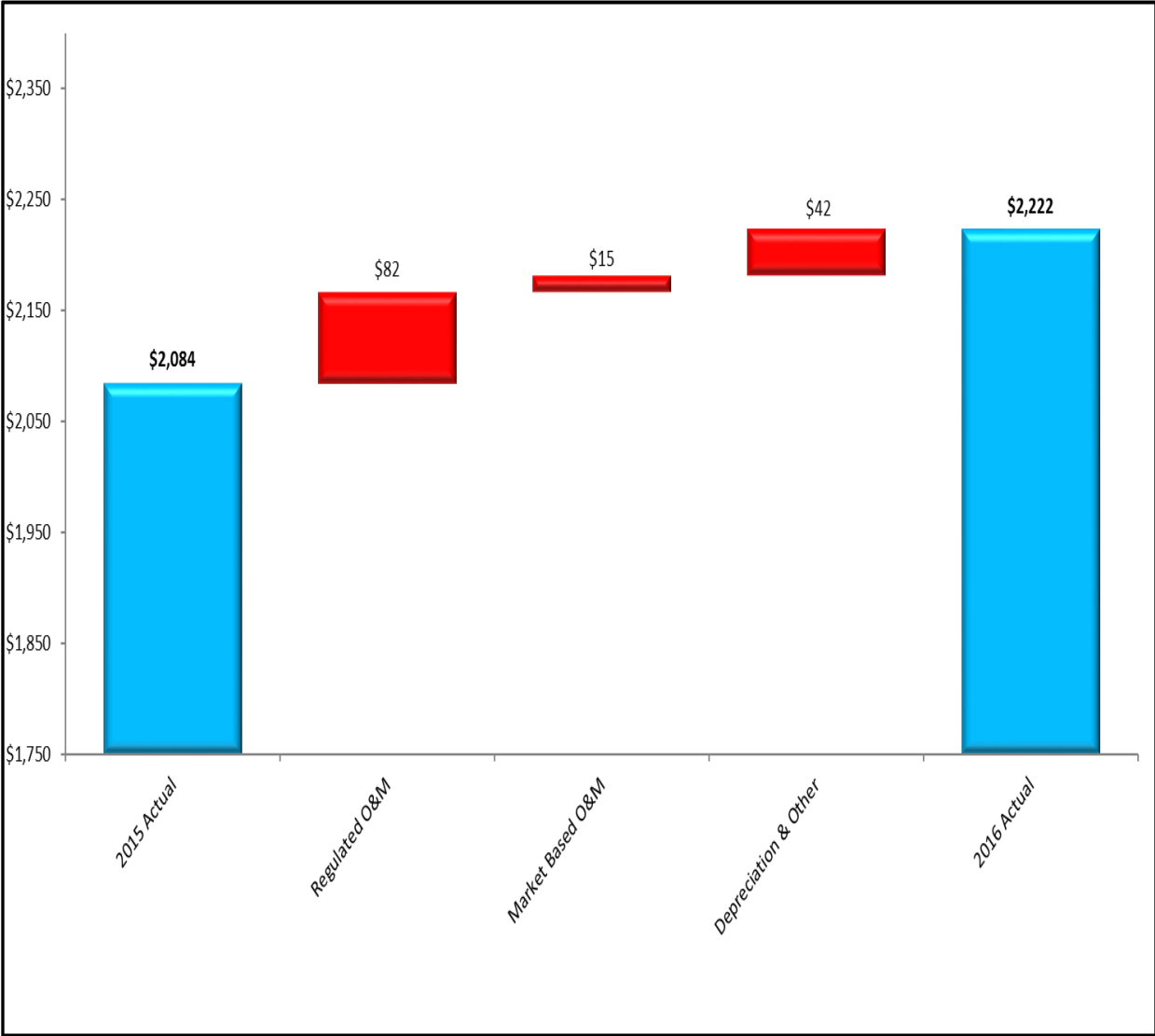
# 2016 Full Year Revenue Breakdown

(\$ in millions)



# 2016 Full Year Operating Expense Breakdown

(\$ in millions)



| O&M Categories/Event                                | Pre-tax Impact |
|-----------------------------------------------------|----------------|
| • Freedom Industries Binding Agreement in Principle | (\$65m)        |
| • Non-recurring items                               | (\$16m)        |
| • Employee Related                                  | (\$13m)        |
| • Maintenance & all other                           | (\$6m)         |
| • Production                                        | (\$6m)         |
| • Lower claims expense                              | \$15m          |
| • Customer billing and accounting                   | \$9m           |
| Subtotal                                            | (\$82m)        |

