



April 2, 2014

William L. Plouffe, Esq.
Drummond Woodsum
84 Marginal Way, Suite 600
Portland, ME 04101

Re: Unitil Pipeline Relocation/Falmouth Conservation Easement/Blackstrap Hill

Dear Attorney Plouffe:

I am writing with regard to Unitil's proposed relocation of a 40 ft. +/- segment of its natural gas pipeline on land owned by the Falmouth Conservation Trust in the Blackstrap Hill area that is subject to a 2004 conservation easement held by the Town of Falmouth ("Easement").

As shown on the enclosed map, Attachment A, the pipeline turns west from the conserved land and crosses the Piscataqua River under a bridge that is part of the Maine Turnpike. The Maine Turnpike Authority is replacing the bridge deck and requires the river segment of the pipeline to be relocated to the location shown on the enclosed Attachment B. Most of the pipeline can be relocated within its existing 1968 easements corridor ("Corridor"). We understand that because these pipeline easements pre-date the Town's Easement, relocating the pipeline to other areas within the Corridor is not subject to the Easement.

However, an approximate 40-foot segment ("Segment") of the pipeline must be relocated to an area outside the Corridor, where approximately shown in blue on Attachment B, and is therefore subject to the Town's Easement, including its prohibition on "surface alterations."

This letter is to assure the Town that Unitil will not be altering the surface of the 40-foot relocation area. It will install the pipeline by means of underground horizontal directional drilling. Thus, the relocation of the 40-foot pipeline Segment will happen solely sub-surface with no trenching in that area. With this assurance, we understand that the Town considers the 40 foot relocation not to "materially detract" from the conservation values of the Town's Easement, under Title 33 M.R.S. Section 477-A(2)(B).

We understand that the Town also has some concerns as to the temporary staging areas that Unitil must prepare for the equipment that will be used to relocate the pipeline within the Corridor. Those areas are shown by the cross-hatching on Attachment B. Unitil will prepare and restore the staging areas in accordance with a plan reviewed and approved by the fee owner, the Falmouth Conservation Trust ("Trust").

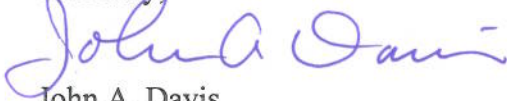
To prepare the staging areas, Unitil must clear and stump some trees, and bring in stabilizing fill and gravel. The staging area restoration will include, upon completion of the relocation work,

removal of the temporary gravel and fill, replanting and retention of some slash. These measures are more specifically described in a 3/26/14 plan prepared for Unitil by Stantec, an environmental consulting firm ("Plan"). The Trust has already reviewed and approved the Plan. Although not incorporated into its vote, members of the Trust have observed that a collateral benefit of this plan is species habitat diversity (including potentially cotton tail). We understand that in accordance with these measures and conditions, the Town agrees that the temporary staging areas will not "materially detract" from the land's conservation values.

As requested, Unitil will prepare a pipeline easement for the Town's and the Trust's review, approval and execution, which will address both the 40 foot relocation area and the temporary staging areas.¹

Thank you for your assistance and consideration.

Sincerely,



John A. Davis
Senior Land Agent
Unitil Corporation
6 Liberty Lane West
Hampton, NH 03842

cc. Falmouth Conservation Trust:
 Analiese Larson
 Jed Harris
 Peggy McGehee, Esq.

¹ As a legal description for these areas, we will attach to the easement deed the sketch plans showing their approximate locations. After the pipeline relocation work is completed, Unitil will complete a survey of the as-installed location of the relocated line. We would then be happy to prepare a supplemental easement that defines the relocation easement area by the surveyed description.