

Form U-13-60
Mutual and Subsidiary Service Companies
Revised February 7, 1980

ANNUAL REPORT

FOR THE PERIOD

Beginning January 1, 1999 and Ending December 31, 1999

TO THE

US SECURITIES AND EXCHANGE COMMISSION

OF

UNITIL SERVICE CORP.

A Subsidiary Service Company

Date of Incorporation October 9, 1984

State of Incorporation New Hampshire

Location of Principal Executive Offices of Reporting Company:
6 Liberty Lane West
Hampton, New Hampshire 03842-1720

Name, Title and address of officer to whom correspondence concerning this report should be addressed:

Anthony J. Baratta., Sr. Vice President and Chief Financial Officer
6 Liberty Lane West
Hampton, New Hampshire 03842-1720

Name of Principal Holding Company Whose Subsidiaries are served by Reporting Company:
UNITIL Corporation

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LISTING OF SCHEDULES AND ANALYSIS OF ACCOUNTS

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SCHEDULE I - COMPARATIVE BALANCE SHEET

Give balance sheet of the Company as of December 31 of the current and prior year.

ACCOUNT	ASSETS AND OTHER DEBITS	AS OF DECEMBER 31	
		CURRENT	PRIOR
	SERVICE COMPANY PROPERTY		
101	Service company property (Schedule II)	5,923,878	5,371,304
107	Construction work in progress (Schedule II)	0	0
	Total Property	5,923,878	5,371,304
108	Less accumulated provision for depreciation and amortization of service company property (Schedule III)	3,518,140	2,670,176
	Net Service Company Property	2,405,738	2,701,128
	INVESTMENTS		
123	Investments in associate companies (Schedule IV)	0	0
124	Other investments (Schedule IV)	0	0
	Total investments	0	0
	CURRENT AND ACCRUED ASSETS		
131	Cash	562,111	537,413
134	Special deposits	0	0
135	Working funds	6,000	6,000
136	Temporary cash investments (Schedule IV)	0	0
141	Notes receivable	0	0
143	Accounts receivable	45,042	221,825
144	Accumulated provision for uncollectable accounts	0	0
146	Accounts receivable from associate companies (Schedule V)	1,991,847	1,656,544
152	Fuel stock expense undistributed (Schedule VI)	0	0
154	Materials and supplies	0	0
163	Stores expense undistributed (Schedule VII)	0	0
165	Prepayments	75,976	66,259
174	Miscellaneous current and accrued assets (Schedule VIII)	0	0
	Total Current and Accrued Assets	2,680,976	2,488,041
	DEFERRED DEBITS		
181	Unamortized debt expense	0	0
184	Clearing accounts	70,976	6,788
186	Miscellaneous deferred debits (Schedule IX)	1,605,254	1,636,028
188	Research, development, or demonstration expenditures (Schedule X)	0	0
190	Accumulated deferred income tax	0	0
	Total Deferred Debits	1,676,230	1,642,816
	TOTAL ASSETS AND OTHER DEBITS	6,762,944	6,831,985

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SCHEDULE I - COMPARATIVE BALANCE SHEET

ACCOUNT	LIABILITIES AND PROPRIETARY CAPITAL	AS OF DECEMBER 31
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		CURRENT	PRIOR
PROPRIETARY CAPITAL			
201	Common stock issued (Schedule XI)	1,000	1,000
211	Miscellaneous paid-in-capital (Schedule XI)	0	0
215	Appropriated retained earnings (Schedule XI)	0	0
216	Unappropriated retained earnings (Schedule XI)	1,688	1,688
	Total Proprietary Capital	2,688	2,688
LONG-TERM DEBT			
223	Advances from associate companies (Schedule XII)	0	0
224	Other long-term debt (Schedule XII)	0	0
225	Unamortized premium on long-term debt	0	0
226	Unamortized discount on long-term debt-debit	0	0
	Total Long-Term Debt	0	0
227	Obligations under capital leases - non-current	1,696,254	1,942,147
CURRENT AND ACCRUED LIABILITIES			
231	Notes payable	0	0
232	Accounts payable	488,558	636,931
233	Notes payable to associate companies (Schedule XIII)	1,915,347	2,424,099
234	Accounts payable to associate companies (Schedule XIII)	(81,926)	425,804
236	Taxes accrued	65,288	(144,013)
237	Interest accrued	73,524	48,826
238	Dividends declared	0	0
241	Tax collections payable	0	0
242	Miscellaneous current and accrued liabilities (Schedule XIII)	2,505,121	1,539,132
243	Obligations under capital leases - current	723,415	754,544
	Total Current and Accrued Liabilities	5,689,327	5,685,323
DEFERRED CREDITS			
253	Other deferred credits	0	0
255	Accumulated deferred investment tax credits	0	0
	Total Deferred Credits	0	0
282	ACCUMULATED DEFERRED INCOME TAXES	(625,325)	(798,173)
	TOTAL LIABILITIES AND PROPRIETARY CAPITAL	6,762,944	6,831,985

