

EXHIBIT 7

**FIRST AMENDMENT
TO
ASSET AND REAL PROPERTY PURCHASE AND SALE AGREEMENT**

This FIRST AMENDMENT TO ASSET AND REAL PROPERTY PURCHASE AND SALE AGREEMENT (this *Amendment*), dated August 4, 2022, is made by and between **WASHINGTON WATER SERVICE COMPANY**, a Washington corporation (*WWSC*) and **STROH'S WATER COMPANY, INC.**, a Washington corporation (*Stroh's*).

BACKGROUND

A. WWSC is the "Purchaser" and Stroh's is the "Seller" under that *Asset and Real Property Purchase and Sale Agreement*, dated April 6, 2022 (the *APA*). WWSC and Stroh's may be referred to individually as a **Party** and collectively as the **Parties**. Capitalized term not defined in this Amendment have the meaning defined in the APA.

B. Under the APA, Stroh's intends to sell and convey its right and interest in the Acquired Assets to WWSC. Among other things, the Acquired Assets include the Real Property and Water Rights, as described respectively under Section 1.2(b) and Section 1.2(d) of the APA.

C. The Real Property includes all of the real property, easements, and other real property rights used in connection with or necessary to operate the Water System. At the time the Parties signed the APA, they identified four parcels of land that Stroh's would convey to WWSC in fee simple and several recorded and unrecorded easements, which were described in Schedule 1.2(b) attached to the APA. The Parties had not identified all of the current and operative certificates of water right used in connection with the Water System evidencing the Water Rights.

D. Through the Inspection Period, the Parties have identified or clarified the Real Property and Water Rights that Stroh's intends to sell and convey to WWSC and that WWSC intends to buy and accept from Stroh's. The Parties want to amend the APA to correct or more particularly identify or describe such assets, and specific conditions to each Party's obligations to Close with respect to such assets and following the end of the Inspection Period.

AGREEMENT

NOW, THEREFORE, in consideration of the terms and conditions below, and other valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Parties agree as follows:

1. Acquired Assets

1.1. Water Rights. Schedule 1.2(d) is deleted in its entirety and replaced with Schedule 1.2(d) attached to this Amendment.

2. Conditions to Closing

The following are additional conditions precedent to WWSC's obligation to Close under the APA and subject to Article 10.11 of the APA:

2.1. Easements. The Parties have been working diligently and in good faith to identify all of the parcels of land and easements that will be conveyed under the APA and to be insured under the Title Policy. The schedule of easements attached as Schedule 1 shows the easements that Stroh's has or must obtain and grant, assign, or otherwise convey to WWSC at Closing.

2.2. Well Site 1 Easement. Stroh's will grant or assign to WWSC a perpetual, exclusive easement to install, operate, keep, and maintain one or more wells and related utilities and facilities on a portion of that parcel currently identified by Assessor's Parcel Number 022117-2-123, in a form and content acceptable to WWSC and Stroh's.

3. General Terms

3.1. No Other Amendment. The "APA" includes this Amendment and is collectively the "Agreement" as defined and referred to in the APA. Unless amended by this Amendment, all of the terms of the APA remain in full force and effect. The Agreement can only be further amended by a written agreement signed by the Parties.

3.2. Counterparts. This Amendment may be executed simultaneously in one or more counterparts, each of which shall be deemed n original, but all of which together shall constitute on and the same instrument.

[Remainder of page intentionally left blank. Signatures on the following page(s).]

IN WITNESS WHEREOF, the Parties have signed this Amendment as of the date and year first above written.

Stroh's (Seller):

STROH'S WATER COMPANY, INC.
a Washington corporation

By: Estate of Dorothy Stroh
as Sole Shareholder



Lea Stroh
Executor of the Estate of Dorothy Stroh

WWSC (Purchaser):

WASHINGTON WATER SERVICE COMPANY,
a Washington corporation

By _____
Martin A. Kropelnicki
President, CEO

By _____
Thomas Smegal, III
VP, CFO & Treasurer

IN WITNESS WHEREOF, the Parties have signed this Amendment as of the date and year first above written.

