

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

FORM 10-Q

☒ QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

For the quarterly period ended June 30, 2026

OR

☐ TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

For the transition period from to

Commission file number 001-8966

H2O AMERICA

(Exact name of registrant as specified in its charter)

Delaware

77-0066628

(State or other jurisdiction of incorporation or organization)

(I.R.S. Employer Identification No.)

110 West Taylor Street, San Jose, CA

95110

(Address of principal executive offices)

(Zip Code)

(408) 279-7800

(Registrant's telephone number, including area code)

Not Applicable

(Former name, former address and former fiscal year, if changed since last report)

Securities registered pursuant to Section 12(b) of the Act:

Title of each class

Trading Symbol(s)

Name of each exchange on which registered

Common Stock, par value \$0.001 per share

HTO

Nasdaq Global Select Market

Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days. Yes ☒ No ☐

Indicate by check mark whether the registrant has submitted electronically every Interactive Data File required to be submitted pursuant to Rule 405 of Regulation S-T (§232.405 of this chapter) during the preceding 12 months (or for such shorter period that the registrant was required to submit such files). Yes ☒ No ☐

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, a smaller reporting company, or an emerging growth company. See definitions of "large accelerated filer," "accelerated filer," "smaller reporting company," and "emerging growth company" in Rule 12b-2 of the Exchange Act.

Large accelerated filer ☒ Non-accelerated filer ☐

Accelerated filer ☐ Smaller reporting company ☐

Emerging growth company ☐

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act. ☐

Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act). Yes ☐ No ☒

As of July 24, 2026, there were 41,856,804 shares of the registrant's Common Stock outstanding.

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FORWARD-LOOKING STATEMENTS

This report contains forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995, as amended. Some of these forward-looking statements can be identified by the use of forward-looking words such as “believes,” “expects,” “may,” “will,” “should,” “seeks,” “approximately,” “intends,” “plans,” “estimates,” “projects,” “strategy,” or “anticipates,” or the negative of those words or other comparable terminology. These forward-looking statements are only predictions and are subject to risks, uncertainties and assumptions that are difficult to predict.

The accuracy of such statements is subject to a number of risks, uncertainties and assumptions including, but not limited to, the following factors:

- the risks associated with the proposed transactions with Quadvest, L.P., a Texas limited partnership and Quadvest Wholesale, LLC, a Texas limited liability company (together, “Quadvest”), including the risk of the proposed transactions not closing on the anticipated timeline, or at all, the ability to obtain required regulatory approvals, and the ability to successfully integrate Quadvest’s operations and realize the projected financial and other benefits of the proposed transactions;
- the effect of water, utility, environmental and other governmental policies and regulations, including regulatory actions concerning rates, authorized return on equity, authorized capital structures, capital expenditures, per- and polyfluoroalkyl substances (“PFAS”) and other decisions;
- changes in demand for water and other services;
- unanticipated weather conditions and changes in seasonality including those affecting water supply and customer usage;
- the effect of the impacts of climate change;
- unexpected costs, charges or expenses;
- our ability to successfully evaluate investments in new business and growth initiatives;
- contamination of our water supplies and damage or failure of our water equipment and infrastructure;
- the risk of work stoppages, strikes and other labor-related actions;
- catastrophic events such as fires, earthquakes, explosions, floods, ice storms, tornadoes, hurricanes, terrorist acts, physical attacks, cyber-attacks, epidemic, or other similar occurrences;
- changes in general economic, political, business and financial market conditions;
- the ability to obtain financing on favorable terms, which can be affected by various factors, including credit ratings, changes in interest rates, compliance with regulatory requirements, compliance with the terms and conditions of our outstanding indebtedness and general market and economic conditions; and
- legislative and general market and economic developments.

These risks, uncertainties and other factors may cause the actual results, performance or achievements of H2O America to be materially different from any future results, performance or achievements expressed or implied by such forward-looking statements.

Results for a quarter are not indicative of results for a full year due to seasonality and other factors. In addition, actual results, performance or achievements are subject to other risks and uncertainties that relate more broadly to our overall business, including those more fully described in our filings with the SEC, including our most recent reports on Form 10-K, Form 10-Q and Form 8-K. Forward-looking statements are not guarantees of future performance, and speak only as of the date made, and we undertake no obligation to publicly update or revise any forward-looking statement, whether as a result of new information, future events or otherwise, except as required by law.

PART I. FINANCIAL INFORMATION

ITEM 1. FINANCIAL STATEMENTS

H2O America and Subsidiaries **CONDENSED CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME** **(UNAUDITED)** **(in thousands, except share and per share data)**

	Three months ended June 30,		Six months ended June 30,	
	2026	2025	2026	2025
Operating revenue	\$ 210,474	198,255	\$ 393,767	365,854
Operating expense:				
Production expenses:				
Purchased water	39,648	37,421	66,593	63,374
Power	3,851	3,851	8,123	7,334
Groundwater extraction charges	28,619	26,354	51,828	44,645
Other production expenses	13,363	13,243	25,361	24,483
Total production expenses	85,481	80,869	151,905	139,836
Administrative and general	33,626	28,795	63,433	56,555
Maintenance	7,455	7,470	15,831	14,969
Property taxes and other non-income taxes	9,024	8,506	17,978	17,701
Depreciation and amortization	32,134	28,750	64,440	57,032
Total operating expense	167,720	154,390	313,587	286,093
Operating income	42,754	43,865	80,180	79,761
Other (expense) income:				
Interest on long-term debt and other interest expense	(17,952)	(18,122)	(36,790)	(36,394)
Pension non-service credit	1,992	1,620	3,931	3,223
Other, net	3,773	1,982	5,652	2,777
Income before income taxes	30,567	29,345	52,973	49,367
Provision for income taxes	3,978	4,670	7,371	8,141
Net income	26,589	24,675	45,602	41,226
Comprehensive income	\$ 26,589	24,675	\$ 45,602	41,226
Earnings per share				
—Basic	\$ 0.64	0.71	\$ 1.14	1.20
—Diluted	\$ 0.62	0.71	\$ 1.12	1.20
Dividends per share	\$ 0.44	0.42	\$ 0.88	0.84
Weighted average shares outstanding				
—Basic	41,851,524	34,777,152	39,900,622	34,280,727
—Diluted	42,865,195	34,860,349	40,897,868	34,367,212

See Accompanying Notes to Unaudited Condensed Consolidated Financial Statements.

H2O America and Subsidiaries
CONDENSED CONSOLIDATED BALANCE SHEETS
(UNAUDITED)
(in thousands, except share and per share data)

	June 30, 2026	December 31, 2025
Assets		
Utility plant:		
Land	\$ 44,498	44,600
Depreciable plant and equipment	4,864,038	4,688,644
Construction work in progress	307,922	269,272
Intangible assets	51,683	51,683
Total utility plant	5,268,141	5,054,199
Less: accumulated depreciation and amortization	1,164,540	1,120,232
Net utility plant	4,103,601	3,933,967
Nonutility properties	2,166	1,683
Less: accumulated depreciation and amortization	105	103
Net nonutility properties	2,061	1,580
Current assets:		
Cash and cash equivalents	104,102	20,686
Accounts receivable:		
Customers, net of allowances for credit losses of \$760 and \$722 on June 30, 2026 and December 31, 2025, respectively	71,016	62,471
Income tax	—	2,720
Other	11,846	7,710
Accrued unbilled revenue	70,619	68,971
Prepaid expenses	11,644	11,634
Current portion of regulatory assets	19,610	8,315
Other current assets	7,566	8,086
Total current assets	296,403	190,593
Other assets:		
Regulatory assets, less current portion	243,938	246,547
Investments	20,646	19,711
Postretirement benefit plans	84,018	80,967
Goodwill	640,311	640,311
Other	46,286	35,890
Total other assets	1,035,199	1,023,426
Total assets	\$ 5,437,264	5,149,566

See Accompanying Notes to Unaudited Condensed Consolidated Financial Statements.

H2O America and Subsidiaries
CONDENSED CONSOLIDATED BALANCE SHEETS
(UNAUDITED)
(in thousands, except share and per share data)

	June 30, 2026	December 31, 2025
Capitalization and liabilities		
Capitalization:		
Stockholders' equity:		
Common stock, \$0.001 par value; authorized 70,000,000 shares; 41,852,853 issued and outstanding shares on June 30, 2026 and 36,118,242 on December 31, 2025	\$ 42	36
Additional paid-in capital	1,250,053	958,188
Retained earnings	592,340	581,080
Accumulated other comprehensive income	1,467	1,467
Total stockholders' equity	1,843,902	1,540,771
Long-term debt, less current portion	1,881,479	1,866,819
Total capitalization	3,725,381	3,407,590
Current liabilities:		
Lines of credit	1,364	86,834
Current portion of long-term debt	8,648	23,504
Accrued groundwater extraction charges, purchased water and power	40,207	29,321
Accounts payable	70,444	75,427
Accrued interest	19,061	18,241
Accrued payroll	12,267	19,109
Current portion of regulatory liabilities	1	—
Other current liabilities	25,852	20,942
Total current liabilities	177,844	273,378
Deferred income taxes	317,902	307,893
Advances for construction	206,844	201,413
Contributions in aid of construction	353,869	342,697
Postretirement benefit plans	46,918	45,878
Regulatory liabilities, less current portion	578,408	546,797
Other noncurrent liabilities	30,098	23,920
Commitments and contingencies (Note 6)		
Total capitalization and liabilities	<u>\$ 5,437,264</u>	<u>5,149,566</u>

See Accompanying Notes to Unaudited Condensed Consolidated Financial Statements.

H2O America and Subsidiaries
CONDENSED CONSOLIDATED STATEMENTS OF CHANGES IN STOCKHOLDERS' EQUITY
(UNAUDITED)
(in thousands, except share and per share data)

	Common Stock		Additional Paid-in Capital	Retained Earnings	Accumulated Other Comprehensive Income	Total Stockholders' Equity
	Number of Shares	Amount				
Balances, December 31, 2025	36,118,242	\$ 36	958,188	581,080	1,467	1,540,771
Net income	—	—	—	19,013	—	19,013
Stock-based compensation	—	—	1,212	(10)	—	1,202
Issuance of restricted and deferred stock units	37,809	—	(616)	—	—	(616)
Employee stock purchase plan	23,112	—	1,023	—	—	1,023
Common stock issuance, net of costs	5,660,377	6	288,595	—	—	288,601
Dividends paid (\$0.44 per share)	—	—	—	(15,912)	—	(15,912)
Balances, March 31, 2026	41,839,540	\$ 42	1,248,402	584,171	1,467	1,834,082
Net income	—	—	—	26,589	—	26,589
Stock-based compensation	—	—	1,715	(9)	—	1,706
Issuance of restricted and deferred stock units	13,313	—	(62)	—	—	(62)
Common stock issuance, net of costs	—	—	(2)	—	—	(2)
Dividends paid (\$0.44 per share)	—	—	—	(18,411)	—	(18,411)
Balances, June 30, 2026	41,852,853	\$ 42	1,250,053	592,340	1,467	1,843,902

	Common Stock		Additional Paid-in Capital	Retained Earnings	Accumulated Other Comprehensive Income	Total Stockholders' Equity
	Number of Shares	Amount				
Balances, December 31, 2024	33,629,169	\$ 34	827,796	537,184	1,960	1,366,974
Net income	—	—	—	16,551	—	16,551
Stock-based compensation	—	—	1,210	(9)	—	1,201
Issuance of restricted and deferred stock units	31,587	—	(908)	—	—	(908)
Employee stock purchase plan	26,129	—	1,116	—	—	1,116
Common stock issuance, net of costs	495,900	—	26,545	—	—	26,545
Dividends paid (\$0.42 per share)	—	—	—	(14,142)	—	(14,142)
Balances, March 31, 2025	34,182,785	\$ 34	855,759	539,584	1,960	1,397,337
Net income	—	—	—	24,675	—	24,675
Stock-based compensation	—	—	1,464	(9)	—	1,455
Issuance of restricted and deferred stock units	16,702	—	(61)	—	—	(61)
Common stock issuance, net of costs	1,087,593	1	57,168	—	—	57,169
Dividends paid \$0.42 per share)	—	—	—	(14,604)	—	(14,604)
Balances, June 30, 2025	35,287,080	\$ 35	914,330	549,646	1,960	1,465,971

See Accompanying Notes to Unaudited Condensed Consolidated Financial Statements.

H2O America and Subsidiaries
CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWS
(UNAUDITED)
(in thousands)

	Six months ended June 30,	
	2026	2025
Operating activities:		
Net income	\$ 45,602	41,226
Adjustments to reconcile net income to net cash provided by operating activities:		
Depreciation and amortization	67,360	59,606
Deferred income taxes	8,818	8,642
Stock-based compensation	2,927	2,674
Allowance for equity funds used during construction	(3,471)	(823)
Accounts receivable and accrued unbilled utility revenue	(12,604)	(15,275)
Accounts payable and other current liabilities	(13,905)	(9,400)
Accrued groundwater extraction charges, purchased water and power	10,885	13,192
Tax receivable and payable, and other accrued taxes	(2,030)	118
Postretirement benefits	(3,587)	(1,420)
Regulatory assets and liabilities excluding cost of removal, income tax temporary differences and postretirement benefits	4,737	4,931
Other noncurrent assets and noncurrent liabilities	6,721	—
Proceeds from litigation settlement, net	3,570	—
Other changes, net	(10,578)	546
Net cash provided by operating activities	104,445	104,017
Investing activities:		
Additions to utility plant:		
Company-funded	(194,286)	(204,440)
Contributions in aid of construction	(20,158)	(11,963)
Cost to retire utility plant, net of salvage	(1,760)	(1,471)
Net cash used in investing activities	(216,204)	(217,874)
Financing activities:		
Borrowings from lines of credit	66,923	114,959
Repayments of lines of credit	(152,393)	(73,243)
Long-term borrowings	16,938	—
Repayments of long-term borrowings	(16,823)	(1,738)
Issuance of common stock, net of issuance costs	288,599	83,713
Dividends paid	(34,323)	(28,746)
Proceeds from litigation settlement, net	7,328	—
Receipts of advances and contributions in aid of construction	20,420	30,293
Refunds of advances for construction	(1,773)	(2,760)
Other changes, net	279	114
Net cash provided by financing activities	195,175	122,592
Net change in cash and cash equivalents	83,416	8,735
Cash and cash equivalents, beginning of period	20,686	11,114
Cash and cash equivalents, end of period	\$ 104,102	19,849
Cash paid (refunded) during the period for:		
Interest	35,780	40,867
Interest, net of amounts capitalized	31,575	37,895
Income taxes	165	(2,370)
Supplemental disclosure of non-cash activities:		
Accrued payables for additions to utility plant	59,597	36,941
Utility property installed by developers	1,174	1,459

See Accompanying Notes to Unaudited Condensed Consolidated Financial Statements.