# Regulated Utilities: Rate Base & Authorized Return on Equity

## Last Rate Case Awarded - Largest Regulated Subsidiaries

|                             | <br>CALIFORNIA<br>AMERICAN WATER |     | <br>ILLINOIS<br>AMERICAN WATER |     | <br>INDIANA<br>AMERICAN WATER      |     | <br>KENTUCKY<br>AMERICAN WATER |     | <br>MISSOURI<br>AMERICAN WATER      |     |
|-----------------------------|-------------------------------------------------------------------------------------------------------------------|-----|-----------------------------------------------------------------------------------------------------------------|-----|-----------------------------------------------------------------------------------------------------------------------|-----|-------------------------------------------------------------------------------------------------------------------|-----|------------------------------------------------------------------------------------------------------------------------|-----|
| Authorized Rate Base*       | \$439,448                                                                                                         |     | \$883,386                                                                                                       |     | \$841,915                                                                                                             | (b) | \$405,704                                                                                                         | (b) | \$1,132,843                                                                                                            | (b) |
| Authorized ROE              | 9.99%                                                                                                             | (a) | 9.79%                                                                                                           |     | 9.75%                                                                                                                 |     | 9.70%                                                                                                             | (f) | 9.75%                                                                                                                  | (f) |
| Authorized Equity           | 53.00%                                                                                                            | (a) | 49.80%                                                                                                          |     | 41.55%                                                                                                                | (c) | 47.36%                                                                                                            | (d) | 50.04%                                                                                                                 | (d) |
| Effective Date of Rate Case | 1/1/2015                                                                                                          | (a) | 1/1/2017                                                                                                        |     | 1/29/2015                                                                                                             |     | 8/28/2016                                                                                                         |     | 7/20 & 7/22/2016                                                                                                       |     |
|                             | <br>NEW JERSEY<br>AMERICAN WATER |     | <br>NEW YORK<br>AMERICAN WATER |     | <br>PENNSYLVANIA<br>AMERICAN WATER |     | <br>VIRGINIA<br>AMERICAN WATER |     | <br>WEST VIRGINIA<br>AMERICAN WATER |     |
| Authorized Rate Base*       | \$2,386,790                                                                                                       |     | \$128,882                                                                                                       | (e) | \$2,425,711                                                                                                           | (b) | \$119,254                                                                                                         | (b) | \$529,212                                                                                                              |     |
| Authorized ROE              | 9.75%                                                                                                             |     | 9.65%                                                                                                           | (e) | 10.25%                                                                                                                | (f) | 9.75%                                                                                                             |     | 9.75%                                                                                                                  |     |
| Authorized Equity           | 52.00%                                                                                                            |     | 42.00%                                                                                                          | (e) | 51.69%                                                                                                                | (d) | 42.67%                                                                                                            | (d) | 45.80%                                                                                                                 |     |
| Effective Date of Rate Case | 9/21/2015                                                                                                         |     | 4/1/2012                                                                                                        | (e) | 1/1/2014                                                                                                              |     | 12/12/2012                                                                                                        | (g) | 2/25/2016                                                                                                              |     |

\*Rate Base stated in \$000s

### Notes:

- a) CA received D.15-04-007 on April 9, 2015. The decision, addressing the revenue requirement, is retroactive to 1/1/2015. CA has a separate Cost of Capital case which sets the rate of return outside of a general rate proceeding and is still under the decision issued July 12, 2012. The next Cost of Capital application is scheduled to be filed March 31, 2017 with a projected effective date in 2018.
- b) The Rate Base listed is the Company's view of the Rate Base allowed in the case, the Rate Base was not disclosed in the Order or the applicable settlement agreement.
- c) Regulatory capital structure includes cost-free items or tax credit balances at the overall rate of return which lowers the equity percentage as an alternative to the common practice of deducting such items from rate base
- d) The equity ratio listed is the Company's view of the equity ratio allowed in the case, the actual equity ratio was not disclosed in the Order or the applicable settlement agreement.
- e) Information pertains only to the former company of Long Island American Water.
- f) The ROE listed is the Company's view of the ROE allowed in the case, the ROE was not disclosed in the Order or the applicable settlement agreement.
- g) Rates Under Bond were effective July 12, 2012 and received final Order December 12, 2012.

