

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

FORM U-9C-3

QUARTERLY REPORT PURSUANT TO RULE 58

UNITIL CORPORATION  
(Name of Registered Holding Company)

6 Liberty Lane West, Hampton, New Hampshire 03842-1720  
(Address of principal executive offices)

ITEM 1 - ORGANIZATION CHART

Name of reporting company	Energy or gas-related	Date of organization	State of organization	Percentage of voting securities held	Nature of business
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(Indentation indicates subsidiary relationship)

Unitil Corporation

Unitil Resources, Inc.	Energy	5/26/93	NH	100%	Energy Brokering & Consulting Services
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Description of Various Energy Brokering & Consulting Services Undertaken by Unitil Resources, Inc:

Staff providing services under the activities listed below (unless otherwise indicated) are located at Unitil Service Corp. (Unitil Service), 6 Liberty Lane West, Hampton, NH 03842-1720, where most client work is performed. From time to time staff visits other locations, predominately in New England, representing client interests.

Energy Brokering and Consulting Services

Unitil Resources Inc. is Unitil Corporation's wholly-owned non-utility subsidiary and has been authorized by the Securities and Exchange Commission, pursuant to the rules and regulations of the 1935 Act, to engage in business transactions as a competitive marketer of electricity, gas and other energy commodities in wholesale and retail markets, and to provide energy brokering, consulting and management related services within the United States.

In April 2000, Unitil formed Usource, Inc. and Usource L.L.C., collectively "Usource", to operate its Internet-based brokering and related energy products and services businesses. Usource, Inc. is a wholly owned subsidiary of Unitil Resources, Inc. and an indirect subsidiary of Unitil Corporation. Usource L.L.C. is an affiliate of Usource, Inc.

Usource is an Internet-based energy marketplace that provides customers access to a customer-driven auction process for energy commodities and to a suite of value-added energy products, services and tools. Usource runs on the transactional-based software and energy commodity Exchange developed and licensed by Enermetrix.com to assist customers with their energy procurement process and to ensure highly competitive, time-sensitive bids from energy suppliers. Through the Usource home page, energy consumers and energy suppliers are able to conduct transactions involving energy commodities using the advantages of transactional e-commerce. Usource will provide energy service

providers with an Internet-based energy marketplace to offer energy consumers products and services. Usource will also provide data and information services to commercial and industrial customers desiring to control their energy procurement process and manage their energy usage.

The Federal Communications Commission has determined that Usource, Inc. and Usource LLC are exempt telecommunications companies, as that term is defined in PUHCA Section 34(a)(1), as amended. Accordingly, financial information for Usource, Inc. and Usource LLC is not included in the financial statements that follow.

ITEM 2 - ISSUANCES AND RENEWALS OF SECURITIES AND CAPITAL CONTRIBUTIONS

Associate company	Reporting company	Type of transaction	Net change in contributions
advancing funds	receiving funds		
Unitil Corporation	Unitil Resources, Inc.	Capital contribution	\$3,200,000

ITEM 3 - ASSOCIATE TRANSACTIONS

Part I - Transactions Performed by Reporting Companies on Behalf of Associate Companies

None.

Part II - Transactions Performed by Associate Companies on Behalf of Reporting Companies

Associate company rendering services	Reporting company receiving services	Types of services rendered	Direct costs charged	Indirect costs charged	Cost of capital	Total amount billed
Unitil Service Corp	Unitil Resources, Inc.	Admin and General	\$224,609	\$211,149	\$0	\$435,758

Staff involved in providing service to Unitil Resources, Inc. (Unitil Resources) are located at Unitil Service Corp. (Unitil Service). Service is provided to Unitil Resources pursuant to a service agreement between Unitil Service and Unitil Resources dated July 1, 1993. Services provided by Unitil Service during the third quarter of 2000 included regulatory, finance, accounting, marketing, energy management and administrative services.

ITEM 4 - SUMMARY OF AGGREGATE INVESTMENT  
(Dollars in Thousands)

Investments in Energy-related Companies:

Total consolidated capitalization as of September 30, 2000	\$163,117	
Total capitalization multiplied by 15%	24,468	
Greater of \$50 million or line 2		\$50,000
Total current aggregate investment:		
Energy-related business:		
Unitil Resources, Inc.	4,290	
Total current aggregate investment		4,290

Difference between the greater of \$50 million or 15% of capitalization and the total aggregate investment of the

registered holding company system (line 3  
less line 4)

\$45,710

Investments in Gas-related Companies

None.

ITEM 5 - OTHER INVESTMENTS

Major line of energy-related business	Other investment in last U-9C-3 report	Other investment in this U-9C-3 report	Reason for difference in other investment
Energy Brokering and Consulting	\$10,000*	\$0	n/a

\* The initial investment by Unitil Corporation in Unitil Resources, Inc. was \$10,000.

ITEM 6 - FINANCIAL STATEMENTS AND EXHIBITS

A. Financial Statements - Page 1 of 2

Unitil Resources, Inc.

(A Wholly-owned Subsidiary of Unitil Corporation)

BALANCE SHEET  
(UNAUDITED)

ASSETS:	September 30, 2000
Investment in Associated Companies	\$3,111,133
Current Assets:	
Cash	302,948
Accounts Receivable	1,772
Accounts Receivable from Assoc Companies	217,062
Notes Receivable from Assoc Companies	525,000
Total Current Assets	\$1,046,782
Total Assets	\$4,157,915
LIABILITIES AND STOCKHOLDER'S EQUITY:	
Current Liabilities:	
Notes Payable	\$694,637
Accounts Payable	136,597
Taxes Accrued	67,558
Total Current Liabilities	\$898,792
Stockholder's Equity:	
Common Stock, \$1.00 par value	
Authorized - 10,000 shares	
Outstanding - 10,000 shares	\$100
Premium on Common Stock	9,900
Miscellaneous Paid in Capital	4,290,000
Retained Earnings	(1,040,877)
Total Stockholder's Equity	\$3,259,123
Total Liabilities and Equity	\$4,157,915

A. Financial Statements - Page 2 of 2

Unitil Resources, Inc.  
 (A Wholly-owned Subsidiary of Unitil Corporation)

STATEMENT OF EARNINGS  
 (UNAUDITED)

	Three Months Ended September 30, 2000	Nine Months Ended September 30, 2000
Revenues:		
Electric Revenues	\$0	(\$1,411)
Service Revenues	0	32,453
Services to Assoc Companies	122,001	216,417
Total Revenues	\$122,001	\$247,459
Operating Expenses:		
Purchased Power	(\$2,014)	(\$20,059)
Depreciation and Amortization	0	52,467
Administrative and General	129,400	650,719
Provision for Income Taxes	(2,677)	(152,516)
Total Operating Expenses	\$124,709	\$530,611
Operating (Loss) Income	(2,708)	(283,152)
Nonoperating Income	1,026	1,141
Income(Loss) before Interest Exp	(1,682)	(282,011)
Interest Expense, net	1,079	17,594
Net (Loss) Income	(\$2,761)	(\$299,605)

B. Exhibits  
 None.

SIGNATURE

Pursuant to the requirements of the Public Utility Holding Company Act of 1935, the undersigned company has duly caused this Certificate to be signed on its behalf by the undersigned thereunto duly authorized.

Unitil Corporation

By: /s/ Mark H. Collin

Mark H. Collin  
 Treasurer