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SCHEDULE II - SERVICE COMPANY PROPERTY

DESCRIPTION	BALANCE AT BEGINNING OF YEAR	ADDITIONS	RETIREMENTS OR SALES	OTHER CHANGES 1/	BALANCE AT CLOSE OF YEAR
SERVICE COMPANY PROPERTY Account					
301 ORGANIZATION					
303 MISCELLANEOUS INTANGIBLE PLANT					
304 LAND AND LAND RIGHTS					
305 STRUCTURES AND IMPROVEMENTS					
306 LEASEHOLD IMPROVEMENTS					
307 EQUIPMENT 2/	4,273,573	495,424	0	0	4,768,997
308 OFFICE FURNITURE AND EQUIPMENT	1,082,555	39,735	0	0	1,122,290
309 AUTOMOBILE OTHER VEHICLES AND RELATED GARAGE EQUIPMENT	15,176	17,415	0	0	32,591
310 AIRCRAFT AND AIRPORT EQUIPMENT					

311	OTHER SERVICE COMPANY PROPERTY 3/					
SUB-TOTAL		5,371,304	552,574	0	0	5,923,878
107	CONSTRUCTION WORK IN PROGRESS					
TOTAL		5,371,304	552,574	0	0	5,923,878

1/ PROVIDE AN EXPLANATION OF THOSE CHANGES CONSIDERED MATERIAL:
NONE

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SCHEDULE II - CONTINUED

2/ SUBACCOUNTS ARE REQUIRED FOR EACH CLASS OF EQUIPMENT OWNED. THE SERVICE COMPANY SHALL PROVIDE A LISTING BY SUBACCOUNT OF EQUIPMENT ADDITIONS DURING THE YEAR AND THE BALANCE AT THE CLOSE OF THE YEAR:

SUBACCOUNT DESCRIPTION	ADDITIONS	BALANCE AT CLOSE OF YEAR
Computer Equipment	485,234	4,017,919
PBX Phone System	10,190	751,078
TOTAL	495,424	4,768,997

3/ DESCRIBE OTHER SERVICE COMPANY PROPERTY:
NONE

4/ DESCRIBE CONSTRUCTION WORK IN PROGRESS:
NONE

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SCHEDULE III

ACCUMULATED PROVISION FOR DEPRECIATION AND
AMORTIZATION OF SERVICE COMPANY PROPERTY

DESCRIPTION	BALANCE AT BEGINNING OF YEAR	ADDITIONS CHARGED TO ACCOUNT 403	RETIRE- MENTS	OTHER CHANGES ADD (DEDUCT)1/	BALANCE AT CLOSE OF YEAR
Account					
301 ORGANIZATION					
303 MISCELLANEOUS INTANGIBLE PLANT					
304 LAND AND LAND RIGHTS					
305 STRUCTURES AND IMPROVEMENTS					
306 LEASEHOLD IMPROVEMENTS					
307 EQUIPMENT	2,373,558	685,174	0	0	3,058,732
308 OFFICE FURNITURE AND EQUIPMENT	296,633	157,469	0	0	454,102
309 AUTOMOBILES, OTHER					

VEHICLES AND
RELATED GARAGE
EQUIPMENT

(15) 5,321 0 0 5,306

310 AIRCRAFT AND
AIRPORT EQUIPMENT

311 OTHER SERVICE
COMPANY PROPERTY

TOTAL 2,670,176 847,964 0 0 3,518,140

1/ PROVIDE AN EXPLANATION OF THOSE CHANGES CONSIDERED MATERIAL:

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SCHEDULE IV - INVESTMENTS

INSTRUCTIONS: Complete the following schedule concerning investments.
Under Account 124 "Other Investments" state each investment
separately, with description, including, the name of issuing
company, number of shares or principal amount

Under Account 136, "Temporary Cash Investments", list each
investment separately.