# Rates Effective since January 1, 2016

## Rates Effective since January 1, 2016

|                               | Date Effective     | Annualized Revenue<br>Increases Effective in<br>2016 | Annualized Revenue<br>Increases Effective<br>Since January 1, 2017 |                    |
|-------------------------------|--------------------|------------------------------------------------------|--------------------------------------------------------------------|--------------------|
| <b>Step Increases</b>         |                    |                                                      |                                                                    |                    |
| California                    | 1/1/2016-1/4/2016  | \$1.9                                                |                                                                    |                    |
| California                    | 1/13/2017-2/2/2017 |                                                      | \$4.8                                                              |                    |
|                               |                    | <u>\$1.9</u>                                         | <u>\$4.8</u>                                                       |                    |
| <b>Infrastructure Charges</b> |                    |                                                      |                                                                    |                    |
| Pennsylvania (DSIC - W & WW)  | 1/1/2016           | \$10.5                                               |                                                                    |                    |
| Illinois (QIP)                | 1/1/2016           | 1.0                                                  |                                                                    |                    |
| New York (SIC)                | 3/15/2016          | 0.3                                                  |                                                                    |                    |
| Tennessee                     | 3/15/2016          | 2.2                                                  |                                                                    |                    |
| Pennsylvania (DSIC - W)       | 4/1/2016           | 2.2                                                  |                                                                    |                    |
| Indiana (DSIC)                | 5/4/2016           | 3.0                                                  |                                                                    |                    |
| New Jersey (DSIC) WR15060724  | 6/1/2016           | 9.0                                                  |                                                                    |                    |
| Pennsylvania (DSIC - W)       | 7/1/2016           | 5.8                                                  |                                                                    |                    |
| Illinois (QIP)                | 8/1/2016           | 6.2                                                  |                                                                    |                    |
| Pennsylvania (DSIC - W)       | 10/1/2016          | 8.8                                                  |                                                                    |                    |
| New Jersey (DSIC) WR15060724  | 12/1/2016          | 10.2                                                 |                                                                    |                    |
| West Virginia (DSIC)          | 1/1/2017           |                                                      | \$1.5                                                              |                    |
| Pennsylvania (DSIC - W)       | 1/1/2017           |                                                      | 1.2                                                                |                    |
|                               |                    | <u>\$59.2</u>                                        | <u>\$2.7</u>                                                       |                    |
| <b>Rate Cases</b>             |                    |                                                      |                                                                    |                    |
| Indiana                       | 1/29/2016          | \$1.6                                                |                                                                    |                    |
| West Virginia                 | 2/25/2016          | 18.3                                                 | (a)                                                                |                    |
| Michigan                      | 5/1/2016           | 0.2                                                  | (b)                                                                |                    |
| Missouri                      | 7/20 & 7/22/2016   | 4.5                                                  | (c)                                                                |                    |
| Kentucky                      | 8/28/2016          | 6.5                                                  | (d)                                                                |                    |
| Illinois                      | 1/1/2017           |                                                      | \$25.7                                                             | (e)                |
|                               |                    | <u>\$31.1</u>                                        | <u>\$25.7</u>                                                      |                    |
|                               |                    | <u>\$92.2</u>                                        | <u>\$33.2</u>                                                      |                    |
| Total                         |                    |                                                      |                                                                    | <b>Grand Total</b> |
|                               |                    |                                                      |                                                                    | <b>\$125.4</b>     |

(a) The revenues authorized includes \$18,170k for water operations and \$151k for wastewater operations.

(b) Michigan does not require a formal rate case proceeding as water is not regulated in Michigan.

(c) An increase of \$3.4 million for water customers was effective on 7/20/2016 and an increase of \$1.1 million for wastewater customers was effective on 7/22/2016.

(d) KY PSC approved a black box settlement with all parties for \$6.5 million, effective 8/28/2016.

(e) The revenue amount received includes \$25.7 million for water and wastewater operations, these amounts exclude the \$9.5 million in QIP revenue previously allowed for a total approval of \$35.2 million.

# Rate Base Calculation

## Rate Base as of December 31, 2016<sup>(1)</sup>

*(\$ in millions)*

|                   |                                             |                 |
|-------------------|---------------------------------------------|-----------------|
| Net Utility Plant |                                             | \$14,910        |
| Less              |                                             |                 |
|                   | Advances for Construction                   | 300             |
|                   | CIAC – Contributions in Aid of Construction | 1,218           |
|                   | Net Deferred income taxes                   | 2,605           |
|                   | Deferred investment tax credits             | 23              |
|                   | Sub Total                                   | \$4,146         |
| <b>Rate Base</b>  | <b>TOTAL</b>                                | <b>\$10,764</b> |

(1) An approximation of rate base, which includes Net Utility Plant not yet included in rate base pending rate case filings/outcomes.