H2O AMERICA AND SUBSIDIARIES
NOTES TO UNAUDITED CONDENSED CONSOLIDATED FINANCIAL STATEMENTS
JUNE 30, 2026

Note 1. General

In the opinion of management, the accompanying unaudited condensed consolidated financial statements reflect all adjustments (consisting only of normal, recurring adjustments) necessary for a fair presentation of the results for the interim periods.

The unaudited interim financial information has been prepared in accordance with accounting principles generally accepted in the United States of America and in accordance with the instructions for Form 10-Q and Rule 10-01 of Regulation S-X promulgated by the Securities and Exchange Commission (“SEC”). The Notes to Consolidated Financial Statements in H2O America’s 2025 Annual Report on Form 10-K, filed with the SEC on February 26, 2026, should be read in conjunction with the accompanying unaudited condensed consolidated financial statements.

H2O America is a holding company that conducts its business through the following wholly owned subsidiaries: San Jose Water Company (“SJWC”), H2O America TX Holdings, Inc., H2O America Land Company, H2O America NE LLC, and National Water Utility Service, LLC (“NWU”). H2O America TX Holdings, Inc. is a holding company for its wholly owned subsidiaries, SJWTX, Inc., doing business as The Texas Water Company (“TWC”), Texas Water Operation Services, LLC (“TWOS”) and Texas Water Resources, LLC (“TWR”). H2O America NE LLC is the holding company for Connecticut Water Service, Inc. (“CTWS”) whose wholly owned subsidiaries are The Connecticut Water Company (“CWC”), The Maine Water Company (“MWC”), New England Water Utility Services, Inc. (“NEWUS”), and Chester Realty, Inc. NWU is the contracting entity for shared services among the H2O America affiliates formed in October 2024. H2O America Risk Solutions, Inc. (“Risk Solutions”), is a captive insurance entity and wholly owned subsidiary of H2O America Inc., established in 2025 to manage certain insurance specific risks of the Company in addition to its use of traditional insurance products provided by its current insurance carriers. H2O America, through its subsidiaries, primarily provides water utility and other related services in California, Connecticut, Maine and Texas. H2O America has business in property management and real estate investment activity conducted by H2O America Land Company and Chester Realty, Inc.

TWC also holds a 25% equity interest in Acequia Water Supply Corporation (“Acequia”). Acequia has been determined to be a variable interest entity within the scope of Accounting Standards Codification (“ASC”) Topic 810—“Consolidation” with TWC as the primary beneficiary. As a result, Acequia has been consolidated with TWC.

Revenue

Water sales are seasonal in nature and influenced by weather conditions. The timing of precipitation and climatic conditions can cause seasonal water consumption by customers to vary significantly. Due to the seasonal nature of the water business, the operating results for interim periods are not indicative of the operating results for a 12-month period. Revenue is generally higher in the warm, dry summer months when water usage and sales are greater, and lower in the winter months when cooler temperatures and increased precipitation curtail water usage resulting in lower sales.

H2O America’s revenue components are as follows:

	Three months ended June 30,		Six months ended June 30,	
	2026	2025	2026	2025
	(In thousands)			
Revenue from contracts with customers	\$ 207,919	197,777	\$ 387,241	362,640
Alternative revenue programs, net	999	1,759	1,261	2,351
Other balancing and memorandum accounts and regulatory mechanisms, net	775	(2,288)	3,651	(988)
Rental income	781	1,007	1,614	1,851
	<u>\$ 210,474</u>	<u>198,255</u>	<u>\$ 393,767</u>	<u>365,854</u>

H2O AMERICA AND SUBSIDIARIES
NOTES TO UNAUDITED CONDENSED CONSOLIDATED FINANCIAL STATEMENTS
JUNE 30, 2026

Nonutility Properties

The major components of nonutility properties are as follows as of:

	June 30, 2026	December 31, 2025
	(In thousands)	
Land	\$ 1,394	914
Buildings and improvements	772	769
Subtotal	2,166	1,683
Less: accumulated depreciation and amortization	105	103
Total	<u>\$ 2,061</u>	<u>1,580</u>

Fair Value Measurement

The following instruments are not measured at fair value on H2O America's condensed consolidated balance sheets as of June 30, 2026, but require disclosure of their fair values: cash and cash equivalents, accounts receivable and accounts payable. The estimated fair value of such instruments as of June 30, 2026 approximates their carrying value as reported on the condensed consolidated balance sheets. There have been no changes in valuation techniques during the three and six months ended June 30, 2026. The fair value of these instruments would be categorized as Level 2 in the fair value hierarchy, with the exception of cash and cash equivalents, which would be categorized as Level 1.

The fair value of H2O America's long-term debt was \$1,716.5 million and \$1,716.6 million as of June 30, 2026 and December 31, 2025, respectively, and was determined using a discounted cash flow analysis, based on the current rates for similar financial instruments of the same duration and creditworthiness of the company. Of the total fair value of long-term debt at June 30, 2026 and December 31, 2025, \$1,698.4 million and \$1,715.6 million, respectively, would be categorized as Level 2 in the fair value hierarchy and \$18.1 million and \$1.0 million, respectively, would be categorized as Level 3 in the fair value hierarchy.

CTWS's additional retirement benefits under the supplemental executive retirement plans and retirement contracts are funded by investment assets held by a Rabbi Trust. The fair value of the money market funds, mutual funds and fixed income investments in the Rabbi Trust was \$2.7 million and \$2.8 million as of June 30, 2026 and December 31, 2025, respectively, and are categorized as Level 1 in the fair value hierarchy.

Earnings per Share

Basic earnings per share is calculated using income available to common stockholders, divided by the weighted average number of shares outstanding during the period. Diluted earnings per share is calculated using the treasury stock method which comprises income available to common stockholders divided by the weighted average number of shares of common stock including both shares outstanding and shares potentially issuable in connection with restricted common stock awards under H2O America's long-term incentive plans, and shares potentially issuable under the equity forward purchase agreements granted to investors in the equity offering discussed further in Note 3 "Capitalization" to these condensed consolidated financial statements. For the three months ended June 30, 2026 and 2025, 1,886 and 8,900 anti-dilutive restricted common stock units were excluded from the diluted earnings per share calculation, respectively. For the six months ended June 30, 2026 and 2025, 2,848 and 23,346 anti-dilutive restricted common stock units were excluded from the diluted earnings per share calculation, respectively.

H2O AMERICA AND SUBSIDIARIES
NOTES TO UNAUDITED CONDENSED CONSOLIDATED FINANCIAL STATEMENTS
JUNE 30, 2026

New Accounting Standards

The recently issued accounting standards that have not yet been adopted by the company as of June 30, 2026 are as follows:

Standard	Description	Date of Adoption	Application	Effect on the Condensed Consolidated Financial Statements
ASU 2024-03 “Disaggregation of Income Statement Expenses”	The ASU requires disclosure, in the notes to the financial statements, of specified information about certain costs and expenses. The ASU requires disclosure of purchases of inventory, employee compensation, depreciation, and intangible asset amortization in interim and annual reporting periods. Further, other amounts already required to be disclosed in accordance with current U.S. GAAP would be included in the same disclosure as the other disaggregation requirements. Additionally, the ASU requires qualitative descriptions of amounts remaining in relevant expense captions that are not separately disaggregated quantitatively as well as disclosure of selling expenses in annual periods and an entity’s definition of selling expenses.	The ASU is effective for H2O America for its annual financial statements for the year ending December 31, 2027 and for interim reporting periods for the year ending December 31, 2028. Early adoption is permitted.	Prospective, with retrospective application also permitted.	The standard is expected to only result in updates to disclosure and is not expected to have a material impact on the Company’s financial position and results of operations.
ASU 2025-06 “Intangibles- Goodwill and Other- Internal-Use Software (subtopic 350-40)”	The ASU updates the accounting for internal-use software by removing project stage references and introduces a new capitalization threshold based on management authorization and project completion probability. The guidance requires evaluation of significant development uncertainty, including novel functionality and unresolved performance requirements. ASU 2025-06 clarifies that capitalized internal-use software costs are subject to the property, plant and equipment disclosure requirements under ASC 360-10.	The ASU is effective for H2O America for its annual financial statements for the year ending December 31, 2028 and for interim reporting periods for the year ending December 31, 2028.	Prospective, with retrospective application also permitted.	H2O America is currently evaluating the impact of ASU 2025-06 on its financial statements and will adopt ASU 2025-06 in fiscal year ended December 31, 2028.

H2O AMERICA AND SUBSIDIARIES
NOTES TO UNAUDITED CONDENSED CONSOLIDATED FINANCIAL STATEMENTS
JUNE 30, 2026

Standard	Description	Date of Adoption	Application	Effect on the Condensed Consolidated Financial Statements
ASU 2025-10 “Government Grants (Topic 832)”	The ASU establishes accounting for government grants received by business entities and includes guidance for (1) a grant related to an asset and (2) a grant related to income. The ASU requires that a government grant should not be recognized until it is probable that a business entity will comply with the conditions attached to the grant and the grant will be received. Additionally, the ASU requires that a grant related to an asset be recognized on the balance sheet as the business entity incurs the related costs for which the grant is intended to compensate either as deferred income or an adjustment to the cost basis of the related asset. A grant related to income or a grant recognized as deferred income should be recognized in earnings on a systematic and rational basis over the periods in which the related costs are incurred that the grant is intended to compensate.	The ASU is effective for H2O America for annual reporting periods beginning after December 15, 2028 and interim reporting periods within those annual reporting periods. Early adoption is permitted.	Retrospective adoption with modified prospective and modified retrospective application also permitted.	H2O America is currently evaluating the impact of ASU 2025-10 on its financial statements and will adopt ASU 2025-10 in fiscal year ended December 31, 2029.
ASU 2025-11 “Interim Reporting (Topic 270)”	The ASU provides clarity about the current requirements, rather than an evaluation of whether to expand or reduce interim disclosure requirements. The ASU includes a disclosure principle that requires entities to disclose events since the end of the last annual reporting period that have a material impact on the entity. The intent of the disclosure principle, which is modeled after a previous SEC disclosure requirement, is to help entities determine whether disclosures not specified in Topic 270 should be provided in interim reporting periods.	The ASU is effective for H2O America for interim reporting periods within annual reporting periods beginning after December 15, 2027. Early adoption is permitted.	Prospective, with retrospective application also permitted.	H2O America is currently evaluating the disclosure impact of ASU 2025-11; however, the standard is not expected to impact the consolidated financial position, results of operations or cash flows.

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Note 2. Regulatory Matters

Regulatory assets and liabilities are comprised of the following as of:

	June 30, 2026	December 31, 2025
	(In thousands)	
Regulatory assets:		
Income tax temporary differences (a) (r)	\$ 211,958	204,384
Monterey Water Revenue Adjustment Mechanism ("M-WRAM") (b)	14,017	8,553
Business combinations debt premium (c) (r)	8,501	9,772
Employee benefit costs (d) (r)	6,127	5,823
Catastrophic event memorandum accounts ("CEMA") (e)	—	127
Revenue adjustment mechanisms (f) (r)	6,826	7,931
Customer Assistance Program ("CAP") balancing account (g)	4,410	3,696
Water supply costs (h)	—	847
Ground Water Regulation Legal Expenses memorandum account ("GWRLEMA") (i)	225	—
Other (j)	11,484	13,729
Total regulatory assets	263,548	254,862
Less: current portion of regulatory assets (k)	19,610	8,315
Total regulatory assets, less current portion	\$ 243,938	246,547
Regulatory liabilities:		
Cost of removal (l)	410,935	394,391
Future income tax benefits due to customers (m)	81,480	82,285
Unrecognized pensions and other postretirement benefits (n)	31,420	32,996
Per- and Polyfluoroalkyl substances ("PFAS") legal settlement proceeds (o)	36,112	24,682
Employee benefit costs (d)	11,335	8,771
Water supply costs (h)	3,615	—
Revenue adjustment mechanisms (f)	1,067	—
Other (p)	2,445	3,672
Total regulatory liabilities	578,409	546,797
Less: current portion of regulatory liabilities (q)	1	—
Total regulatory liabilities, less current portion	\$ 578,408	546,797

- (a) Consists primarily of temporary income tax differences that are flowed through to customers, which will be recovered in future rates as these temporary differences reverse. The company expects to recover regulatory assets related to plant depreciation income tax temporary differences over the lives of the plant assets, which are between 5 to 100 years.
- (b) M-WRAM is described in the following section.
- (c) Consists of debt fair value adjustments recognized through purchase accounting for the completed merger with CTWS in 2019.
- (d) Includes deferrals of pension and other postretirement benefit expense and cost of accrued benefits for vacation, and group health insurance.
- (e) The California Public Utilities Commission ("CPUC") has authorized water utilities to activate CEMA accounts in order to track savings and costs related to SJWC's response to catastrophic events, which includes external labor and materials, increases in bad debt from suspension of shutoffs for non-payment, waived deposits and reconnection fees, and divergence from actual versus authorized usage. The balances primarily relate to expenses associated with SJWC's response to COVID-19, including bad debt.
- (f) Primarily relates to Water Rate Adjustment mechanism ("WRA"). WRA and Water Conservation Memorandum Account ("WCMA") are described in the following section.
- (g) Represents costs associated with SJWC's CAP.
- (h) Reflects primarily SJWC's Full Cost Balancing Account ("FCBA"), which tracks differences in actual water supply costs compared to amounts assumed in base rates, including applicable changes and variations in costs and quantities that affect the overall mix of the water supply.
- (i) Represents legal and related expenses associated with litigation and consensus-building activities related to SJWC's water rights. The GWRLEMA was re-established in November 2025 to track these costs.
- (j) Other includes other balancing and memorandum accounts and regulatory mechanisms, deferred costs for certain information technology activities, asset retirement obligations, tank painting, well reconditioning, rate case expenses and acquisition costs.