DESCRIPTION	BALANCE AT BEGINNING OF YEAR	BALANCE AT CLOSE OF YEAR
ACCOUNT 123 - INVESTMENT IN ASSOCIATED COMPANIES	0	0
ACCOUNT 124 - OTHER INVESTMENTS	0	0
ACCOUNT 136 - TEMPORARY CASH INVESTMENTS	0	0
TOTAL	0	0

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SCHEDULE V - ACCOUNTS RECEIVABLE FROM ASSOCIATE COMPANIES

INSTRUCTIONS: Complete the following schedule listing accounts receivable
from each associate company. Where the service company has
provided accommodation or convenience payments for associate
companies, a separate listing of total payments for each
associate company by subaccount should be provided.

DESCRIPTION	BALANCE AT BEGINNING OF YEAR	BALANCE AT CLOSE OF YEAR
ACCOUNT 146 - ACCOUNTS RECEIVABLE FROM ASSOCIATE Companies		
Concord Electric Company	270,789	295,912
Exeter & Hampton Electric Company	277,879	314,217
Fitchburg Gas and Electric Light Company	733,193	808,568
UNITIL Power Corp.	350,090	447,532
UNITIL Realty Corp.	12,712	7,252
UNITIL Corporation	5,049	0
UNITIL Resources, Inc.	6,832	118,366

TOTAL

1,656,544

1,991,847

ANALYSIS OF CONVENIENCE OR ACCOMMODATION PAYMENTS:

Concord Electric Company	72,061
Exeter & Hampton Electric Company	74,682
Fitchburg Gas and Electric Light Company	544,174
UNITIL Power Corp.	280,833
UNITIL Realty Corp.	1,931
UNITIL Resources, Inc.	22,590
UNITIL Corp.	0

For detail of convenience payments by type and company, paid by Unitil Service Corp. see page 10A.

TOTAL PAYMENTS	996,271
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CONVENIENCE PAYMENTS BY TYPE AND COMPANY

	CECo	E&H	FG&E	UPC
Legal	38,986	42,019	501,707	262,522
Audit	33,075	32,663	42,467	18,311
	72,061	74,682	544,174	280,833

CONVENIENCE PAYMENTS BY TYPE AND COMPANY (Cont.)

	URC	UC	URI	Total
Legal	1,777	0	22,436	869,447
Audit	154	0	154	126,824
	1,931	0	22,590	996,271

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SCHEDULE VI - FUEL STOCK EXPENSES UNDISTRIBUTED

INSTRUCTIONS: Report the amount of labor and expenses incurred with respect to fuel stock expense during the year and indicate amount attributable to each associate company. Under the section headed "Summary" listed below give an overall report of the fuel functions performed by the service company.

DESCRIPTION	LABOR	EXPENSE	TOTAL
ACCOUNT 152 - FUEL STOCK EXPENSE UNDISTRIBUTED	0	0	0
TOTAL	0	0	0

SUMMARY:

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SCHEDULE VII - STORES EXPENSE UNDISTRIBUTED

INSTRUCTIONS: Report the amount of labor and expenses incurred with respect to stores expense during the year and indicate amount attributable to each associate company.

DESCRIPTION	LABOR	EXPENSE	TOTAL
ACCOUNT 163 - STORES EXPENSE UNDISTRIBUTED	0	0	0
TOTAL	0	0	0

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SCHEDULE VIII

MISCELLANEOUS CURRENT AND ACCRUED ASSETS

INSTRUCTIONS: Provide detail of items in this account. Items less than \$10,000 may be grouped, showing the number of items in each group.

DESCRIPTION	BALANCE AT BEGINNING OF YEAR	BALANCE AT CLOSE OF YEAR
ACCOUNT 174 - MISCELLANEOUS CURRENT AND ACCRUED ASSETS	0	0
TOTAL	0	0

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SCHEDULE IX - MISCELLANEOUS DEFERRED DEBITS

INSTRUCTIONS: Provide detail of items in this account. Items less than \$10,000 may be grouped by class showing the number of items in each class.