# Reconciliation Table: Regulated Segment O&M Efficiency Ratio

| Regulated Segment O&M Efficiency Ratio<br>(A Non-GAAP Unaudited Number)<br>(\$ in millions) | FY             | FY             | FY             | FY             |
|---------------------------------------------------------------------------------------------|----------------|----------------|----------------|----------------|
|                                                                                             | 2010           | 2012           | 2014           | 2016           |
| Total Operations and Maintenance Expense                                                    | \$1,272        | \$1,330        | \$1,350        | \$1,504        |
| Less:                                                                                       |                |                |                |                |
| Operations and Maintenance Expense – Market Based Operations                                | 237            | 256            | 289            | 372            |
| Operations and Maintenance Expense – Other                                                  | (61)           | (57)           | (51)           | (44)           |
| Total Regulated Operations and Maintenance Expense                                          | \$1,095        | \$1,131        | \$1,112        | \$1,176        |
| Less:                                                                                       |                |                |                |                |
| Allocation of non-O&M costs to Regulated O&M expense                                        | 29             | 35             | 39             | 30             |
| Regulated Purchased Water Expense                                                           | 100            | 110            | 122            | 122            |
| Freedom Industries Chemical Spill in West Virginia                                          | -              | -              | 10             | -              |
| Freedom Industries Binding Agreement in Principle                                           | -              | -              | -              | 65             |
| Estimated impact of weather                                                                 | -              | 4              | (2)            | -              |
| <b>Adjusted Regulated Operations and Maintenance Expense (a)</b>                            | <b>\$966</b>   | <b>\$982</b>   | <b>\$943</b>   | <b>\$959</b>   |
| Total Operating Revenues                                                                    | \$2,535        | \$2,854        | \$3,011        | \$3,302        |
| Less:                                                                                       |                |                |                |                |
| Operating Revenues – Market Based Operations                                                | 275            | 307            | 355            | 451            |
| Operating Revenues – Other                                                                  | (25)           | (18)           | (18)           | (20)           |
| Total Regulated Operating Revenues                                                          | \$2,286        | \$2,565        | \$2,674        | \$2,871        |
| Less:                                                                                       |                |                |                |                |
| Regulated Purchased Water expense*                                                          | 100            | 110            | 122            | 122            |
| Plus:                                                                                       |                |                |                |                |
| Freedom Industries Chemical Spill in West Virginia                                          | -              | -              | 1              | -              |
| Estimated impact of weather                                                                 | -              | (43)           | 17             | -              |
| <b>Adjusted Regulated operating revenues (b)</b>                                            | <b>\$2,186</b> | <b>\$2,412</b> | <b>\$2,570</b> | <b>\$2,749</b> |
| <b>Regulated O&amp;M Efficiency Ratio (a)/(b)</b>                                           | <b>44.2%</b>   | <b>40.7%</b>   | <b>36.7%</b>   | <b>34.9%</b>   |

\*Calculation assumes purchased water revenues approximate purchased water expenses.

# Reconciliation Table: Adjusted Diluted EPS from Continuing Operations, Adjusted Regulated EPS & Adjusted Regulated O&M Expense

| Diluted Earnings Per Common Share                                 | 2016          | 2015          | 2014          |
|-------------------------------------------------------------------|---------------|---------------|---------------|
| <b>Diluted earnings per share</b>                                 | \$2.62        | \$2.64        | \$2.35        |
| Less:                                                             |               |               |               |
| Loss from discontinued operations, net of tax                     | -             | -             | (\$0.04)      |
| <b>Income from continuing Operations</b>                          | <b>\$2.62</b> | <b>\$2.64</b> | <b>\$2.39</b> |
| Add back Non-GAAP adjustment:                                     |               |               |               |
| Freedom Industries Chemical Spill in West Virginia                | -             | -             | \$0.06        |
| Freedom Industries Binding Agreement in Principle                 | \$0.36        | -             | -             |
| Tax Impact                                                        | (\$0.14)      | -             | (\$0.02)      |
| <b>Subtotal</b>                                                   | <b>\$0.22</b> | <b>-</b>      | <b>\$0.04</b> |
| <b>Adjusted diluted EPS from Continuing Operations (Non-GAAP)</b> | <b>\$2.84</b> | <b>\$2.64</b> | <b>\$2.43</b> |