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- (k) Primarily relates to SJWC's balancing and memorandum account surcharge in accordance with Decision No. 24-12-077 and the current portion of CWC's WRA, deferred well redevelopment, carbon filters and rate case costs.
- (l) Represents amounts collected in rates from customers for estimated costs to retire assets at the end of their expected useful lives before the costs are incurred.
- (m) On December 22, 2017, the Tax Cuts and Jobs Act of 2017 (the "Tax Act") was signed into law. The Tax Act included a reduction in the federal income tax rate from 35% to 21%. The rate reduction was effective on January 1, 2018 and resulted in a regulatory liability for the excess deferred income taxes. The benefit of amortization of excess deferred income taxes flows back to the customers under current normalization rules and agreed upon methods with the commissions.
- (n) Represents actuarial losses and gains and prior service cost that have not yet been recognized as components of net periodic benefit cost for certain pension and other postretirement benefit plans.
- (o) Primarily relates to legal settlements received by SJWC and CWC from ongoing PFAS water contamination litigation against manufacturers which will be used to offset future costs incurred, recorded as Contributions in Aid of Construction ("CIAC"), or returned to customers through future rates. The Water Contamination Litigation Memorandum Account ("WCLMA") has been established to track net proceeds and costs resulting from water contamination litigation related to SJWC.
- (p) Primarily relates to MWC's accrued tank painting costs.
- (q) Primarily relates to the current portion of WRA.
- (r) Generally, not earning a return either by interest on the regulatory asset or as a component of rate base at the allowed rate of return.

SJWC has established balancing accounts for the purpose of tracking the under-collection or over-collection associated with expense changes and the revenue authorized by the CPUC to offset those expense changes. SJWC has been authorized for the use of the FCBA to track water supply costs and energy consumption. The M-WRAM balancing account tracks the difference between the revenue received for actual metered sales through the tiered volumetric rate and the revenue that would have been received with the same actual metered sales if a uniform rate would have been in effect.

SJWC also maintains memorandum accounts to track impacts due to catastrophic events, certain unforeseen water quality expenses related to new federal and state water quality standards, energy efficiency, water conservation, water tariffs, and other approved activities or as directed by the CPUC. The WCLMA allows SJWC to track net proceeds and costs resulting from water contamination litigation. The WCMA allows SJWC to track lost revenue, net of related water costs, associated with reduced sales due to water conservation and associated calls for water use reductions, both mandatory and voluntary. SJWC records the lost revenue captured in the WCMA balancing accounts, including amounts related to a 20-basis point reduction in the authorized return on equity per the terms of the WCMA. Applicable drought surcharges collected are used to offset the revenue losses tracked in the WCMA. All balancing accounts and memorandum accounts not included for recovery or refund in the current general rate case will be reviewed by the CPUC in SJWC's next general rate case or at the time an individual account balance reaches a threshold of 2% of authorized revenue, whichever occurs first.

CWC has been authorized by the Connecticut Public Utilities Regulatory Authority ("PURA") to utilize a WRA, a decoupling mechanism, to mitigate risk associated with changes in demand. The WRA is used to reconcile actual water demands with the demands projected in the most recent general rate case and allows the company to implement a surcharge or sur-credit as necessary to recover or refund the revenues approved in the general rate case. The WRA allows the company to defer, as a regulatory asset or liability, the amount by which actual revenues deviate from the revenues allowed in the most recent general rate proceedings.

Note 3. Capitalization

In October 2024, H2O America entered into an equity distribution agreement (the "Equity Distribution Agreement") with BofA Securities, Inc., J.P. Morgan Securities LLC, RBC Capital Markets, LLC and Wells Fargo Securities, LLC, pursuant to which the Company may offer and sell shares of its common stock, \$0.001 par value per share, from time to time in "at-the-market" offerings, having an aggregate gross sales price of up to \$200.0 million. For the three and six months ended June 30, 2026, H2O America did not issue or sell any shares of its common stock under the Equity Distribution Agreement and, accordingly, received no net proceeds therefrom. For the three and six months ended June 30, 2025, the Company issued and sold 1,087,593 and 1,583,493 shares of its common stock, respectively, with a weighted average price of \$52.82 and \$53.15 per share respectively, and received \$57.2 million and \$83.7 million in net proceeds, respectively, under the Equity Distribution Agreement. Since the inception of the Equity Distribution Agreement, H2O America has issued and sold 2,763,359 shares of common stock at a weighted average price of \$52.39 for total net proceeds of \$143.0 million, and has \$55.2 million of aggregate gross sales price of shares remaining to issue under the Equity Distribution Agreement as of June 30, 2026.

In March 2026, H2O America issued 3,937,654 shares of common stock in an underwritten offering pursuant to an Underwriting Agreement with J.P. Morgan Securities LLC and Wells Fargo Securities LLC, as representatives of several underwriters named in the Underwriting Agreement (the "Offering"). In connection with the Offering, H2O America entered into two-year forward purchase agreements to issue an additional 7,547,170 shares of common stock with an initial forward

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purchase price of \$51.28 per share, subject to adjustment based on the overnight bank funding rate and expected dividend amounts due upon settlement through maturity in March 2028. The forward purchase agreements can be settled or net settled for delivery of physical shares or settled for cash at the option of H2O America. In addition, the underwriters in the Offering, through the exercise of a 30-day overallotment option, purchased an additional 1,722,723 shares of common stock at a price of \$51.28 per share. Total net proceeds to H2O America for the common stock offering were \$290.2 million after deducting the underwriting discounts and before estimated offering expenses payable by H2O America of \$1.6 million, which are recognized as a reduction of additional paid-in capital. The forward purchase agreements are indexed to H2O America's common stock and qualify for equity classification. Accordingly, they are not remeasured for changes in the fair value of the Company's common stock, and no related gains or losses are recognized in earnings.

No forward purchase agreements issued under the Offering were settled during the three and six months ended June 30, 2026.

Note 4. Lines of Credit and Long-Term Liabilities

H2O America's contractual obligations and commitments include senior notes, bank term loans, revenue bonds, state revolving fund loans, lines of credit, and other obligations.

Lines of Credit

The weighted average interest rate on short-term borrowings outstanding at June 30, 2026 was 4.71%, compared to 4.75% at December 31, 2025.

As of June 30, 2026, the borrowing capacity of the lines of credit was \$367.7 million, which excludes a \$0.9 million standby letter of credit issued on behalf of H2O America Risk Solutions and guaranteed by H2O America under the Syndicated Credit Agreement.

Long-Term Debt

On November 12, 2025, SJWC entered into a Note Purchase Agreement with certain institutional investors. Under the agreement, SJWC issued an aggregate principal amount of \$70.0 million of senior notes in two series consisting of \$55.0 million of 5.83% Senior Notes, Series R ("Series R Notes"), and \$15.0 million of 5.91% Senior Notes, Series S ("Series S Notes"). The issuance of the Series S Notes was subject to approval by the CPUC which closed on May 14, 2026. The Series S Notes are unsecured obligations of SJWC and are due on November 1, 2055. Interest is payable semi-annually in arrears on May 1st and November 1st of each year, commencing November 1, 2026.

The balance of long-term debt outstanding, net of unamortized debt issuance costs and debt premium and discount, as of June 30, 2026 and December 31, 2025 was \$1,881.5 million and \$1,866.8 million, respectively. The current portion of long-term debt as of June 30, 2026 and December 31, 2025 was \$8.6 million and \$23.5 million, respectively.

The debt and credit agreements of H2O America and its subsidiaries contain various financial and other covenants. Non-compliance with these covenants could result in accelerated due dates and termination of the agreements. In addition, the debt and credit agreements contain customary representations and warranties and are subject to customary events of default, which may result in outstanding debt becoming immediately due and payable. As of June 30, 2026, H2O America and its subsidiaries were in compliance with all covenants related to its debt and credit agreements.

Note 5. Income Taxes

Income tax expense was \$4.0 million and \$4.7 million for the three months ended June 30, 2026 and 2025, respectively. Income tax expense was \$7.4 million and \$8.1 million for the six months ended June 30, 2026 and 2025, respectively. The effective consolidated income tax rates were 13% and 16% for the three months ended June 30, 2026 and 2025, respectively, and 14% and 16% for the six months ended June 30, 2026 and 2025, respectively. The lower effective tax rate for the three and six months ended June 30, 2026 was primarily due to higher flow through tax benefits.

H2O America had unrecognized tax benefits, before the impact of deductions of state taxes, excluding interest and penalties, of \$4.3 million and \$4.1 million as of June 30, 2026 and December 31, 2025, respectively.

On July 4, 2025, Public Law No. 119-21, referred to as the One Big Beautiful Bill Act ("OBBBA"), was signed into law. The OBBBA contains several changes to corporate taxation including the extension of key provisions of the 2017 Tax Cuts and Jobs Act. The legislation has multiple effective dates, with certain provisions which were effective in 2025 and others are phased in

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through tax year 2027. The legislation may be subject to further clarification and the issuance of interpretive guidance. The impact of the tax legislation was not material to the provision for income taxes and deferred tax balances for the three and six months ended June 30, 2026.

Note 6. Commitments and Contingencies

H2O America and its subsidiaries are subject to ordinary routine litigation incidental to its business.

In October 2023, CWC, a subsidiary of H2O America, was named as a defendant in a putative class action lawsuit alleging that the water provided by CWC contained contaminants. The case is currently pending in the State of Connecticut Superior Court. CWC is vigorously defending itself in this lawsuit.

SJWC and CWC are plaintiffs in a lawsuit against manufacturers of certain PFAS compounds for damages, contribution and reimbursement of costs incurred and continuing to be incurred to address the presence of such PFAS compounds in public water supply systems owned and operated by these utility subsidiaries and throughout their respective service areas. The lawsuit is part of a Multi-District Litigation (“MDL”) that commenced on December 7, 2018 in the United States District Court for the District of South Carolina. MWC has submitted timely claims as a settlement class member.

On February 8, 2024, the MDL court approved settlements involving defendants The Chemours Company, Corteva, Inc., and DuPont de Nemours, Inc. to resolve claims brought in the MDL against them by public water systems, including SJWC and CWC. On March 29, 2024, the MDL court approved a similar settlement involving defendant 3M Company. On November 22, 2024, the MDL court approved settlements involving defendants Tyco Fire Products LP and BASF Corporation. H2O America is entitled to a portion of the settlements and is monitoring and evaluating the ongoing litigation and settlement activity with the PFAS manufacturers for potential impacts to the various claims that these utility subsidiaries have asserted.

For the three and six months ended June 30, 2026, the Company received \$11.0 million from legal settlements with Tyco Fire Products LP, BASF Corporation, and 3M Company related to PFAS contamination, allocated as follows: SJWC received \$7.4 million; CWC received \$3.5 million; and MWC received \$0.1 million, which includes \$0.1 million payable to contract operators. For the three and six months ended June 30, 2025, the Company received \$6.4 million in cash proceeds from a legal settlement with 3M Company related to PFAS contamination. These proceeds were allocated as follows: SJWC received \$4.4 million; CWC received \$1.9 million; and MWC received \$0.1 million, which includes \$0.1 million payable to contract operators. As of June 30, 2026, the Company has received aggregate cash proceeds of \$36.1 million from MDL court approved settlements. The proceeds have been allocated as follows: SJWC received \$24.4 million; CWC received \$11.1 million; and MWC received \$0.6 million, which includes \$0.4 million payable to contract operators. The proceeds are compensatory in nature and are intended to compensate the Company for costs incurred, or to be incurred, to address the presence of PFAS compounds in public water supply systems or to be refunded to customers through rate reductions, and have been recorded as a regulatory liability subject to regulatory approval.

H2O America is entitled to receive additional cash proceeds from 3M Company in the subsequent seven years, pursuant to the terms of the settlement agreement. The total estimated proceeds to be received during this period are approximately \$5.7 million.

H2O America is monitoring and evaluating the ongoing litigation and settlement activity with the PFAS manufacturers for potential impacts to the various claims that these utility subsidiaries have asserted.

Note 7. Benefit Plans

H2O America maintains noncontributory defined benefit pension plans for its eligible employees. SJWC employees hired before March 31, 2008 and CWC and MWC employees hired before January 1, 2009 are entitled to benefits under the pension plans based on the employee’s years of service and compensation. For SJWC employees hired on or after March 31, 2008, benefits are determined using a cash balance formula based upon compensation credits and interest credits for each employee. Starting in 2023, TWC employees are also eligible to participate under SJWC’s cash balance plan. Certain employees hired before March 1, 2012, and covered by a plan merged into the CWC plan in 2013 are also entitled to benefits based on the employee’s years of service and compensation. CTWS employees hired on or after January 1, 2009, are entitled to an additional 3.0% of eligible compensation to their company sponsored savings plan. H2O America does not have multi-employer plans.

In addition, senior management hired before March 31, 2008, for SJWC and January 1, 2009 for CWC, are eligible to receive additional retirement benefits under supplemental executive retirement plans and retirement contracts. SJWC’s senior management hired on or after March 31, 2008, are eligible to receive additional retirement benefits under SJWC’s Cash

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Balance Executive Supplemental Retirement Plan. The supplemental retirement plans and Cash Balance Executive Supplemental Retirement Plan are non-qualified plans in which only senior management and other designated members of management may participate. H2O America also provides health care and life insurance benefits for retired employees under employer-sponsored postretirement benefits that are not pension plans.

The components of net periodic benefit costs for the defined benefit plans and other postretirement benefits are as follows:

	Pension Benefits		Other Benefits	
	Three months ended June 30,			
	2026	2025	2026	2025
	(In thousands)			
Service cost	\$ 1,722	1,644	\$ 147	156
Interest cost	3,944	3,901	320	337
Expected return on assets	(5,244)	(4,944)	(293)	(295)
Amortization of actuarial gain	(353)	(458)	(220)	(214)
Amortization of prior service cost	29	4	—	—
Total	\$ 98	147	\$ (46)	(16)

	Pension Benefits		Other Benefits	
	Six months ended June 30,			
	2026	2025	2026	2025
	(In thousands)			
Service cost	\$ 3,428	3,287	\$ 290	312
Interest cost	7,842	7,801	630	674
Expected return on assets	(10,535)	(9,887)	(575)	(590)
Amortization of actuarial gain	(766)	(915)	(477)	(428)
Amortization of prior service cost	58	7	—	—
Total	\$ 27	293	\$ (132)	(32)

In 2026, H2O America expects to make required and discretionary cash contributions of up to \$5.8 million to the pension plans and other postretirement benefits. For the three and six months ended June 30, 2026, H2O America has made \$1.4 million and \$3.3 million of contributions to such plans.

Note 8. Equity Plans

H2O America's long-term incentive plans provide employees, non-employee board members or the board of directors of any parent or subsidiary, consultants, and other independent advisors who provide services to the company or subsidiary the opportunity to acquire an equity interest in H2O America. In addition, shares are issued to employees under H2O America's Employee Stock Purchase Plan ("ESPP").