DESCRIPTION	BALANCE AT BEGINNING OF YEAR	BALANCE AT CLOSE OF YEAR
ACCOUNT 186 - MISCELLANEOUS DEFERRED DEBITS		
Under/(over) collected administrative expenses	7,637	14,672
Postage	69,343	55,584
PC purchases	3,537	0
Software Costs	1,555,511	1,534,998
TOTAL	1,636,028	1,605,254

SCHEDULE X

RESEARCH, DEVELOPMENT OR DEMONSTRATION EXPENDITURES

INSTRUCTIONS: Provide a description of each material research, development, or demonstration project which incurred costs by the service corporation during the year.

DESCRIPTION	BALANCE AT CLOSE OF YEAR
ACCOUNT 188 - RESEARCH, DEVELOPMENT OR DEMONSTRATION EXPENDITURES	0
 TOTAL	 0

SCHEDULE XI - PROPRIETARY CAPITAL

ACCOUNT NUMBER	CLASS OF STOCK	NUMBER OF SHARES AUTHORIZED	PAR OR STATED VALUE PER SHARE	OUTSTANDING CLOSE OF PERIOD NO. OF SHARES	TOTAL AMOUNT
201	COMMON STOCK ISSUED	300	10.00	100	1,000

INSTRUCTIONS: Classify amounts in each account with brief explanation, disclosing the general nature of transactions which gave rise to the reported amounts.

DESCRIPTION	AMOUNT
ACCOUNT 211 - MISCELLANEOUS PAID-IN CAPITAL	0
ACCOUNT 215 - APPROPRIATED RETAINED EARNINGS	0
 TOTAL	 0

INSTRUCTIONS: Give particulars concerning net income or (loss) during the year, distinguishing between compensation for the use of capital owned or net loss remaining from servicing nonassociates per the General Instructions of the Uniform System of Accounts. For dividends paid during the year in cash or otherwise, provide rate percentage, amount of dividend, date declared and date paid.

DESCRIPTION	BALANCE AT BEGINNING OF YEAR	NET INCOME OR (LOSS)	DIVIDENDS PAID	BALANCE AT CLOSE OF YEAR
ACCOUNT 216 - UNAPPROPRIATED RETAINED EARNINGS	1,688	0	0	1,688
 TOTAL	 1,688	 0	 0	 1,688

SCHEDULE XII - LONG-TERM DEBT

INSTRUCTIONS: Advances from associate companies should be reported separately for advances on notes, and advances on open account. Names of associate companies from which advances were received shall be shown under the class and series of obligation column. For Account 224 - Other long-term debt provide the name of creditor company or organization, terms of the obligation,

date of maturity, interest rate, and the amount authorized and outstanding.

NAME OF CREDITOR	TERMS OF OBLIG & SERIES OF OBLIGATION	DATE OF MAT.	INT. RATE	AMT. AUTH.	ADD.	1/ DED.	BALANCE AT CLOSE OF YEAR
ACCOUNT 223 -	ADVANCES FROM ASSOCIATE COMPANIES			0	0	0	0
ACCOUNT 224 -	OTHER LONG-TERM DEBT:			0	0	0	0
TOTAL				0	0	0	0

1/ GIVE AN EXPLANATION OF DEDUCTIONS:

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SCHEDULE XIII - CURRENT AND ACCRUED LIABILITIES

Provide balance of notes and accounts payable to each associate company. Give description and amount of miscellaneous current and accrued liabilities. Items less than \$10,000 may be grouped, showing the number of items in each group.

DESCRIPTION	BALANCE AT BEGINNING OF YEAR	BALANCE AT CLOSE OF YEAR
ACCOUNT 233 - NOTES PAYABLE TO ASSOCIATE COMPANIES		
Money Pool	2,424,099	1,915,347
TOTAL	2,424,099	1,915,347
ACCOUNT 234 - ACCOUNTS PAYABLE TO ASSOCIATE COMPANIES		
Concord Electric Company	(83,469)	(51,509)
Exeter & Hampton Electric Company	(65,370)	(46,471)
Fitchburg Gas and Electric Company	(373,904)	(149,073)
UNITIL Corporation (1)	1,081,034	192,214
UNITIL Power Corporation	(129,106)	(22,976)
UNITIL Realty Corporation	(1,425)	(244)
UNITIL Resources, Inc.	(1,955)	(3,867)
(1) Balance consists of KESOP for UNITIL Service Employees only, not subsidiaries.		
TOTAL	425,804	(81,926)