Stroh's (Seller):

STROH'S WATER COMPANY, INC.
a Washington corporation

By: Estate of Dorothy Stroh
as Sole Shareholder

Lea Stroh
Executor of the Estate of Dorothy Stroh

WWSC (Purchaser):

WASHINGTON WATER SERVICE COMPANY,
a Washington corporation

By Martin A. Kropelnicki
Martin A. Kropelnicki
President, CEO

By Thomas Smegal
Thomas Smegal, III
VP, CFO & Treasurer

**Schedule 1
(Easements)**

	<i>Description</i>	<i>APN</i>	<i>Doc #</i>	<i>Book</i>	<i>Page</i>
1.*	6622 Wollochet Dr NW Ministorage	022107-8-007			
2.*	(Waterline from Well 6) – Waterline from Well 6, N/S along backside of parcel	022117-2-113			
3.*	(Well 1) – Back of Wilco building	022117-2-123			
4.*	(Waterline from Well 6) – Holmaas empty parcel by car wash	022117-2-127			
5.*	Forest Grove Apts 3402 35 th Ave	022117-7-042			
6.*	Les Schwab Tires	022117-7-053			
7.*	5358 33 rd Ave office building	022117-7-054			
8.	house on 35 th St NW – old Dr Kuntz System	022120-3-019			
9.	house on 35 th St NW – old Dr Kuntz System	022120-3-025			
10.	house on 35 th St NW – old Dr Kuntz System	022120-3-026			
11.	house on 35 th St NW – old Dr Kuntz System	022120-3-028			
12.	house on 35 th St NW – old Dr Kuntz System	022120-3-034			
13.	house on 35 th St NW – old Dr Kuntz System	022120-3-038			
14.	house on 35 th St NW – old Dr Kuntz System	022120-3-039			
15.	house on 35 th St NW – old Dr Kuntz System	022120-3-043			
16.	house on 35 th St NW – old Dr Kuntz System	022120-3-053			
17.*	3301 56 th St – undeveloped 3 rd Bruce Reikow parcel	400331-0-010			
18.*	3403 Olympic Dr – Shaunak Properties (Reikow bldg. 1)	400331-0-030			
19.	Waterline Easement from Charles E. Olson, LLC (Grantor) to Stroh’s Water Company, Inc. (Grantee), recorded on April 4, 2002	455500-0-130	2002040806		
20.	Waterline Easement from Frederick Paulson (Grantor) to Stroh’s Water Company, Inc. (Grantee), recorded on Sept. 2, 2003	012113-4-003	200309020939		
21.*	Water Line Easement from Ellery M. Cram and Bette Cram, as husband and wife (Grantor) to Stroh’s Water Co., Inc. (Grantee), recorded on October 14, 2003	022118-3-028	200310140925		
22.	Easement from Dorothy M. Stroh (Grantor) to Stroh’s Water Company (Grantee), recorded on March 1, 2007	022117-2-119	200703011077		
23.	Easement from Olympic Dr[ive] Land LLC (Grantor) to Stroh’s Water Company (Grantee), recorded on March 25, 2008	022117-7-052	200803251150		