As of June 30, 2026, 292,308 shares are issuable upon the vesting of outstanding restricted stock units and deferred restricted stock units and an additional 998,880 shares are available for award issuances under the long-term incentive plans.

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A summary of compensation costs charged to income, by award type, and proceeds from the ESPP, are presented below:

	Three months ended June 30,		Six months ended June 30,	
	2026	2025	2026	2025
Compensation costs charged to income:				
ESPP	\$ 95	100	\$ 180	189
Restricted stock and deferred restricted stock	1,620	1,364	2,747	2,485
Total compensation costs charged to income	\$ 1,715	1,464	\$ 2,927	2,674
ESPP proceeds	\$ —	—	\$ 1,023	1,116

Restricted Stock and Deferred Restricted Stock

For the three months ended June 30, 2026, H2O America granted 19,879 restricted stock awards with a weighted average grant date fair value per unit of \$54.26, which consisted of 18,753 three-year service-based restricted stock awards and 1,126 target units of three-year performance-based restricted stock awards. For the six months ended June 30, 2026, H2O America granted 133,211 restricted stock awards with a weighted average grant date fair value per unit of \$49.37, which consisted of 61,903 three-year service-based restricted stock awards and 71,308 target units of three-year performance-based restricted stock awards. Based upon actual attainment relative to the target performance metric, the number of shares issuable can range between 0% to 150% of the target number of shares.

For the three months ended June 30, 2025, H2O America granted 19,909 of one-year and three-year service-based restricted stock awards with a weighted average grant date fair value per unit of \$48.57 and 1,562 target units of performance-based and market-based restricted stock awards with a weighted average grant date fair value per unit of \$53.19. For the six months ended June 30, 2025, H2O America granted 66,314 one-year and three-year service-based restricted stock awards with a weighted average grant date fair value per unit of \$45.49 and 58,208 target units of performance-based and market-based restricted stock awards with a weighted average grant date fair value per unit of \$51.91. Based upon actual attainment relative to the target performance metric, the number of shares issuable can range between 0% to 150% of the target number of shares for performance-based restricted stock awards and 0% to 200% of the target number for market-based restricted stock awards.

As of June 30, 2026, the total number of outstanding restricted stock awards and deferred restricted stock awards was 313,106 and the total number of shares vested but not issued was 6,588. As of June 30, 2026, unrecognized compensation costs related to restricted and deferred restricted stock plans was \$10.5 million. This cost is expected to be recognized over a weighted average period of 1.98 years.

Note 9. Segment Reporting

H2O America's single reportable segment provides water utility and utility-related services to its customers through H2O America's subsidiaries, SJWC, CWC, TWC, MWC, and Acequia, which are aggregated and referred to as "Water Utility Services." Water Utility Services' activities are water utility operations with both regulated and non-tariffed businesses. Other business activities that do not comprise separately reportable segments primarily include SJWC's City of Cupertino service concession arrangement operations, property management and investment activity conducted by H2O America Land Company and Chester Realty, Inc., contract water and sewer operations and other water-related services provided by NEWUS and are referred to as "Other Services."

H2O America's operating segments have been determined based on information used by the chief operating decision maker. H2O America's chief operating decision makers ("CODM") include the Chief Executive Officer and Chair of the Board; the Chief Financial Officer and Treasurer; the President and Chief Operating Officer; and the Vice President and General Counsel. However, ultimate decision-making authority rests with the Chief Executive Officer. The CODM reviews financial information presented on a consolidated basis that is accompanied by certain disaggregated information about operating revenue, expenses, net income, and total assets. The CODM uses net income to assess the financial performance of the segments and allocate resources (including employees, financial, or capital resources) in the budgeting and forecasting process.

Previously, H2O America presented a separate reportable segment for Real Estate Services and also presented a disaggregation of regulated and non-tariffed activities within the Water Utility Services reportable segment. Under the current presentation, the activities of Water Utility Services previously presented as "non-tariffed" are generally presented as "Other Services" along with the real estate activity. Certain allocated assets, such as goodwill, revenue and expenses have been included in the

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reportable segment amounts. Certain corporate costs and expenses are not allocated to Water Utility Services or Other Services and are shown separately to reconcile to the applicable consolidated amounts.

	For the three months ended June 30, 2026			
	Reportable Segment	Other Services (1)	Unallocated Corporate (2)	Consolidated
	Water Utility Services			
	(In thousands)			
Operating revenue	\$ 206,715	3,759	—	210,474
Less:				
Production expenses	83,981	1,500	—	85,481
Administrative and general	27,396	201	6,029	33,626
Maintenance	6,740	715	—	7,455
Property taxes and other non-income taxes	9,055	35	(66)	9,024
Depreciation and amortization	31,872	30	232	32,134
Interest on long-term debt and other interest expense	13,496	69	4,387	17,952
Provision (benefit) for income taxes	5,971	370	(2,363)	3,978
Other (3)	(4,457)	(58)	(1,250)	(5,765)
Net income (loss)	\$ 32,661	897	(6,969)	26,589
Capital expenditures	\$ 121,936	—	—	121,936
	For the three months ended June 30, 2025			
	Reportable Segment	Other Services (1)	Unallocated Corporate (2)	Consolidated
	Water Utility Services			
	(In thousands)			
Operating revenue	\$ 194,674	3,581	—	198,255
Less:				
Production expenses	79,324	1,545	—	80,869
Administrative and general	24,967	252	3,576	28,795
Maintenance	6,745	725	—	7,470
Property taxes and other non-income taxes	8,506	9	(9)	8,506
Depreciation and amortization	28,485	34	231	28,750
Interest on long-term debt and other interest expense	12,719	—	5,403	18,122
Provision (benefit) for income taxes	6,706	283	(2,319)	4,670
Other (3)	(1,748)	(38)	(1,816)	(3,602)
Net income (loss)	\$ 28,970	771	(5,066)	24,675
Capital expenditures	\$ 132,058	—	—	132,058

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For the six months ended June 30, 2026				
	Reportable Segment		Unallocated Corporate (2)	Consolidated
	Water Utility Services	Other Services (1)		
	(In thousands)			
Operating revenue	\$ 386,104	7,663	—	393,767
Less:				
Production expenses	149,407	2,498	—	151,905
Administrative and general	55,657	418	7,358	63,433
Maintenance	13,619	2,212	—	15,831
Property taxes and other non-income taxes	17,961	78	(61)	17,978
Depreciation and amortization	63,916	60	464	64,440
Interest on long-term debt and other interest expense	27,997	69	8,724	36,790
Provision (benefit) for income taxes	11,871	731	(5,231)	7,371
Other (3)	(8,022)	(151)	(1,410)	(9,583)
Net income (loss)	\$ 53,698	1,748	(9,844)	45,602
Capital expenditures	\$ 214,444	0	0	214,444
For the six months ended June 30, 2025				
	Reportable Segment		Unallocated Corporate (2)	Consolidated
	Water Utility Services	Other Services (1)		
	(In thousands)			
Operating revenue	\$ 359,830	6,024	—	365,854
Less:				
Production expenses	137,309	2,527	—	139,836
Administrative and general	51,718	812	4,025	56,555
Maintenance	13,748	1,221	—	14,969
Property taxes and other non-income taxes	17,715	(50)	36	17,701
Depreciation and amortization	56,517	61	454	57,032
Interest on long-term debt and other interest expense	25,758	—	10,636	36,394
Provision (benefit) for income taxes	12,012	509	(4,380)	8,141
Other (3)	(2,870)	(137)	(2,993)	(6,000)
Net income (loss)	\$ 47,923	1,081	(7,778)	41,226
Capital expenditures	\$ 216,403	—	—	216,403

(1) The “Other Services” category includes the accounts of H2O America Land Company, Chester Realty, Inc., SJWC’s Cupertino service concession arrangement operations, TWOS, TWR, and NEWUS, on a stand-alone basis.

(2) The “Unallocated Corporate” category includes the accounts of H2O America, H2O America NE LLC, H2O America TX Holdings, Inc., CTWS, NWU on a stand-alone basis.

(3) Primarily comprised of pension non-service credit (cost) and items of miscellaneous non-operating income (expense).

H2O AMERICA AND SUBSIDIARIES
NOTES TO UNAUDITED CONDENSED CONSOLIDATED FINANCIAL STATEMENTS
JUNE 30, 2026

H2O America’s assets for the Water Utility Services reportable segment and all other are as follows as of:

	June 30, 2026	December 31, 2025
	(In thousands)	
Water Utility Services (reportable segment)	\$ 5,270,343	5,054,235
Other Services	22,953	26,707
Unallocated Corporate	143,968	68,624
Total assets	<u>\$ 5,437,264</u>	<u>5,149,566</u>

H2O AMERICA AND SUBSIDIARIES
NOTES TO UNAUDITED CONDENSED CONSOLIDATED FINANCIAL STATEMENTS
JUNE 30, 2026

Note 10. Acquisitions

Quadvest acquisition

On July 7, 2025, the Company, through its indirect subsidiary, TWC, entered into an asset purchase agreement (the “Regulated Business APA”), with Quadvest, L.P. (“Quadvest Retail”) and the Company, as guarantor, pursuant to which, and subject to the terms and conditions set forth therein, Quadvest Retail has agreed to sell, and TWC has agreed to acquire, substantially all of the assets of Quadvest L.P. related to the operation of Quadvest L.P.’s water and sewer utility business at a purchase price consisting of a base amount of \$483.6 million, with certain adjustments based on capital expenditures (the “Regulated Business Transaction”). The Regulated Business Transaction will be subject to the satisfaction of various closing conditions set forth in the Regulated Business APA, including satisfaction of the closing conditions with respect to the Wholesale Business Transaction described below.

Concurrently on July 7, 2025, the Company, its indirect subsidiaries, TWOS and TWC (together with the Company and TWOS, the “Purchasers”), entered into another asset purchase agreement (the “Wholesale Business APA”), with Quadvest Retail and its affiliate, Quadvest Wholesale, LLC (“Quadvest Wholesale”), pursuant to which, and subject to the terms and conditions set forth therein, Quadvest Wholesale has agreed to sell, and TWOS has agreed to acquire substantially all of the assets of Quadvest Wholesale related to the operation of Quadvest Wholesale’s wholesale water and sewer business at a purchase price consisting of a base amount of \$56.4 million, with certain adjustments based on capital expenditures (the “Wholesale Business Transaction”). The Wholesale Business Transaction will be subject to the satisfaction of various closing conditions set forth in the Wholesale Business APA, including the simultaneous closing of the Regulated Business Transaction described above.

On July 9, 2025, TWC filed a request with the Public Utility Commission of Texas (the “PUCT”) to use Fair Market Value (“FMV”) to support its acquisition of Quadvest Retail. On August 7, 2025, the PUCT appointed three appraisers to determine the FMV. In December 2025, TWC received the appraised FMV from the PUCT-appointed appraisers for the assets of Quadvest Retail. In accordance with Texas’ FMV statute, the purchase price of \$483.6 million will serve as the ratemaking rate base. On January 22, 2026, TWC filed its Sale, Transfer, Merger (“STM”) application with the PUCT. This application was deemed administratively complete on April 14, 2026. Notice to affected parties and customers was found sufficient on May 21, 2026. On July 9, 2026, PUCT Staff recommended that the transaction should be allowed to proceed.

ITEM 2. MANAGEMENT’S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS **(Dollar amounts in thousands, except per share amounts and where otherwise noted)**

The information in this Item 2 should be read in conjunction with the financial information and the notes thereto included in Item 1 of this Form 10-Q and the condensed consolidated financial statements and notes thereto and the related “Management’s Discussion and Analysis of Financial Condition and Results of Operations” contained in H2O America’s Annual Report on Form 10-K for the year ended December 31, 2025.

This report contains forward-looking statements within the meaning of the federal securities laws relating to future events and future results of H2O America and its subsidiaries that are based on current expectations, estimates, forecasts, and projections about H2O America and its subsidiaries and the industries in which H2O America and its subsidiaries operate and the beliefs and assumptions of the management of H2O America. Actual results may differ materially from those currently anticipated and expressed in such forward-looking statements as a result of a number of factors. For more information about such forward-looking statements, including some of the factors that may affect our actual results, please see our disclosures under “Forward-Looking Statements,” and elsewhere in this Form 10-Q, including Part II, Item 1A under “Risk Factors” as well as the disclosures under Part I, Item 1A in H2O America’s Annual Report on Form 10-K for the year ended December 31, 2025 under “Risk Factors.”

General:

H2O America is a holding company whose primary business involves ownership of public utilities that provide water and wastewater services, including the production, purchase, storage, purification, distribution, wholesale and retail sale of water. The water utility business of H2O America is conducted through the following wholly owned subsidiaries: San Jose Water Company (“SJWC”), The Connecticut Water Company (“CWC”), The Maine Water Company (“MWC”), and SJWTX, Inc. doing business as The Texas Water Company (“TWC”). These subsidiaries provide water service to approximately 409,000 water and wastewater service connections and serve a combined population of over 1.6 million people in California, Connecticut, Maine and Texas. Water utility services provided by these businesses are subject to regulation by the applicable state public utility commissions. These subsidiaries also engage in non-tariffed operations that are not subject to public utility commission regulation, including contract water and sewer operations, maintenance agreements, and antenna site leases.

Together, SJWC, excluding the City of Cupertino (“Cupertino”) service concession arrangement operations, CWC, MWC and TWC are referred to as “Water Utility Services,” which is our single reportable segment.

Other business activities that are not separately reportable segments are SJWC’s Cupertino service concession arrangement operations, Texas Water Operation Services, LLC (“TWOS”), Texas Water Resources, LLC (“TWR”), New England Water Utility Services, Inc. (“NEWUS”), H2O America Land Company and Chester Realty, Inc. and are collectively referred to as “Other Services.”

Business Strategy for Water Utility Services:

H2O America focuses its business initiatives in three strategic areas:

- (1) Investing in regional regulated water utility operations to support the health, safety and quality of life of our customers;
- (2) Regional non-tariffed water utility-related services provided in accordance with the guidelines established by applicable state public utility commissions; and
- (3) Out-of-region water and utility-related services.

