

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

**FORM 8-K**

**CURRENT REPORT**

Pursuant to Section 13 or 15(d) of the Securities Exchange Act 1934  
Date of Report (Date of earliest event reported): February 3, 2006

**UNITIL CORPORATION**

(Exact name of registrant as specified in its charter)

**New Hampshire**  
(State or other jurisdiction  
of incorporation)

**1-8858**  
(Commission  
File Number)

**02-0381573**  
(IRS Employer  
Identification No.)

**6 Liberty Lane West, Hampton, New Hampshire**  
(Address of principal executive offices)

**03842-1720**  
(Zip Code)

**Registrant's telephone number, including area code: (603) 772-0775**

**N/A**

(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

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**Item 2.02 Results of Operations and Financial Condition**

On February 3, 2006, Unifil Corporation issued a press release announcing results of operations for the three and twelve month periods ended December 31, 2005. The press release and accompanying financial report are filed with this Form 8-K as Exhibit 99.1.

**Item 9.01 Financial Statements and Exhibits**

(d) Exhibits:

Exhibit 99.1 – Press release dated February 3, 2006.

**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.

UNITIL CORPORATION  
(Registrant)

Date: February 3, 2006

/s/ Mark H. Collin  
Mark H. Collin  
Chief Financial Officer



For Immediate Release

Contact: Mark H. Collin  
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### ***Unitil Reports Year-End Earnings***

Hampton, NH—February 3, 2006: Unitil Corporation (AMEX: UTL) ([www.unitil.com](http://www.unitil.com)) today announced earnings for the year ended December 31, 2005 of \$8.4 million, an increase of 4.8% over 2004 earnings of \$8.0 million. Earnings per share were \$1.51 for 2005 compared with earnings of \$1.45 per share for 2004. Unitil's dividend in 2005 was \$1.38 per share, representing an unbroken record of quarterly dividend payments since trading began in Unitil's common stock.

"Unitil completed its key objectives for 2005 and posted solid financial performance, with earnings up almost 5% for the year," said Robert G. Schoenberger, Chairman, President and Chief Executive Officer of Unitil. "We have the plan, the people and the technology to continue to provide best-in-class customer service and superior shareholder returns."

Electric kilowatt-hour sales (kWh) increased 2.8% in 2005 compared to 2004, reflecting higher sales to both residential and commercial & industrial customers driven by growth and hotter summer weather in 2005. Natural gas firm term sales increased 5.1% in 2005 compared to 2004. This increase was driven by gas sales to a new large industrial customer.

Total Operations & Maintenance (O&M) expense in 2005 increased \$1.2 million compared to 2004. This increase reflects increases in salaries and compensation expenses of \$0.6 million, higher retiree and employee benefit costs of \$0.5 million and higher other operating expenses, net of \$0.1 million.

Depreciation, Amortization, Taxes and Other increased \$0.4 million or 1.4% in 2005 compared to 2004 reflecting higher depreciation expenses of \$0.6 million, due to increased investment in utility plant additions, partially offset by lower amortization in 2005 on the Company's regulatory assets related to its former abandoned property investment in Seabrook Station, which became fully-amortized in the third quarter of 2005.

Interest Expense, net, increased \$0.1 million, or 1.0% in 2005 compared to last year, principally due to higher interest expense on short-term borrowings partially offset by increased interest income from carrying charges earned on higher levels of regulatory assets.

Earnings for the fourth quarter of 2005 were \$2.7 million, an increase of 6.2% over the fourth quarter of 2004. For the fourth quarter of 2005, earnings per share were \$0.48 compared with earnings of \$0.45 per share for the fourth quarter of 2004.

## About Unitil

Unitil is a public utility holding company with subsidiaries providing electric service in New Hampshire and electric and gas service in Massachusetts and energy services throughout the Northeast. Its subsidiaries include Unitil Energy Systems, Inc., Fitchburg Gas and Electric Light Company, Unitil Power Corp., Unitil Realty Corp., Unitil Service Corp. and its unregulated business segment Unitil Resources, Inc. Usource L.L.C. is a subsidiary of Unitil Resources, Inc.

This press release contains forward-looking statements, which are subject to the inherent uncertainties in predicting future results and conditions. All statements, other than statements of historical fact, are forward-looking statements. Certain factors that could cause the actual results to differ materially from those projected in these forward-looking statements include, but are not limited to the following: variations in weather; changes in the regulatory environment; customers' preferences on energy sources; general economic conditions; increased competition; fluctuations in supply, demand, transmission capacity and prices for energy commodities; and other uncertainties, all of which are difficult to predict, and many of which are beyond the control of Unitil Corporation.

The following table details total electric sales for 2005 and 2004:

### **kWh Sales (000's)**

	<b>Fourth Quarter</b>			<b>Total Year</b>		
	<b>2005</b>	<b>2004</b>	<b>% Change</b>	<b>2005</b>	<b>2004</b>	<b>% Change</b>
Residential	159,292	153,743	3.6%	688,318	652,763	5.4%
Commercial/Industrial	261,174	257,990	1.2%	1,102,087	1,089,368	1.2%
<b>Total</b>	<b>420,466</b>	<b>411,733</b>	<b>2.1%</b>	<b>1,790,405</b>	<b>1,742,131</b>	<b>2.8%</b>

The following table details total gas sales for 2005 and 2004:

### **Firm Therm Sales (000's)**

	<b>Fourth Quarter</b>			<b>Total Year</b>		
	<b>2005</b>	<b>2004</b>	<b>% Change</b>	<b>2005</b>	<b>2004</b>	<b>% Change</b>
Residential	2,433	2,497	(2.6%)	11,011	11,319	(2.7%)
Commercial/Industrial	3,878	2,934	32.2%	13,321	11,832	12.6%
<b>Total</b>	<b>6,311</b>	<b>5,431</b>	<b>16.2%</b>	<b>24,332</b>	<b>23,151</b>	<b>5.1%</b>

**Unitil Corporation***(Amounts In Thousands, except Shares and Per Share Data)*

<b>Condensed Financial Data</b>	<b>(unaudited) Three Months Ended December 31,</b>		<b>Twelve Months Ended December 31,</b>	
	<b>2005</b>	<b>2004</b>	<b>2005</b>	<b>2004</b>
Operating Revenues	\$ 64,052	\$ 55,989	\$ 232,145	\$ 214,137
Purchased Electric & Gas	45,910	37,053	159,359	143,426
Conservation & Load Management	1,114	1,220	4,115	4,003
Operation & Maintenance	6,211	5,575	24,514	23,297
Depreciation, Amortization, Taxes & Other	6,331	7,832	28,616	28,218
Operating Income	4,486	4,309	15,541	15,193
Interest Expense, Net	1,761	1,716	6,841	6,774
Other	19	43	147	193
Net Income	2,706	2,550	8,553	8,226
Preferred Dividends	39	38	156	215
Earnings Applicable to Common Stock	\$ 2,667	\$ 2,512	\$ 8,397	\$ 8,011
Earnings per Common Share	\$ 0.48	\$ 0.45	\$ 1.51	\$ 1.45
Average Common Shares Outstanding	5,581,530	5,541,200	5,567,718	5,524,835

For more information, visit Unitil at [www.unitil.com](http://www.unitil.com) or call Mark Collin at 603-773-6612.