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BEFORE THE ARIZONA CORPORATION COMMISSION

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2016 JUL 19 PM 4 31

COMMISSIONERS

DOUG LITTLE, Chairman

BOB STUMP

BOB BURNS

TOM FORESE

ANDY TOBIN

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-03-0586

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-03-0586

**NOTICE OF FILING IN COMPLIANCE WITH
DECISION NO. 67240
(Acquisition Schedule)**

Global Water - Palo Verde Utilities Company and Global Water - Santa Cruz Water
Company, in compliance with Decision No. 67240 submit the attached Acquisition Schedule.

RESPECTFULLY submitted this 19th day of July, 2016.

SNELL & WILMER L.L.P.

Arizona Corporation Commission

DOCKETED

JUL 19 2016

DOCKETED BY

By

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Timothy J. Sabo

One Arizona Center

400 East Van Buren Street

Phoenix, Arizona 85004

1 Original + 13 copies of the foregoing
filed this 19th day of July, 2016, with:

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

5 Copies of the foregoing hand-delivered/mailed
this 19th day of July, 2016, to:

6
7 Dwight D. Nodes
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Hearing Division
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9 Phoenix, Arizona 85007

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Manager Compliance Enforcement, Utilities Division
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18 Phoenix, Arizona 85007

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By 
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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-03-0586 and No. W-03576A-03-0586.

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 May 31, 2016, 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%
Equity**	72,141,034	100%	55,797,420	100%
	<u>\$ 72,141,034</u>	<u>100%</u>	<u>\$ 55,797,420</u>	<u>100%</u>
	Francisco Grande		Water Utility of Greater Tonopah	
	Amount	%	Amount	%
Long-Term Debt*	-	0%	-	0%
Equity**	-	0%	4,703,534	100%
	<u>\$ -</u>	<u>100%</u>	<u>\$ 4,703,534</u>	<u>100%</u>
	Hassayampa Utility Co		Water Utility of North Scottsdale	
	Amount	%	Amount	%
Long-Term Debt*	-	0%	-	0%
Equity**	2,482,190	100%	(306,274)	100%
	<u>\$ 2,482,190</u>	<u>100%</u>	<u>\$ (306,274)</u>	<u>100%</u>
	Picacho Cove Water		CP Water Co.	
	Amount	%	Amount	%
Long-Term Debt*	-	0%	-	0%
Equity**	131,674	100%	(529,588)	100%
	<u>\$ 131,674</u>	<u>100%</u>	<u>\$ (529,588)</u>	<u>100%</u>
	Balterra Sewer		Picacho Cove Utilities	
	Amount	%	Amount	%
Long-Term Debt*	-	0%	-	0%
Equity**	1,762,349	100%	452,931	100%
	<u>\$ 1,762,349</u>	<u>100%</u>	<u>\$ 452,931</u>	<u>100%</u>

*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 **RON FLEMING AND MIKE LIEBMAN**, 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 Officer

X

Signature of Officer