24.	Easement from Gig Harbor Retirement Residence LLC, an Oregon limited liability company (Grantor) to Stroh's Water Company, Inc., a Washington corporation (Grantee), with the Consent and Subordination of Lender, Wells Fargo Bank, recorded on June 8, 2009	022117-7-058	200906080534		
25.	Easement from Discovery Baptist Church (Grantor) to Stroh's Water Company (Grantee), recorded on July 29, 2021	022118-2-113	202107290685		
26.	Easement from F. P. Peacock and Alta F. Peacock, husband and wife (Grantor) to Harbor Pump and Water Co., a Washington corporation (Grantee), recorded on January 1, 1972	[TBD]	2129353		
27.*	Perpetual Use Easement from Talmo, Inc., a Washington corporation (Grantor) to Harbor Water Co., Inc., a Washington corporation (Grantee), recorded on May 14, 1981	022117-2-118	8105110270	036	2817
		022117-6-026			
		022117-6-027			
		022117-6-031			
		022117-6-801			
		022119-8-032	8904070160		
28.	Easement from Cecil Montgomery and Kathleen C. Montgomery (Grantor) to Stroh's Water Company, Inc., a Washington corporation (Grantee), recorded on April 7, 1989	400087-0-110	9307190435	0910	1981
29.	Easement from Kirk Harr – Harr Construction (Grantor) to Stroh's Water Co., Inc., a Washington corporation (Grantee), recorded on July 19, 1993	022119-4-045	9410310581	1073	2180
30.	Utility Easement from Peninsula School District No. 401, a Washington municipal corporation (Grantor) to Stroh's Water Company, Inc., a Washington corporation (Grantee), recorded on October 31, 1994	022119-4-046			
		022119-4-047			
		022119-4-048	9601290442	1193	1080
31.	Easement Reservation and Dedication from H & T Enterprises (Grantor) to Peninsula Light Company; Telephone Utilities of Washington, Inc.; Viacom Cablevision; Washington Natural Gas Company; and Stroh's Water Company (as Grantee), recorded on January 29, 1996	[TBD]			
32.	Easement from G.H.B. Co., a Colorado general partnership (Grantor) to Stroh's Water Company, Inc. (Grantee), recorded July 30, 1996	022119-2-022	9607300214	1250	3855
33.	Easement from G.H.B. Co., a Colorado general partnership (Grantor) to Stroh's Water Company, Inc. (Grantee), recorded July 30, 1996	022119-2-015	9607300215	1250	3865
34.	Easement from Wollochet Shores Home Owners' Association (Grantor) to Stroh's Water Company, Inc. (Grantee), recorded on July 30, 1996	400030-0-011	9607300216	1250	3857
35.	Easement from Wollochet Shores Home Owners' Association (Grantor) to Stroh's Water Company, Inc. (Grantee), recorded on January 22, 2001	[TBD]	200101220418		
36.	Waterline Easement Dedication from Gig Harbor Ford, Inc. (Grantor) to Stroh's Water Company (Grantee), recorded on March 17, 1998	022117-2-017	9803170104		
37.	Dedication Waterline Easement from Gig Harbor Ford, Inc. (Grantor) to Stroh's Water Company (Grantee), recorded on April 7, 1998	022117-2-017	9804070782		
38.	Non-Exclusive Access Easement and Agreement from Nolabari, Inc., a Washington corporation (Grantor) to Stroh's Water Co., Inc., a Washington corporation (Grantee), recorded on August 18, 1998 and re-recorded on September 23, 1998	022117-6-027	9808180684		
			9809230546		

39.	Waterline Easement from John Holmaas (WH Gig Harbor, LLC) (Grantor) to Stroh's Water Company, Inc. (Grantee), dated December 18, 2017	022117-2-115	Unrecorded
40.	Easement from Kirk Harr – Harr Construction (Grantor) to Stroh's Water Company, Inc., a Washington corporation (Grantee), dated September 2, 1994	022117-2-122 [TBD]	Unrecorded

NOTE: "*" Indicates easements to be insured under Title Policy.

Schedule 1.2(d)
(Water Rights)

	<i>Certificate No.</i>	<i>Application</i>	<i>Priority</i>
1.	07257-A		11/15/1967
2.	G2-23344 CA C		10/28/1974
3.	G2-25126		1/19/1979
4.	G2-25484		1/31/1980
5.	G2-27948		12/12/1990
6.	G2-28042		2/25/1991
7.	G2-28430		3/11/1992
8.*		G2-28125	4/29/1991

NOTE: "*" indicates Parties will work to determine if application is pending or if certificate issued.