As part of our pursuit of the above three strategic areas, we consider from time to time opportunities to acquire businesses and assets. However, we cannot be certain we will be successful in identifying and consummating any strategic business combinations or acquisitions relating to such opportunities. In addition, the execution of our business strategy will expose us to different risks than those associated with the current utility operations. We expect to incur costs in connection with the execution of this strategy and any integration of an acquired business could involve significant costs, the assumption of certain known and unknown liabilities related to the acquired assets, the diversion of management’s time and resources, the potential for a negative impact on our financial position and operating results, entering markets in which we have no or limited direct prior experience, and the potential loss of key employees of any acquired company. Any strategic combination or acquisition we decide to undertake may also impact our ability to finance our business, affect our compliance with regulatory requirements, and impose additional burdens on our operations. Any businesses we acquire may not achieve sales, customer growth, and projected profitability that would justify the investment. Any difficulties we encounter in the integration process, including the integration of controls necessary for internal control and financial reporting, could interfere with our operations, reduce our

operating margins, and adversely affect our internal controls. H2O America cannot be certain that any transaction will be successful or that it will not materially harm operating results or our financial condition.

As previously disclosed, H2O America, through its indirect subsidiary, TWC, will acquire regulated systems owned by Quadvest L.P. for \$483.6 million, and TWOS will acquire systems owned by Quadvest Wholesale LLC for \$56.4 million. Please see [Note 10](#) “Acquisitions” for further discussion. On the completion of this acquisition, Quadvest will bring operational scale, a strong development pipeline, and increased exposure to one of America’s fastest growing regions, Houston, TX. Quadvest brings a strong legacy of local relationships and reliable service. It has been providing water and sewer service in Southeast Texas for nearly 50 years through its operating entities.

Critical Accounting Estimates:

The discussion and analysis of our financial condition and results of operations is based on the accounting estimates used and disclosed in our 2025 consolidated financial statements and accompanying notes that were prepared in accordance with accounting principles generally accepted in the United States of America and included as part of our Annual Report on Form 10-K for the year ended December 31, 2025, that was filed with the Securities and Exchange Commission on February 26, 2026.

Our critical accounting estimates are described in Management’s Discussion and Analysis of Financial Condition and Results of Operations included in our Annual Report on Form 10-K for the year ended December 31, 2025. Our significant accounting policies are described in the notes to the 2025 consolidated financial statements included in our Annual Report on Form 10-K for the year ended December 31, 2025. There have been no changes to critical accounting estimates or significant accounting policies during the three and six months ended June 30, 2026.

New Accounting Pronouncements:

See [Note 1](#) “General” for a discussion of new accounting pronouncements.

Results of Operations:

Water sales are seasonal in nature and are influenced by weather conditions. The timing of precipitation and climatic conditions can cause seasonal water consumption by customers to vary significantly. Due to the seasonal nature of the water business, the operating results for interim periods are not indicative of the operating results for a 12-month period. Revenue is generally higher in the warm, dry summer months when water usage and sales are greater, and lower in the winter months when cooler temperatures and increased precipitation curtail water usage and sales.

Overview

H2O America’s financial results and highlights include:

	Three months ended June 30,		Increase/ (decrease)	% Change	Six months ended June 30,		Increase/ (decrease)	% Change
	2026	2025			2026	2025		
(In thousands, except per share data)								
Operating Revenue	\$ 210,474	198,255	12,219	6 %	\$ 393,767	365,854	27,913	8 %
Operating Expenses	167,720	154,390	13,330	9 %	313,587	286,093	27,494	10 %
Net Income	26,589	24,675	1,914	8 %	45,602	41,226	4,376	11 %
Earnings Per Share - Basic	\$ 0.64	0.71	(0.07)	(10)%	\$ 1.14	1.20	(0.06)	(5)%
Earnings Per Share - Diluted	\$ 0.62	0.71	(0.09)	(13)%	\$ 1.12	1.20	(0.08)	(7)%

Operating Revenue

H2O America has a single reportable segment, referred to as “Water Utility Services.” All other business activities not separately reportable are included in “Other Services.” Operating revenue for the Water Utility Services reportable segment and Other Services was as follows:

	Operating Revenue by Segment			
	Three months ended June 30,		Six months ended June 30,	
	2026	2025	2026	2025
	(In thousands)			
Water Utility Services	\$ 206,715	194,674	\$ 386,104	359,830
Other Services	3,759	3,581	7,663	6,024
Total operating revenue	<u>\$ 210,474</u>	<u>198,255</u>	<u>\$ 393,767</u>	<u>365,854</u>

The change in consolidated operating revenue was due to the following factors:

	Increase/(decrease)			
	Three months ended June 30, 2026 vs. 2025		Six months ended June 30, 2026 vs. 2025	
	(In thousands)			
Water Utility Services:				
Consumption changes	\$	180	— %	\$ 2,044 1 %
Increase in customers		363	— %	686 — %
Rate increases for:				
Pass-through water costs ¹		5,770	3 %	9,970 3 %
All other increases ²		8,697	4 %	16,437 4 %
Regulatory mechanisms ³		(1,711)	— %	(1,627) — %
Service and other revenue		(1,258)	(1)%	(1,236) — %
Other Services		178	— %	1,639 — %
Total change in operating revenue	\$	12,219	6 %	\$ 27,913 8 %

(1) Consists of rate increases specifically associated with changes in the water supply costs that are passed through to customers.

(2) Primarily associated with general rate cases and related annual escalation adjustments, infrastructure surcharges, and cost of capital adjustments.

(3) Excludes portion attributable to rate increases, which are shown in the rate increase lines above.

Operating Expense

Operating expense is summarized below:

	Operating Expense by Segment			
	Three months ended June 30,		Six months ended June 30,	
	2026	2025	2026	2025
	(In thousands)			
Water Utility Services	\$ 159,044	148,027	\$ 300,560	277,007
Other Services	2,481	2,565	5,266	4,571
Unallocated Corporate	6,195	3,798	7,761	4,515
	<u>\$ 167,720</u>	<u>154,390</u>	<u>\$ 313,587</u>	<u>286,093</u>

The change in consolidated operating expense was due to the following factors:

	Increase/(decrease)			
	Three months ended June 30, 2026 vs. 2025		Six months ended June 30, 2026 vs. 2025	
	(In thousands)			
Water production expenses:				
Change in surface water use	\$	340	— %	\$ (2,391) (1)%
Change in consumption		(805)	— %	2,288 1 %
Change in new customers		5	— %	76 — %
Purchased water and groundwater extraction charge, energy price change and other production expenses, net		4,784	3 %	8,326 3 %
Balancing and memorandum account cost recovery		288	— %	3,770 2 %
Total water production expenses		4,612	3 %	12,069 5 %
Administrative and general		4,831	3 %	6,878 2 %
Maintenance		(15)	— %	862 — %
Property taxes and other non-income taxes		518	— %	277 — %
Depreciation and amortization		3,384	3 %	7,408 3 %
Total change in operating expense	\$	13,330	9 %	\$ 27,494 10 %

Sources of Water Supply

The Company's water supply for its regulated utilities is diversified across groundwater, surface water, and purchased sources, with the mix of and reliance on such sources varying by region. Operations in California and Texas face greater hydrologic variability and drought-related pressures, partially mitigated by long-term contracts, conservation measures, and regulatory cost recovery mechanisms, while operations in Connecticut and Maine maintain more stable supply conditions with fewer near-term constraints. Across all regions, the Company relies on long-term agreements with regional authorities and continues to invest in infrastructure and supply reliability initiatives. Overall, management expects existing supplies to be adequate to meet anticipated customer demand throughout 2026, although cost and availability remain sensitive to weather patterns and regional conditions.

	Three months ended June 30,				Six months ended June 30,			
	2026	2025	Increase/ (decrease)	% of Total Change	2026	2025	Increase/ (decrease)	% of Total Change
	(billion gallons)							
Purchased water	4.6	4.7	(0.1)	(1)%	7.2	7.5	(0.3)	(1)%
Groundwater	5.5	5.2	0.3	2 %	10.2	9.4	0.8	4 %
Surface water	2.9	2.8	0.1	1 %	5.9	5.4	0.5	2 %
Reclaimed water	0.3	0.3	—	— %	0.3	0.3	—	— %
	13.3	13.0	0.3	2 %	23.6	22.6	1.0	5 %

The changes in the source of supply mix were consistent with the changes in the water production expenses.

Water Production Expenses

The increase in water production expenses of \$4.6 million for the three months ended June 30, 2026, compared to the same period in 2025, was primarily attributable to increases in average per unit costs for purchased water and groundwater extraction, partially offset by lower usage.

The increase in water production expenses of \$12.1 million for the six months ended June 30, 2026, compared to the same period in 2025, was primarily attributable to increases in average per unit costs for purchased water and groundwater extraction, increases in water production balancing and memorandum accounts, primarily relating to the FCBA, and higher customer usage, partially offset by decreases in costs as a result of increased availability of surface water.

Depreciation and Amortization

Depreciation and amortization expenses increased \$3.4 million for the three months ended June 30, 2026 compared to the same period in 2025. The increase is associated with utility plant additions placed in service compared to the same period last year.

Depreciation and amortization expenses increased \$7.4 million for the six months ended June 30, 2026 compared to the same period in 2025. The increase is associated with utility plant additions placed in service compared to the same period last year.

Other Operating Expenses

Operating expenses, excluding water production expenses, increased \$5.3 million for the three months ended June 30, 2026, compared to the same period in 2025. The increase was primarily attributable to a net increase in general and administrative expenses driven by increased merger and acquisition costs, increased outsourced services costs, increased employee-related costs and increased maintenance agreement costs.

Operating expenses, excluding water production expenses, increased \$8.0 million for the six months ended June 30, 2026, compared to the same period in 2025. The increase was primarily attributable to a net increase in general and administrative expenses driven by higher merger and acquisition costs, outsourced services, insurance, and maintenance agreement costs.

Other (Expense) Income

For the three months ended June 30, 2026, compared to the same period in 2025, the change in other (expense) income of \$2.3 million was primarily due to an increase in investment income from higher investment balances, an increase in pension non-service credits, and higher income from the equity portion of the Allowance for Funds Used During Construction (AFUDC).

For the six months ended June 30, 2026, compared to the same period in 2025, the change in other (expense) income of \$3.2 million was primarily due to higher income from the equity portion of the AFUDC, an increase in pension non-service credits, and an increase in investment income from higher investment balances.

Non-GAAP Financial Measures

H2O America's net income and diluted EPS are prepared in accordance with GAAP. Adjusted net income and Adjusted diluted EPS are non-GAAP financial measures representing GAAP earnings adjusted to exclude the effects of non-utility real estate transactions and costs associated with mergers and acquisition activities, if any. These non-GAAP financial measures are provided as additional information for investors to evaluate the performance of H2O America's business activities excluding these items. Management also believes these non-GAAP financial measures help investors and analysts better understand our actual results compared to our guidance on a non-GAAP basis. H2O America uses adjusted net income and/or adjusted diluted EPS as the primary performance measurements when communicating with analysts and investors regarding our outlook and results. Adjusted net income and Adjusted diluted EPS are also used internally to measure performance. However, these non-GAAP financial measures may be different from non-GAAP financial measures used by other companies, even when the same or similarly titled terms are used to identify such measures, limiting their usefulness for comparative purposes. Further, these non-GAAP financial measures should be considered as a supplement to the financial information prepared on a GAAP basis rather than an alternative to the respective GAAP financial measures.

The following tables reconcile Net Income and EPS, each as defined under GAAP, to our non-GAAP financial measures of Adjusted Net Income and Adjusted EPS for the three and six months ended June 30, 2026, compared to the same period in 2025:

	Three months ended June 30,		Six months ended June 30,	
	2026	2025	2026	2025
	(In thousands)			
Reported GAAP Net Income:	\$ 26,589	24,675	\$ 45,602	41,226
Adjustments:				
(Gain) loss on sale of real estate investments ¹	—	—	(172)	
Expense for merger, acquisition and integration related activities ¹	5,681	2,093	6,411	2,347
Tax effect of above adjustments ²	(1,591)	(586)	(1,747)	(657)
Adjusted Net Income (non-GAAP)	30,679	26,182	50,094	42,916
Reported GAAP Diluted Earnings Per Share	\$ 0.62	0.71	\$ 1.12	1.20
Adjustments:				
(Gain) loss on sale of real estate investments, net of tax	—	—	—	—
Expense for merger, acquisition and integration related activities, net of tax	0.10	0.04	0.11	0.05
Adjusted Diluted Earnings Per Share (non-GAAP)	\$ 0.72	0.75	\$ 1.23	1.25

¹ Included in the "Administrative and general" and "Other, net" lines on the consolidated statements of comprehensive income.

² The tax effect on all adjustments is calculated at the applicable statutory rate.

Regulation and Rates

Almost all of the operating revenue of H2O America results from the sale of water at rates authorized by the subsidiaries' respective state utilities commissions. The state utilities commissions set rates that are intended to provide revenue sufficient to recover operating expenses and the opportunity to achieve a specified return on common equity. The timing of rate decisions could have an impact on the results of operations.

Please also see [Note 2](#) "Regulatory Matters".

