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BEFORE THE ARIZONA CORPORATION COMMISSION
AZ CORP COMMISSION
DOCKET CONTROL

COMMISSIONERS

DOUG LITTLE, Chairman
BOB STUMP
BOB BURNS
TOM FORESE
ANDY TOBIN

2016 JUL 19 P 4: 31

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 19th day of July, 2016.

SNELL & WILMER L.L.P.

Arizona Corporation Commission

DOCKETED

JUL 19 2016

DOCKETED BY *KA*

By

Michael W. Patten

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

9 Dwight D. Nodes
10 Acting Administrative Law Judge
11 Hearing Division
12 Arizona Corporation Commission
13 1200 West Washington
14 Phoenix, Arizona 85007

15 Janice Alward, Esq.
16 Chief Counsel, Legal Division
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21 Utilities Division
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28 By: Jackie Heward
29 24485300

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