| Regulated Segment EPS                             | 2016          | 2015          |
|---------------------------------------------------|---------------|---------------|
| <b>Regulated EPS</b>                              | \$2.64        | \$2.63        |
| Add back Non-GAAP adjustment:                     |               |               |
| Freedom Industries Binding Agreement in Principle | \$0.36        | -             |
| Tax Impact                                        | (\$0.14)      | -             |
| <b>Subtotal</b>                                   | <b>\$0.22</b> | <b>-</b>      |
| <b>Adjusted Regulated EPS (Non-GAAP)</b>          | <b>\$2.86</b> | <b>\$2.63</b> |

| Regulated O&M Expenses (EPS equivalent)              | 2016          | 2015          |
|------------------------------------------------------|---------------|---------------|
| <b>Regulated O&amp;M Expenses</b>                    | \$3.99        | \$3.71        |
| Less: Non-GAAP adjustment:                           |               |               |
| Freedom Industries Binding Agreement in Principle    | \$0.36        | -             |
| Tax Impact                                           | (\$0.14)      | -             |
| <b>Subtotal</b>                                      | <b>\$0.22</b> | <b>-</b>      |
| <b>Adjusted Regulated O&amp;M Expense (Non-GAAP)</b> | <b>\$3.77</b> | <b>\$3.71</b> |

# Reconciliation Table: Adjusted Return on Equity

|                                                       | For the Twelve Months<br>Ended December 31 |                |
|-------------------------------------------------------|--------------------------------------------|----------------|
|                                                       | 2015                                       | 2016           |
| Net Income                                            | \$476                                      | \$468          |
| Adjustments:                                          |                                            |                |
| Freedom Industries Binding Agreement in Principle     |                                            | 65             |
| Tax Impact                                            |                                            | (26)           |
| <b>Adjusted Net Income from Continuing Operations</b> | <b>\$476</b>                               | <b>\$507</b>   |
| Stockholders' equity                                  | \$5,049                                    | \$5,240        |
| Adjustments:                                          |                                            |                |
| Freedom Industries Binding Agreement in Principle     |                                            | 65             |
| Tax Impact                                            |                                            | (26)           |
| <b>Adjusted Stockholders' Equity</b>                  | <b>\$5,049</b>                             | <b>\$5,279</b> |
| <b>Adjusted Return on Equity</b>                      | <b>9.43%</b>                               | <b>9.60%</b>   |

# 2016 Closed and Pending Acquisitions

## Closed Acquisitions

| State        | No. of Acquisitions | Water Customers | Wastewater Customers | Total Customers |
|--------------|---------------------|-----------------|----------------------|-----------------|
| California   | 2                   | 493             |                      | 493             |
| Iowa         | 1                   | 730             |                      | 730             |
| Illinois     | 3                   | 315             | 340                  | 655             |
| Kentucky     | 1                   |                 | 107                  | 107             |
| Missouri     | 4                   | 235             | 420                  | 655             |
| New Jersey   | 1                   |                 | 5,315                | 5,315           |
| New York     | 1                   | 93              |                      | 93              |
| Pennsylvania | 2                   |                 | 34,147               | 34,147          |
| <b>Total</b> | <b>15</b>           | <b>1,866</b>    | <b>40,329</b>        | <b>42,195</b>   |

## Pending Acquisitions as of January 18, 2017

| State         | No. of Acquisitions | Water Customers | Wastewater Customers | Total Customers |
|---------------|---------------------|-----------------|----------------------|-----------------|
| California    | 2                   | 1,696           | 0                    | 1,696           |
| Iowa          | 2                   | 869             | 0                    | 869             |
| Illinois      | 4                   | 1,236           | 1,600                | 2,836           |
| Missouri      | 1                   | 492             | 395                  | 887             |
| New Jersey    | 1                   | 11,000          | 0                    | 11,000          |
| New York      | 5                   | 360             | 0                    | 360             |
| Pennsylvania* | 1                   | 0               | 22,000               | 22,000          |
| West Virginia | 1                   | 215             | 0                    | 215             |
| <b>Total</b>  | <b>17</b>           | <b>15,868</b>   | <b>23,995</b>        | <b>39,863</b>   |

\*This includes the McKeesport, PA acquisition, which represents 22,000 customer equivalents, due to bulk contracts. Connections to the system will be approximately 10,200.