The following table describes current rate related activities as applicable for Water Utility Services:

Company	Jurisdiction	Regulatory Mechanism / Filing	Revenue Impact	Approval / Decision Date	Rates Effective
Approved Regulatory Proceedings					
SJWC	California	Advice Letter No. 613 – Revenue Requirement and Balancing and Memorandum account Recovery	\$21.3 million increase; \$15.8 million recovery	Approved December 2024 (D.24-12-077)	January 1, 2025
SJWC	California	Advice Letter No. 616 – Purchased Water / Groundwater Offset	\$22.5 million increase	Approved May 2025	July 1, 2025
SJWC	California	Advice Letter No. 617 – Advanced Metering Infrastructure ("AMI") Project Recovery	\$6.8 million increase	Approved May 2025	July 1, 2025
SJWC	California	Advice Letter No. 618 – Water Contamination Litigation Memorandum Account ("WCLMA")	No immediate revenue impact	Approved July 2025	June 24, 2025
SJWC	California	Advice Letter No. 620 – Ground Water Regulation Legal Expenses Memorandum Account ("GWRLEMA")	No immediate revenue impact	Approved October 2025	November 14, 2025
SJWC	California	Advice Letter No. 621A – Revenue Requirement Increase	\$17.2 million increase	Approved December 2025	January 1, 2026

SJWC	California	Cost of Capital (“COC”) Filing Deferment	No change expected	Approved November 2025	The timing for the next COC filing will be May 1, 2027, approximately effective January 1, 2028
SJWC	California	Advice Letter No. 627A – Monterey Water Revenue Adjustment Mechanism (“M-WRAM”)	\$13.3 million surcharge	Approved June 2026	July 1, 2026
SJWC	California	Advice Letter No. 628A – Purchased Water / Groundwater Offset	\$22.8 million increase	Approved June 2026	July 1, 2026
SJWC	California	Advice Letter No. 629A – AMI Project Recovery	\$8.38 million increase; \$52.9 million rate base increase	Approved June 2026	July 1, 2026
CWC	Connecticut	2024 Water Infrastructure Conservation Adjustment (“WICA”) Reconciliation and Increase	\$1.6 million surcharge, \$6.0 million annual collection	Approved March 2025	April 1, 2025
CWC	Connecticut	2024 Water Rate Adjustment mechanism (“WRA”)	\$4.6 million surcharge	Approved March 2025	April 1, 2025
CWC	Connecticut	2025 WICA Increase	\$3.1 million surcharge, \$9.1 million annual collection	Approved July 2025	October 1, 2025
CWC	Connecticut	Water Quality and Treatment Adjustment (“WQTA”)	\$0.6 million surcharge	Approved March 2026	April 1, 2026
CWC	Connecticut	2025 WRA	\$7.2 million surcharge	Approved March 2026	April 1, 2026
CWC	Connecticut	2025 WICA Reconciliation and Increase	Increase of \$2.7 million surcharge and reconciliation surcharge of \$0.3 million. \$12.1 million annual collection	Approved March 2026	April 1, 2026
MWC	Maine	Camden Rockland General Rate Case	\$0.9 million increase	Approved June 2025	July 1, 2025
MWC	Maine	Water Infrastructure Surcharge (“WISC”) for Oakland and Biddeford Saco divisions	\$0.5 million surcharge	Approved June 2025	July 1, 2025
MWC	Maine	Request to establish a unified tariff across its ten separate rate divisions.	No revenue impact	Approved January 2026	February 1, 2026
MWC	Maine	WISC	\$0.9 million surcharge	Approved May 2026	May 1, 2026
TWC	Texas	Amended System Improvement Charge (“SIC”)	Increase of \$3.9 million for water and \$0.2 million for sewer	Approved May 2025	May 15, 2025
Pending Regulatory Proceedings					
SJWC	California	Cost of Recovery of Per- and Polyfluoroalkyl Substances (“PFAS”) Compliance Program	No immediate revenue impact	Filed April 10, 2026	Expected Q4 2027

CWC	Connecticut	General Rate Case	\$28.8 million increase	Filed May 11, 2026	Expected February 2027
MWC	Maine	General Rate Case	\$9.5 million increase	Filed April 13, 2026	Expected Q2 2027
TWC	Texas	Second SIC Amendment	Increase of \$4.7 million for water and \$0.3 million for sewer	Filed October 6, 2025	Expected second half of 2026

In addition to filings included in the above table, TWC is required to file a general rate case on or before March 21, 2028.

Liquidity:

Water Utility Services' business derives the majority of its revenue directly from residential and business customers. Management asserts that the collection rate for its accounts receivables has improved as the ability to use service disconnections has returned to normal.

Funds collected from Water Utility Services' customers are used to pay for water production expenses, in addition to costs associated with general operations. Funds were also generated from borrowings.

In the six months ended June 30, 2026, H2O America and its subsidiaries received \$290.2 million in proceeds from an underwritten offer of common stock. From these amounts, H2O America expects to fund its acquisition of Quadvest L.P. and Quadvest Wholesale LLC and capital expenditures. See Note 3 "Capitalization" and Note 4 "Lines of Credit and Long-term Liabilities" for discussion on the equity and debt financing activities of H2O America. In addition, H2O America paid cash dividends on its common stock of \$34.3 million during the six months ended June 30, 2026.

In 2025, the dividends declared and paid on H2O America's common stock represented approximately 57% of net income. Dividends have been paid on H2O America's and its predecessor's common stock for 330 consecutive quarters and the annual dividend amount has increased in each of the last 58 years. While historically H2O America has generally paid dividends equal to approximately 50% to 60% of its net income, H2O America cannot guarantee that this trend will continue in the future.

The following table provides a summary of our operating, investing and financing cash flows for the six months ended June 30, 2026 and 2025.

	Six months ended June 30,		Increase/ (decrease)
	2026	2025	
	(In thousands)		
Net cash provided by (used in):			
Operating activities	\$ 104,445	104,017	428
Investing activities	(216,204)	(217,874)	1,670
Financing activities	195,175	122,592	72,583
Net increase (decrease) in cash and cash equivalents	83,416	8,735	74,681
Cash and cash equivalents - beginning of the period	20,686	11,114	
Cash and cash equivalents - end of the period	\$ 104,102	19,849	

Cash Flow from Operating Activities

In the six months ended June 30, 2026, H2O America generated cash flow from operations of \$104.4 million compared to \$104.0 million during six months ended June 30, 2025. Cash flow from operations are primarily generated by net income from revenue producing activities, adjusted for non-cash expenses for depreciation and amortization, deferred income taxes, share-based compensation, allowance for equity funds used during construction, gains on the sale of assets, and other changes in working capital items.

In the six months ended June 30, 2026, the increase in cash flows from operations was primarily attributable to higher net income, changes in working capital balances, and changes in regulatory assets and liabilities.

Cash Flow from Investing Activities

Cash flows from investing activities consist of cash payments and cash receipts for capital expenditures and investments. Net cash used in investing activities for the six months ended June 30, 2026, decreased by \$1.7 million from the same period in the

prior year related to lower company-funded utility capital expenditures of \$10.2 million partially offset by increased developer-funded capital expenditures of \$8.2 million.

Cash Flow from Financing Activities

Cash flows from financing activities consist of cash payments to and cash receipts from creditors, investors, and developers. Net cash provided by financing activities for the six months ended June 30, 2026 increased by \$72.6 million from the same period in the prior year, primarily as a result of (1) an increase in net proceeds from common stock equity offerings of \$204.9 million, (2) an increase in proceeds of \$16.9 million from the issuance of long-term debt, (3) proceeds from PFAS litigation settlement of \$7.3 million, offset by (4) an increase in net repayments on the lines of credit of \$127.2 million, (5) an increase in net repayments on long-term borrowings of \$15.1 million, (6) a decrease in cash receipts of advances and contributions in aid of construction of \$9.9 million and (7) an increase in payments of dividends of \$5.6 million.

Budgeted Capital Expenditures

Water Utility Services' estimated utility capital expenditures for 2026, exclusive of capital expenditures financed by customer contributions and advances, are anticipated to be approximately \$458.0 million. The budgeted capital expenditures exclude capitalizable costs of \$25.0 million forecasted in 2026 that are associated with cloud-based computing arrangements. As of June 30, 2026, \$194.3 million, or approximately 42%, of the \$458.0 million has been invested.

Water Utility Services' capital expenditures are incurred in connection with normal upgrading and expansion of existing facilities and to comply with environmental regulations. Over the next five years, Water Utility Services expects to incur approximately \$2,568.0 million in capital expenditures, which includes replacement of pipes and mains, maintaining water systems, and installing approximately \$400.0 million in PFAS treatment facilities. A significant portion of this amount is subject to future respective state regulatory utility commissions' approval. Capital expenditures have the effect of increasing utility plant rate base on which Water Utility Services earns a return. Water Utility Services' actual capital expenditures may vary from their projections due to changes in the expected demand for services, weather patterns, actions by governmental agencies, and general economic conditions. Total additions to utility plant normally exceed company-financed additions as a result of new facilities construction funded with advances from developers and contributions in aid of construction.

The Water Utility Services' distribution systems were constructed during the period from the early 1900's through today. Expenditure levels for renewal and modernization will occur as the components reach the end of their useful lives. In most cases, replacement costs will significantly exceed the original installation costs of the retired assets due to increases in the costs of goods and services and increased regulation.

In addition to these capital expenditures, Water Utility Services expects to incur approximately \$100.0 million over the next five years, including \$25.0 million in 2026, in capitalizable costs associated with cloud-based computing arrangements. For the six months ended June 30, 2026, Water Utility Services incurred \$12.6 million in cloud-based computing expenses.

Sources of Capital:

H2O America's ability to finance future construction programs and sustain dividend payments depends on its ability to maintain or increase internally generated funds and attract external financing. The level of future earnings and the related cash flow from operations is dependent, in large part, upon the timing and outcome of regulatory proceedings.

Short-term Financing Agreements

H2O America and its subsidiaries have unsecured line of credit agreements where borrowings are used to refinance existing debt, for working capital, and for general corporate purposes.

A summary of the line of credit agreements as of June 30, 2026 are as follows:

	<u>Maturity Date</u>	<u>Line Limit</u>	<u>Amounts Outstanding</u>	<u>Unused Portion</u>
			(In thousands)	
Syndicated credit agreement:	September 12, 2030			
H2O America		\$ 50,000	—	50,000
SJWC		165,000	—	165,000
CWC		80,000	—	80,000
MWC		25,000	—	25,000
SJWTX		30,000	—	30,000
Total syndicated credit agreement		350,000	—	350,000
SJWC credit agreement	June 11, 2027	10,000	—	10,000
CTWS credit agreement	August 2, 2028	10,000	1,364	8,636
		<u>\$ 370,000</u>	<u>1,364</u>	<u>368,636</u>

On June 11, 2026, SJWC extended the termination date of its uncommitted loan facility under the SJWC Credit Agreement from June 11, 2026 to June 11, 2027.

Total outstanding borrowings under the unsecured lines of credit as of June 30, 2026 were \$1.4 million. For the six months ended June 30, 2026, the cost of borrowing on the lines of credit averaged 4.61% compared to 5.45% in the same period in 2025. As of June 30, 2026, the borrowing capacity of the lines of credit was \$367.7 million, which excludes a \$0.9 million standby letter of credit issued on behalf of H2O America Risk Solutions and guaranteed by H2O America under the Syndicated Credit Agreement.

All of H2O America's and subsidiaries' lines of credit contain customary representations, warranties and events of default, as well as certain restrictive covenants customary for facilities of this type, including restrictions on indebtedness, liens, acquisitions and investments, restricted payments, asset sales, and fundamental changes. All of the lines of credit also include certain customary financial covenants such as a funded debt to capitalization ratio and a minimum interest coverage ratio. As of June 30, 2026, H2O America and its subsidiaries were in compliance with all covenants on their lines of credit.

Long-term Financing Agreements

On November 12, 2025, SJWC entered into a Note Purchase Agreement with certain institutional investors. Under the agreement, SJWC issued an aggregate principal amount of \$70.0 million of senior notes in two series consisting of \$55.0 million of 5.83% of Senior Notes, Series R ("Series R Notes"), and \$15.0 million of 5.91% Senior Notes, Series S ("Series S Notes"). The issuance of the Series S Notes was subject to approval by the CPUC which closed on May 14, 2026. The Series S Notes are unsecured obligations of SJWC and are due on November 1, 2055. Interest is payable semi-annually in arrears on May 1st and November 1st of each year, commencing November 1, 2026.

The balance of long-term debt outstanding, net of unamortized debt issuance costs and debt premium and discount, as of June 30, 2026 was \$1,881.5 million. The current portion of long-term debt as of June 30, 2026 was \$8.6 million.

The debt and credit agreements of H2O America and its subsidiaries contain various financial and other covenants. Non-compliance with these covenants could result in accelerated due dates and termination of the agreements. In addition, the debt and credit agreements contain customary representations and warranties and are subject to customary events of default, which may result in outstanding debt becoming immediately due and payable. As of June 30, 2026, H2O America and its subsidiaries were in compliance with all covenants related to their debt and credit agreements.

Equity Financing Arrangements

In October 2024, H2O America entered into an equity distribution agreement (the "Equity Distribution Agreement") with BofA Securities, Inc., J.P. Morgan Securities LLC, RBC Capital Markets, LLC and Wells Fargo Securities, LLC, pursuant to which the company may offer and sell shares of its common stock, \$0.001 par value per share, from time to time in "at-the-market" offerings, having an aggregate gross sales price of up to \$200.0 million. The Equity Distribution Agreement replaced the previous agreement that ended in 2024. For the three and six months ended June 30, 2026, H2O America did not issue or sell any shares of its common stock under the Equity Distribution Agreement and, accordingly, received no net proceeds therefrom. Since the inception of the Equity Distribution Agreement, H2O America has issued and sold 2,763,359 shares of common stock.

at a weighted average price of \$52.39 for total net proceeds of \$143.0 million, and has \$55.2 million of aggregate gross sales price of shares remaining to issue under the Equity Distribution Agreement as of June 30, 2026.

In March 2026, H2O America issued 3,937,654 shares of common stock in an underwritten offering pursuant to an Underwriting Agreement with J.P. Morgan Securities LLC and Wells Fargo Securities LLC, as representatives of several underwriters named in the Underwriting Agreement (the “Offering”). In connection with the Offering, H2O America entered into two-year forward purchase agreements (“FPA”) to issue 7,547,170 shares of common stock with an initial forward purchase price of \$51.28 per share, subject to adjustment based on the overnight bank funding rate and expected dividend amounts due upon settlement through maturity in March 2028. The FPA can be settled or net settled for delivery of physical shares or settled for cash at the option of H2O America. In addition, the underwriters in the Offering, through the exercise of a 30-day overallotment option, purchased an additional 1,722,723 shares of common stock at a price of \$51.28 per share. Total net proceeds to H2O America for the common stock offering were \$290.2 million after deducting the underwriting discounts and before estimated offering expenses payable by H2O America of \$1.6 million, which are recognized as a reduction of additional paid-in capital.

No forward purchase agreements issued under the Offering were settled during the three and six months ended June 30, 2026.

Credit Rating

The condition of the capital and credit markets or the strength of financial institutions could impact H2O America’s ability to draw on its lines of credit, issue long-term debt, sell its equity or earn interest income. In addition, government policies, the state of the credit markets and other factors could result in increased interest rates, which would increase H2O America’s cost of capital. While our ability to obtain financing will continue to be a risk, we believe that based on our 2026 and 2025 activities we will continue to have access to the external funding sources necessary to implement our ongoing capital investment programs in the future. On July 15, 2025, Standard & Poor’s Ratings Services revised the outlook for H2O America, CTWS and CWC from stable to negative following the announcement of the Quadvest acquisition.