SIGNATURE CERTIFICATE



REFERENCE NUMBER

FBB37740-24DC-4D30-85BE-90E44B67047A

TRANSACTION DETAILS

Reference Number
FBB37740-24DC-4D30-85BE-90E44B67047A

Transaction Type
Signature Request

Sent At
08/02/2022 19:38 EDT

Executed At
08/03/2022 13:24 EDT

Identity Method
email

Distribution Method
email

Signed Checksum
e7f631a4f78e2e27b381da284c5b9d63f9b168180f2f83a30ee6e6eefdb521b9

Signer Sequencing
Disabled

Document Passcode
Disabled

DOCUMENT DETAILS

Document Name
Wa Apa Am1 Strohs-Wws Final 8 04 2022

Filename
wa_apa_am1_strohs-wws_final_8_04_2022.pdf

Pages
7 pages

Content Type
application/pdf

File Size
859 KB

Original Checksum
3fce4671d4c225579eff9347732ccd20959b94640b8eed230ffe414eb7f052cc

SIGNERS

SIGNER	E-SIGNATURE	EVENTS
<p>Name Martin Kropelnicki</p> <p>Email mkropelnicki@calwater.com</p> <p>Components 1</p>	<p>Status signed</p> <p>Multi-factor Digital Fingerprint Checksum 53a9d262c59aeb56ba014ec3034885f69ff4e36ff3a3555038c2776f2d9a655e</p> <p>IP Address 174.211.231.144</p> <p>Device Mobile Safari via iOS</p> <p>Typed Signature <i>Martin A. Kropelnicki</i></p> <p>Signature Reference ID 4CD880DB</p>	<p>Viewed At 08/02/2022 22:31 EDT</p> <p>Identity Authenticated At 08/02/2022 22:31 EDT</p> <p>Signed At 08/02/2022 22:31 EDT</p>
<p>Name Tom Smegal</p> <p>Email tsmegal@calwater.com</p> <p>Components 1</p>	<p>Status signed</p> <p>Multi-factor Digital Fingerprint Checksum 753d83b37fd00a73c52bfc50f8b9f5c16f4afa9f8df4c6cd77561803488d17e</p> <p>IP Address 50.124.193.142</p> <p>Device Chrome via Windows</p> <p>Typed Signature <i>Thomas Smegal</i></p> <p>Signature Reference ID CC22A899</p>	<p>Viewed At 08/02/2022 21:35 EDT</p> <p>Identity Authenticated At 08/02/2022 21:36 EDT</p> <p>Signed At 08/02/2022 21:36 EDT</p>

AUDITS

TIMESTAMP	AUDIT
08/02/2022 19:38 EDT	Jason Hirata (jhirata@calwater.com) created document 'wa_apa_am1_strohs-wws_final_8_04_2022.pdf' on Chrome via Windows from 199.190.131.19.
08/02/2022 19:38 EDT	Tom Smegal (tsmegal@calwater.com) was emailed a link to sign.
08/02/2022 19:38 EDT	Martin Kropelnicki (mkropelnicki@calwater.com) was emailed a link to sign.
08/02/2022 19:38 EDT	Lea Stroh (lovecomet53@yahoo.com) was emailed a link to sign.
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08/02/2022 22:31 EDT	Martin Kropelnicki (mkropelnicki@calwater.com) signed the document on Mobile Safari via iOS from 174.211.231.144.
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08/03/2022 13:24 EDT	Component 'Signature Field 1' assigned to signer1 was removed as the document was force completed.
08/03/2022 13:24 EDT	Jason Hirata (jhirata@calwater.com) force completed document 'wa_apa_am1_strohs-wws_final_8_04_2022.pdf' on Chrome via Windows from 199.190.131.19.