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BEFORE THE ARIZONA CORPORATION COMMISSION

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COMMISSIONERS

GARY PIERCE, Chairman
BOB STUMP
SANDRA D. KENNEDY
PAUL NEWMAN
BRENDA BURNS

2012 JUL 16 P 3:51

AZ CORP COMMISSION
DOCKET CONTROL

IN THE MATTER OF THE APPLICATION OF
PALO VERDE UTILITIES COMPANY FOR AN
EXTENSION OF ITS EXISTING CERTIFICATE
OF CONVENIENCE AND NECESSITY.

Docket No. SW-03575A-04-0767

IN THE MATTER OF THE APPLICATION OF
SANTA CRUZ WATER COMPANY FOR AN
EXTENSION OF ITS EXISTING CERTIFICATE
OF CONVENIENCE AND NECESSITY.

Docket No. W-03576A-04-0767

**NOTICE OF FILING IN COMPLIANCE WITH
DECISION NO. 67830
(Acquisition Schedule)**

Global Water - Palo Verde Utilities Company and Global Water - Santa Cruz Water
Company, in compliance with Decision No. 67830 in the above-captioned dockets submit the
attached Acquisition Schedule.

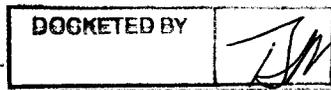
RESPECTFULLY submitted this 16th day of July 2012.

ROSKA DEWULF & PATTEN, PLC

Arizona Corporation Commission

DOCKETED

JUL 16 2012



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1 Original + 13 copies of the foregoing
2 filed this 16th day of July 2012, with:

3 Docket Control
4 ARIZONA CORPORATION COMMISSION
5 1200 West Washington
6 Phoenix, Arizona 85007

7 Copies of the foregoing hand-delivered/mailed
8 this 16th day of July 2012, to:

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Attachment B

Acquisition Schedule

This Acquisition Schedule shall be prepared pursuant to the Settlement Conditions contained in Arizona Corporation Commission Dockets No. SW-03575A-03-0568 and No. W-03576A-03-0568.

PART 1

Describe below each investment in, or acquisition of, any utility made by Global Water Resources, Inc. during the three month period ending on the date this document is executed.

PART 2

As of 29 February 2012, the capital structures of Palo Verde Utilities Company (PVUC) and Santa Cruz Water Company (SCWC) and any other GWR acquired utility are as follows:

	PVUC			SCWC		
	Amount	%		Amount	%	
Long-Term Debt*	\$0	0%		\$0	0%	
Equity**	\$57,539,373	100%		\$41,853,720	100%	
	\$57,539,373	100%		\$41,853,720	100%	
	Francisco Grande			Water Utility of Greater Buckeye		
	Amount	%		Amount	%	
Long-Term Debt*	\$0	0%		\$132,178	14%	
Equity**	\$0	0%		\$804,108	86%	
	\$0	100%		\$936,287	100%	
	Valencia Water Co			Water Utility of Greater Tonopah		
	Amount	%		Amount	%	
Long-Term Debt*	\$3,406,309	96%		\$436,806	-44%	
Equity**	\$128,791	4%		(\$1,420,901)	144%	
	\$3,535,100	100%		(\$984,095)	100%	
	Willow Valley Water Co			Water Utility of North Scottsdale		
	Amount	%		Amount	%	
Long-Term Debt*	\$414,533	14%		\$0	0%	
Equity**	\$2,464,536	86%		(\$257,539)	100%	
	\$2,879,070	100%		(\$257,539)	100%	
	Hassayamha Utility Co			CP Water Co.		
	Amount	%		Amount	%	
Long-Term Debt*	\$0	0%		\$0	0%	
Equity**	\$107,491	100%		\$2,373	100%	
	\$107,491	100%		\$2,373	100%	
	Picacho Cove Water			Picacho Cove Utilities		
	Amount	%		Amount	%	
Long-Term Debt*	\$0	0%		\$0	0%	
Equity**	\$131,070	100%		(\$43,119)	100%	
	\$131,070	100%		(\$43,119)	100%	
	Baltarra Sewer					
	Amount	%		Amount	%	
Long-Term Debt*	\$0	0%				
Equity**	\$1,766,110	100%				
	\$1,766,110	100%				

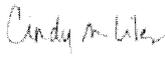
*Include current portion of Long-term Debt.

**Includes Common Stock, Paid In Capital and Retained Earnings (Deficit).

The undersigned also confirm that at no time during the last six months did the equity ratios (as calculated above) of PVUC and SCWC fall below 40%.

WE THE UNDERSIGNED TREVOR T. HILL AND CINDY M. LILES, DO SAY THAT THE ABOVE INFORMATION HAS BEEN PREPARED UNDER OUR DIRECTION AND WE HAVE CAREFULLY EXAMINED THE SAME, AND DECLARE THE SAME TO BE A COMPLETE AND CORRECT STATEMENT OF BUSINESS AND AFFAIRS OF SAID COMPANIES FOR THE PERIOD COVERED BY THIS REPORT IN RESPECT TO EACH & EVERY MATTER AND THING SET FORTH, TO THE BEST OF OUR KNOWLEDGE, INFORMATION AND BELIEF.

X 
Signature of owner or official/date
16-Jul-12

X 
Signature of owner or official/date
16-Jul-12