The following table presents the current Standard & Poor’s Ratings Services assigned company ratings:

Entity	Rating	Outlook
H2O America	A-	Negative
SJWC	A	Stable
CTWS	A-	Negative
CWC	A-	Negative

ITEM 3. QUANTITATIVE AND QUALITATIVE DISCLOSURES ABOUT MARKET RISK

H2O America is subject to market risks in the normal course of business, including changes in interest rates, pension plan asset values, and equity prices. The exposure to changes in interest rates can result from the issuance of debt and short-term funds obtained through the Company’s variable rate lines of credit. H2O America’s subsidiaries sponsor noncontributory pension and other post-retirement plans for its employees. Pension and other post-retirement costs and the funded status of the plans may be affected by a number of factors including the discount rate, mortality rates of plan participants, investment returns on plan assets, and pension reform legislation.

H2O America has no derivative financial instruments, financial instruments with significant off-balance sheet risks, or financial instruments with concentrations of credit risk.

ITEM 4. CONTROLS AND PROCEDURES

H2O America’s management, with the participation of its Chief Executive Officer and Chief Financial Officer, evaluated the effectiveness of H2O America’s disclosure controls and procedures (as defined in Rules 13a-15(e) and 15d-15(e) under the Securities Exchange Act of 1934, as amended, the “Exchange Act”), as of the end of the period covered by this report. Based on that evaluation, the Chief Executive Officer and Chief Financial Officer concluded that H2O America’s disclosure controls and procedures as of the end of the period covered by this report have been designed and are functioning effectively to provide reasonable assurance that the information required to be disclosed by H2O America in the reports that it files or submits under the Exchange Act is recorded, processed, summarized, and reported within the time periods specified in the SEC’s rules and forms, and that such information is accumulated and communicated to management, including our Chief Executive Officer and Chief Financial Officer, or persons performing similar functions, as appropriate to allow timely decisions regarding required disclosure. H2O America believes that a control system, no matter how well designed and operated, cannot provide absolute assurance that the objectives of the control system are met, and no evaluation of controls can provide absolute assurance that all control issues and instances of fraud, if any, within a company have been detected.

There has been no change in internal control over financial reporting during the second fiscal quarter of 2026 that has materially affected, or is reasonably likely to materially affect, the internal controls over financial reporting of H2O America.

PART II. OTHER INFORMATION

ITEM 1. LEGAL PROCEEDINGS

H2O America and its subsidiaries are subject to ordinary routine litigation incidental to its business.

In October 2023, CWC, a subsidiary of H2O America, was named as a defendant in a putative class action lawsuit alleging that the water provided by CWC contained contaminants. The case is currently pending in the State of Connecticut Superior Court. CWC is vigorously defending itself in this lawsuit.

SJWC and CWC are plaintiffs in a lawsuit against manufacturers of certain PFAS compounds for damages, contribution and reimbursement of costs incurred and continuing to be incurred to address the presence of such PFAS compounds in public water supply systems owned and operated by these utility subsidiaries and throughout their respective service areas. The lawsuit is part of an Multi-District Litigation (“MDL”), that commenced on December 7, 2018 in the United States District Court for the District of South Carolina. MWC has submitted timely claims as a settlement class member.

On February 8, 2024, the MDL court approved settlements involving defendants The Chemours Company, Corteva, Inc., and DuPont de Nemours, Inc. to resolve claims brought in the MDL against them by public water systems, including SJWC and CWC. On March 29, 2024, the MDL court approved a similar settlement involving defendant 3M Company. On November 22, 2024, the MDL court approved settlements involving defendants Tyco Fire Products LP, and BASF Corporation. H2O America is entitled to a portion of the settlements and is monitoring and evaluating the ongoing litigation and settlement activity with the PFAS manufacturers for potential impacts to the various claims that these utility subsidiaries have asserted.

For the three and six months ended June 30, 2026, the Company received \$11.0 million from legal settlements with Tyco Fire Products LP, BASF Corporation, and 3M Company related to PFAS contamination, allocated as follows: SJWC received \$7.4 million; CWC received \$3.5 million; and MWC received \$0.1 million, which includes \$0.1 million payable to contract operators. For the three and six months ended June 30, 2025, the Company received \$6.4 million in cash proceeds from a legal settlement with 3M Company related to PFAS contamination. These proceeds were allocated as follows: SJWC received \$4.4 million; CWC received \$1.9 million; and MWC received \$0.1 million, which includes \$0.1 million payable to contract operators. As of June 30, 2026, the Company has received aggregate cash proceeds of \$36.1 million from MDL court approved settlements. The proceeds have been allocated as follows: SJWC received \$24.4 million; CWC received \$11.1 million; and MWC received \$0.6 million, which includes \$0.4 million payable to contract operators. The proceeds are compensatory in nature and are intended to compensate the Company for costs incurred, or to be incurred, to address the presence of PFAS compounds in public water supply systems or to be refunded to customers through rate reductions, and have been recorded as a regulatory liability subject to regulatory approval.

H2O America is entitled to receive additional cash proceeds from 3M Company in the subsequent seven years, pursuant to the terms of the settlement agreement. The total estimated proceeds to be received during this period are approximately \$5.7 million.

H2O America is monitoring and evaluating the ongoing litigation and settlement activity with the PFAS manufacturers for potential impacts to the various claims that these utility subsidiaries have asserted.

ITEM 1A. RISK FACTORS

In addition to the other information set forth in this report, you should carefully consider the factors discussed in “Risk Factors” in H2O America’s Annual report on Form 10-K for the year ended December 31, 2025 and our other public filings, which could materially affect our business, financial condition or future results. There have been no material changes from risk factors previously disclosed in “Risk Factors” in H2O America’s Annual report on Form 10-K for the year ended December 31, 2025.

ITEM 2. UNREGISTERED SALES OF EQUITY SECURITIES AND USE OF PROCEEDS

None.

ITEM 3. DEFAULTS UPON SENIOR SECURITIES

None.

ITEM 4. MINE SAFETY DISCLOSURES

Not applicable.

ITEM 5. OTHER INFORMATION

Quarterly Dividend

On July 27, 2026, the Board of Directors of H2O America declared the regular quarterly dividend of \$0.44 per share of common stock. The dividend will be paid on September 1, 2026, to stockholders of record as of the close of business on August 10, 2026.

Insider Trading Arrangements

In the quarter ended June 30, 2026, none of our directors or officers (as defined in Rule 16a-1(f) of the Exchange Act) adopted or terminated a plan for the purchase or sale of our securities intended to satisfy the affirmative defense conditions of Rule 10b5-1(c) or a non-Rule 10b5-1 trading arrangement for the purchase or sale of our securities, within the meaning of Item 408 of Regulation S-K.

Information Web Sites

H2O America posts information about the operating and financial performance of H2O America and its subsidiaries on its web sites at www.h2o-america.com, www.sjwater.com, www.ctwater.com, www.txwaterco.com, and www.mainewater.com from time to time. The information on our web sites is not a part of and should not be considered incorporated by reference into this Form 10-Q.

ITEM 6. EXHIBITS

Exhibit Number	Description
10.1	Amended and Restated Director Compensation and Expense Reimbursement Policies. (1)
10.2	Third Amended and Restated Formulaic Equity Award Program for Non-Employee Board Members. (1)
31.1	Certification Pursuant to Rule 13a-14(a)/15d-14(a) by Chief Executive Officer. (1)
31.2	Certification Pursuant to Rule 13a-14(a)/15d-14(a) by Chief Financial Officer and Treasurer. (1)
32.1	Certification Pursuant to 18 U.S.C. Section 1350 by Chief Executive Officer, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002. (1)
32.2	Certification Pursuant to 18 U.S.C. Section 1350 by Chief Financial Officer and Treasurer as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002. (1)
101.INS	XBRL Instance Document - the instance document does not appear in the interactive data file because its XBRL tags are embedded within the inline XBRL document.
101.SCH	XBRL Taxonomy Extension Schema Document
101.CAL	XBRL Taxonomy Extension Calculation Linkbase Document
101.DEF	XBRL Taxonomy Extension Definition Linkbase Document
101.LAB	XBRL Taxonomy Extension Label Linkbase Document
101.PRE	XBRL Taxonomy Extension Presentation Linkbase Document
104	Cover Page Interactive Data File – the cover page XBRL tags are embedded within the Inline XBRL document

(1) Filed currently herewith.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

H2O AMERICA

Date: July 28, 2026

By: /s/ ANN P. KELLY
Ann P. Kelly
Chief Financial Officer and Treasurer
(Principal financial officer)

H2O AMERICA**AMENDED AND RESTATED DIRECTOR COMPENSATION AND
EXPENSE REIMBURSEMENT POLICIES****Effective as of January 1, 2027****I. DIRECTOR COMPENSATION****A. ROLE OF THE EXECUTIVE COMPENSATION COMMITTEE**

H2O America (the “Corporation”) Board of Directors (the “Board”), through its Executive Compensation Committee, will review, or request management or outside consultants to review, appropriate compensation policies for the directors serving on the Board and its committees. This review may consider board compensation practices of other similar public companies, contributions to Board functions, service as committee chairs, and other appropriate factors.

B. COMPENSATION POLICIES**1. Annual Retainer**

The Corporation shall pay the members of its Board who are not employed by the Corporation or any of its subsidiaries (each a “Non-Employee Director”) the following annual retainers:

Board/Committee	Role	Annual Retainer
Board	Non-Executive Chair	\$ 225,000
	Lead Independent Director	\$ 117,500
	Member	\$ 100,000
Audit	Chair	\$ 25,000
	Member	\$ 10,000
Compensation	Chair	\$ 20,000
	Member	\$ 7,500
Finance	Chair	\$ 15,000
	Member	\$ 5,000

Nominating & Governance	Chair	\$	15,000
	Member	\$	5,000
Sustainability	Chair	\$	15,000
	Member	\$	5,000

No additional retainer shall be paid to a Non-Employee Director for serving on the board of directors of a subsidiary ("Subsidiary Board") of the Corporation, except that the special independent director who will serve on the board of SJWNE LLC (and will not be serving on the Corporation's Board) will receive an aggregate annual retainer of \$57,500 for serving on such board and any other Subsidiary Boards.

2. Long-Term Incentive Plan

Non-Employee Directors may be eligible to participate in the Corporation's 2023 Long-Term Incentive Plan ("LTIP"), and as hereafter amended, and may also be eligible to participate in programs now or hereafter established thereunder, as more fully set forth in the LTIP and the programs established thereunder.

II. EXPENSE REIMBURSEMENT

All reasonable expenses incurred by a Non-Employee Director in connection with his or her attendance at the Corporation's Board meetings, Subsidiary Board meetings, Committee Meeting, or other meetings of the Corporation, which may include the expense of traveling first class for any travel within the United States, shall be reimbursed.

H2O AMERICA**THIRD AMENDED AND RESTATED FORMULAIC EQUITY
AWARD PROGRAM FOR NON-EMPLOYEE BOARD MEMBERS****I. IMPLEMENTATION**

This Third Amended and Restated Formulaic Equity Award Program for Non-Employee Board Members (the “Automatic Grant Program”) is implemented under the H2O America (the “Corporation”) 2023 Long-Term Incentive Plan (the “Plan”) and shall become effective as of January 1, 2027.

Unless indicated to the contrary, all capitalized terms in this Automatic Grant Program shall have the meanings assigned to them in the Appendix to the Plan.

II. AWARD TERMS

A. Automatic Grants. The Awards to be made pursuant to the Automatic Grant Program shall be as follows:

1. At the close of business on the date of each annual meeting of the Corporation’s shareholders, beginning with the 2023 Annual Meeting, each individual who is elected or re-elected to serve as a non-employee member of the Board of Directors of the Corporation (the “Board”) shall automatically be granted an Award in the form of restricted stock units covering that number of shares of Common Stock (rounded up to the next whole share) determined by dividing the Applicable Annual Amount (as defined below) by the Fair Market Value per share on such date. There shall be no limit on the number of such annual grants any one continuing non-employee Board member may receive over his or her period of Board service, and non-employee Board members who have previously been in the employ of the Corporation (or any Parent or Subsidiary) shall be eligible to receive one or more such annual grants over their period of continued Board service.

2. Each individual who commences service as a non-employee Board member following the date of an annual meeting of the Corporation’s shareholders, but before the date that is two months prior to the next annual meeting of the Corporation’s shareholders (the “New Non-Employee Director”), shall automatically be granted an Award (the “New Non-Employee Director Award”) on the date of commencement of such service in the form of restricted stock units covering that number of shares of Common Stock (rounded up to the next whole share) determined by (i) dividing the Applicable Annual Amount by the Fair Market Value per share on the date of grant of the New Non-Employee Director Award, and (ii) multiplying the number obtained from clause (i) by a fraction, with the numerator being the number of months (with each partial month rounded up to a whole number) elapsed from the date the New Non-Employee Director commenced service to the estimated date of the next annual meeting of the Corporation’s shareholders, and the denominator being twelve (12). Each New Non-Employee Director shall be eligible for an Award pursuant to the terms of paragraph

A.1 of this Section as of the next annual meeting following the date the New Non-Employee Director commences service as a non-employee Board member.

3. The Applicable Annual Amount shall be One Hundred and Thirty Thousand Dollars (\$130,000.00) per non-employee Board member for the Awards to be made at each annual meeting of the Corporation's shareholders, commencing with the 2027 Annual Meeting.

4. Each restricted unit awarded under the Automatic Grant Program shall entitle the non-employee Board member to one share of Common Stock on the applicable vesting date of that unit.

B. Vesting of Awards and Issuance of Shares.

1. Each restricted stock unit award granted under paragraph A.1. of this Section shall vest in full upon the non-employee Board member's continuation in Board service through the day immediately preceding the date of the first annual shareholders meeting following the annual shareholders meeting at which that restricted stock unit award was made.

2. Each restricted stock unit award granted under paragraph A.2. of this Section shall vest on the one-year anniversary of the date such award was granted, subject to the non-employee Board member's continuation in Board service through such date.

3. In the event that the non-employee Board member (including any New Non-Employee Director) ceases Board service by reason of death or Permanent Disability prior to the vesting date set forth herein, then his or her restricted stock unit award outstanding under the Automatic Grant Program at the time of such cessation of Board service shall immediately vest in full at that time.

4. Subject to Section IV hereof, the shares of Common Stock underlying each restricted stock unit award which vests in accordance with the foregoing vesting provisions shall be issued as soon as administratively practicable following the vesting date, but in no event more than fifteen (15) business days after such vesting date.

5. If a non-employee Board member dies prior to the vesting date set forth herein or before the issuance of Common Stock underlying a vested restricted stock unit award, then the shares of Common Stock underlying the restricted stock unit award shall be issued in a single payment to his or her designed beneficiary(ies) under the Automatic Grant Program. Such payment shall be made within sixty (60) days after the date of the non-employee Board member's death or as soon as administratively practical following the non-employee Board member's death, but in no event later than the later of: (i) the end of the calendar year in which the non-employee Board member's death occurs or (ii) the fifteenth (15th) day of the third (3rd) calendar month following the date of the non-employee Board member's death. Non-employee Board members may designate one or more such beneficiaries, or may revoke an existing beneficiary designation and make a new designation, by filing a properly completed Designation of Beneficiary, in substantially the form of attached hereto as Exhibit A, with the Plan

Administrator or its designate. Should a non-employee Board member die without a valid beneficiary designation in effect or after the death of the non-employee Board member's designated beneficiary(ies), then any amounts due under the Automatic Grant Program shall be paid to the personal representative of such non-employee Board member's estate.

C. Dividend Equivalent Rights. None of the restricted stock unit awards granted under the Automatic Grant Program shall include any dividend equivalent rights, and the holder of each restricted stock unit award under the Automatic Grant Program shall not have any shareholder rights with respect to the shares of Common Stock subject to that award until the award vests and the shares of Common Stock are issued to such holder.

D. Retention of Issued Shares. Each non-employee Board member who participates in the Automatic Grant Program shall, with respect to each restricted stock unit award he or she receives under such program, retain beneficial ownership of at least fifty percent (50%) of the shares of Common Stock issued in connection with the vesting of that award until such time as such individual is in compliance with the equity ownership guidelines that the Corporation from time to time establishes for its non-employee Board members. In no event may the non-employee Board member sell or otherwise transfer beneficial ownership of more than fifty percent (50%) of the shares issued to him or her under the Automatic Grant Program unless he or she is at the time of such sale or transfer in full compliance with the equity ownership guidelines in effect at that time for the non-employee Board members.

III. CHANGE IN CONTROL

Should the non-employee Board member continue in Board service until the effective date of an actual Change in Control transaction, then the shares of Common Stock subject to any outstanding restricted stock unit award made to such Board member under the Automatic Grant Program shall, immediately prior to the effective date of that Change in Control transaction, vest in full and shall be issued to him or her as soon as administratively practicable thereafter, but in no event more than fifteen (15) business days after such effective date, or shall otherwise be converted into the right to receive the same consideration per share of Common Stock payable to the other stockholders in the Change in Control and distributed at the same time as such stockholder payments, but in no event later than the later of (i) the close of the calendar year in which such Change in Control is effected or (ii) the fifteenth (15th) day of the third (3rd) calendar month following the effective date of such Change in Control.

IV. ELECTION TO DEFER ISSUANCES

A. General. The Board may, in its discretion and in accordance with the Plan, provide each non-employee Board member with the opportunity to defer the issuance of the Common Stock underlying restricted stock unit awards granted under this Automatic Grant Program, including any New Non-Employee Director Awards, that would otherwise be issued to the non-employee Board member in connection with the vesting of the restricted stock unit award pursuant to paragraph II.B.2 hereof until the earliest of: (i) the date on which the non-employee Board member incurs a separation from service within the meaning of Section 409A of the Code; (ii) the date specified by the non-employee Board member, in writing, in his or her

Deferral Election (defined below); and (iii) the date of the closing of a transaction that results in a Change in Control. Any such deferral election (“Deferral Election”) shall be subject to such rules, conditions and procedures as shall be determined by the Board, in its sole discretion, which rules, conditions and procedures shall at all times comply with the requirements of Section 409A of the Code, unless otherwise specifically determined by the Board. If an individual elects to defer the delivery of the shares underlying restricted stock unit awards granted under this Program, settlement of the deferred restricted stock unit award shall be made in accordance with the terms of the Deferral Election.

B. Election Method. Each Deferral Election must be submitted to the Corporation in the form and manner specified by the Board. Deferral Elections must comply with the following timing requirements:

1. **Initial Deferral Election.** Each New Non-Employee Director may make a Deferral Election with respect to the New Non-Employee Director Award (the “Initial Deferral Election”). The Initial Deferral Election must be submitted to the Corporation on or before the date that the individual first becomes a New Non-Employee Director and the Initial Deferral Election shall become final and irrevocable as of such date.

2. **Annual Deferral Election.** No later than December 31 of each calendar year, or such earlier deadline as may be established by the Board, in its discretion (the “Annual Election Deadline”), each individual who is a non-employee Board member as of immediately before the Annual Election Deadline may make a Deferral Election with respect to the restricted stock unit award to be granted in the following calendar year (the “Annual Deferral Election”). The Annual Deferral Election must be submitted to the Corporation on or before the applicable Annual Election Deadline and shall become final and irrevocable for the subsequent calendar year as of the applicable Annual Election Deadline.

C. Distribution of Deferred Awards.

1. **General Distribution.** Issuance of the Common Stock underlying a restricted stock unit award for which a non-employee Board member properly submitted a Deferral Election (such Common Stock, a “Deferred Award”) shall, to the extent vested, be made within thirty (30) days following the date on which such non-employee Board member designated to defer his or her Deferred Award in accordance with the terms of the Deferral Election (the “Deferral Date”) or as soon as administratively practicable after such Deferral Date, but in no event later than the later of (i) the end of the calendar year of the Deferral Date or (ii) the fifteenth (15th) day of the third (3rd) calendar month following the Deferral Date.

2. **Settlement in Common Stock.** All shares of Common Stock issued under the Automatic Grant Program shall be drawn from the Common Stock reserved for issuance under the Plan. Accordingly, the share reserve under the Plan shall be reduced by any and all shares of Common Stock issued under the Automatic Grant Program.

3. Death Before Distribution. If a non-employee Board member dies before the Deferral Date or before the distribution of his or her Deferred Award, then the shares of Common Stock underlying the Deferred Award shall be issued in a single payment to his or her designed beneficiary(ies) under the Automatic Grant Program. Such payment shall be made within sixty (60) days after the date of the non-employee Board member's death or as soon as administratively practical following the non-employee Board member's death, but in no event later than the later of: (i) the end of the calendar year in which the non-employee Board member's death occurs or (ii) the fifteenth (15th) day of the third (3rd) calendar month following the date of the non-employee Board member's death. Non-employee Board members may designate one or more such beneficiaries, or may revoke an existing beneficiary designation and make a new designation, by filing a properly completed Designation of Beneficiary, in substantially the form of attached hereto as Exhibit A, with the Plan Administrator or its designate. Should a non-employee Board member die without a valid beneficiary designation in effect or after the death of the non-employee Board member's designated beneficiary(ies), then any amounts due under the Automatic Grant Program shall be paid to the personal representative of such non-employee Board member's estate.

D. Award is Unfunded. Each non-employee Board member who submits a Deferral Election shall be considered a general unsecured creditor of the Corporation with respect to any rights under a restricted stock unit award granted hereunder and understands that the Corporation has not formally funded such award.

E. Taxes. The Corporation assumes no responsibility for individual income taxes, penalties or interest related to grant, vesting or settlement of any restricted stock unit award. Neither the Corporation nor any of its affiliate makes any representation or undertaking regarding the treatment of any tax withholding in connection with the grant, vesting or settlement of any restricted stock unit award. By accepting a restricted stock unit award and submitting a Deferral Election, non-employee Board members understand that (1) amounts deferred pursuant to a Deferral Election will be taxable as ordinary income in the year paid and (2) the Corporation may be required to withhold federal, state and/or local taxes in connection with the vesting and/or settlement of restricted stock unit awards. Further, by accepting a restricted stock unit award and submitting a Deferral Election, non-employee Board members understand that, upon receipt of deferred payouts, taxes may be owed both (1) to the state where such individual resided at the time of making the Deferral Election and, if different, (2) to the state where such individual resided when he or she received a deferred payout. The Corporation does not guarantee in any way whatsoever the tax treatment of any deferrals or payments made under this Program or the Deferral Election form.

F. Code Section 409A. Although the Corporation makes no guarantee with respect to the tax treatment of payments and benefits hereunder, it is the intent of this Program and the Deferral Election form to comply with the applicable requirements of Code Section 409A and shall be limited, construed, administered, and interpreted in accordance with such intent. Accordingly, the Corporation reserves the rights to amend the provisions of the Program and the Deferral Election form at any time to avoid the imposition of an excise tax under Code Section 409A on any payments to be made hereunder. In no event whatsoever shall the Corporation or any of its affiliates be liable for any additional tax, interest or penalties that may be imposed on a

non-employee Board member by Code Section 409A or any damages for failing to comply with Code Section 409A, other than for withholding or other obligations applicable to employers, if any, under Code Section 409A.

EXHIBIT A

H2O AMERICA

THIRD AMENDED AND RESTATED FORMULAIC EQUITY AWARD PROGRAM FOR NON-EMPLOYEE BOARD MEMBERS

DESIGNATION OF BENEFICIARY

Director Name:	_____ Print Name I understand that neither this Designation of Beneficiary nor any future change of Designation of Beneficiary will be effective for any purpose unless filed with the H2O America ("Company") prior to my death. I reserve the right to change my Beneficiary(ies) for either or both of the Plan(s) listed below at any time by signing a new Designation of Beneficiary and filing it with the Company. This Designation of Beneficiary is subject to the terms of the Plan(s) checked below.	
Director Address	_____ Street Address	_____ Apt. No.
Director Information:	Social Security Number: _____ (last 4 digits only) Date of Birth: _____	
This Designation of Beneficiary is intended to designate the beneficiary or beneficiaries of all my right, title and interest in and to the unpaid vested balance credited to my vested account(s) under the following Plan(s) at the time of my death:		
<u>H2O America Deferral Election Program for Non-Employee Board Members (cash deferrals).</u>		<u>H2O America Formulaic Equity Award Program for Non-Employee Board Members</u>

Primary Beneficiary(ies)

I hereby revoke any Designation of Beneficiary I may previously have made under the above plan(s) and designate the following as my primary beneficiary(ies) under the plan(s):

	Name and Current Address	Relationship	Percent of Total
(1)	_____		
(2)	_____		

(3) _____

(4) _____

(If more than one person is designated above and all but one die, state whether survivor will receive 100%)

Contingent Beneficiary(ies)

In the event none of the above designated individual(s) survive me, I hereby designate the following as the contingent beneficiary or beneficiaries under the plan(s):

	Name and Current Address	Relationship	Percent of Total
(1)	_____		
(2)	_____		
(3)	_____		
(4)	_____		

(If more than one person is designated above and all but one die, state whether survivor will receive 100%)

(Signature of Director)

FOR COMPANY USE ONLY:

Received for filing on _____, _____

By_____

Title:_____

CERTIFICATIONS

I, Andrew F. Walters, certify that:

1. I have reviewed this Quarterly Report on Form 10-Q of H2O America (the “registrant”);
2. Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report;
3. Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this report;
4. The registrant’s other certifying officer(s) and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f)) for the registrant and have:
 - a. designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared;
 - b. designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles;
 - c. evaluated the effectiveness of the registrant’s disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; and
 - d. disclosed in this report any change in the registrant’s internal control over financial reporting that occurred during the registrant’s most recent fiscal quarter (the registrant’s fourth fiscal quarter in the case of an annual report) that has materially affected, or is reasonably likely to materially affect, the registrant’s internal control over financial reporting; and
5. The registrant’s other certifying officer(s) and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrant’s auditors and the audit committee of the registrant’s board of directors (or persons performing the equivalent functions):
 - a. all significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrant’s ability to record, process, summarize and report financial information; and
 - b. any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant’s internal control over financial reporting.

Date: July 28, 2026

/s/ ANDREW F. WALTERS

Andrew F. Walters

Chief Executive Officer and Chair of the Board

(Principal executive officer)

CERTIFICATIONS

I, Ann P. Kelly, certify that:

1. I have reviewed this Quarterly Report on Form 10-Q of H2O America (the “registrant”);
2. Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report;
3. Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this report;
4. The registrant’s other certifying officer(s) and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f)) for the registrant and have:
 - a. designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared;
 - b. designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles;
 - c. evaluated the effectiveness of the registrant’s disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; and
 - d. disclosed in this report any change in the registrant’s internal control over financial reporting that occurred during the registrant’s most recent fiscal quarter (the registrant’s fourth fiscal quarter in the case of an annual report) that has materially affected, or is reasonably likely to materially affect, the registrant’s internal control over financial reporting; and
5. The registrant’s other certifying officer(s) and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrant’s auditors and the audit committee of the registrant’s board of directors (or persons performing the equivalent functions):
 - a. all significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrant’s ability to record, process, summarize and report financial information; and
 - b. any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant’s internal control over financial reporting.

Date: July 28, 2026

/s/ ANN P. KELLY

Ann P. Kelly

Chief Financial Officer and Treasurer
(Principal financial officer)

**CERTIFICATION PURSUANT TO
18 U.S.C. SECTION 1350
AS ADOPTED PURSUANT TO
SECTION 906 OF THE SARBANES-OXLEY ACT OF 2002**

In connection with the Quarterly Report of H2O America (the “Company”) on Form 10-Q for the quarter ended June 30, 2026, as filed with the Securities and Exchange Commission on the date hereof (the “Report”), I, Andrew F. Walters, Chief Executive Officer, certify, pursuant to 18 U.S.C. Section 1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002, that to my knowledge on the date hereof:

- (1) the Report fully complies with the requirements of section 13(a) or 15(d) of the Securities Exchange Act of 1934; and
- (2) the information contained in the Report fairly presents, in all material respects, the financial condition and results of operations of the Company.

/s/ ANDREW F. WALTERS

Andrew F. Walters

Chief Executive Officer and Chair of the Board

(Principal executive officer)

July 28, 2026

**CERTIFICATION PURSUANT TO
18 U.S.C. SECTION 1350
AS ADOPTED PURSUANT TO
SECTION 906 OF THE SARBANES-OXLEY ACT OF 2002**

In connection with the Quarterly Report of H2O America (the “Company”) on Form 10-Q for the quarter ended June 30, 2026, as filed with the Securities and Exchange Commission on the date hereof (the “Report”), I, Ann P. Kelly, Chief Financial Officer and Treasurer of the Company, certify, pursuant to 18 U.S.C. Section 1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002, that to my knowledge on the date hereof:

- (1) the Report fully complies with the requirements of section 13(a) or 15(d) of the Securities Exchange Act of 1934; and
- (2) the information contained in the Report fairly presents, in all material respects, the financial condition and results of operations of the Company.

/s/ ANN P. KELLY

Ann P. Kelly
Chief Financial Officer and Treasurer
(Principal financial officer)
July 28, 2026