ACCOUNT 242 - MISCELLANEOUS CURRENT AND ACCRUED LIABILITIES

Accrued FASB 87	517,943	962,399
Accrued Supplemental Executive Retirement Plan	439,846	558,886
Accrued Legal Fees	973	187
Accrued Annual Report	53,100	49,836
Accrued FASB 106	87,805	110,308
Accrued FASB 106 - APBO	2,421	7,331
Accrued FASB 106 - Gain/Loss	(1,649)	(1,649)

Accrued Interest on Escrow	0	0
Accrued Auditing	2,700	456
Accrued Compensation	407,000	817,367
Accrued Miscellaneous Costs	28,993	0
TOTAL	1,539,132	2,505,121

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SCHEDULE XIV
NOTES TO FINANCIAL STATEMENT

INSTRUCTIONS: The space below is provided for important notes regarding the financial statements or any account thereof. Furnish particulars as to any significant contingent assets or liabilities existing at the end of the year. Notes relating to financial statements shown elsewhere in this report may be indicated here by reference.

Selected Notes to the Financial Statements:

UNITIL Service Corp. (USC), a wholly-owned subsidiary of UNITIL Corporation, a public utility holding company, provides centralized support services to the parent company and its subsidiaries. USC is subject to the jurisdiction of the Securities and Exchange Commission (SEC) under the Public Utility Holding Company Act of 1935. Accordingly, USC maintains its books of account as prescribed by the "Uniform System of Accounts for Mutual Service Companies and Subsidiary Service Companies" as Amended February 2, 1979 to be effective January 1, 1980. USC prepares its financial statements in conformity with generally accepted accounting principles.

Please refer to the 1999 UNITIL Corporation Form 10-K for additional disclosures.

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SCHEDULE XV

STATEMENT OF INCOME

ACCOUNT	DESCRIPTION	CURRENT YEAR	PRIOR YEAR
INCOME			
457	Services rendered to associate companies	17,587,988	17,003,091
458	Services rendered to nonassociate companies	30,000	30,000
419	Interest Income	0	0
421	Miscellaneous income or loss	0	(18,685)
	Total Income	17,617,988	17,014,406
EXPENSE			
920	Salaries and wages	8,749,800	8,023,133
921	Office supplies and expenses	904,781	968,711
922	Administrative expense transferred - credit	(7,035)	52,185
923	Outside services employed	733,642	1,495,119
924	Property insurance	2,182	2,851
925	Injuries and damages	32,901	28,135
926	Employee pensions and benefits	1,812,887	1,656,941
928	Regulatory commission expense	400	0
930.1	General advertising expense	84,134	449,561
930.2	Miscellaneous general expense	621,918	366,986
931	Rents	1,511,230	1,666,467
932	Maintenance of structures and equipment	549,938	488,204
403	Depreciation and amortization expense	1,195,903	903,178
408	Taxes other than income taxes	721,062	551,633
409	Income taxes	88,622	95,666
410	Provision for deferred income taxes	172,847	(77,254)

411	Provision for deferred income taxes - credit	0	0
411.5	Investment tax credit	0	0
426.1	Donations	96,601	24,822
426.5	Other deductions	0	0
427	Interest on long-term debt	0	0
430	Interest on debt to associate companies	15,550	57,442
431	Other interest expense	330,625	260,626
	Total Expense	17,617,988	17,014,406
	Net Income or (Loss)	0	0

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ANALYSIS OF BILLING
ASSOCIATE COMPANIES
ACCOUNT 457

NAME OF ASSOCIATE COMPANY	DIRECT COSTS CHARGED 457-1	INDIRECT COSTS CHARGED 457-2	COMPENSATION FOR USE OF CAPITAL 457-3	TOTAL AMOUNT BILLED
Concord Electric Company	1,359,702	1,236,506	0	2,596,208
Exeter & Hampton Electric Company	1,418,771	1,309,205	0	2,727,976
Fitchburg Gas and Electric Light Company	3,981,339	3,730,884	0	7,712,223
UNITIL Power Corp.	2,046,654	1,883,268	0	3,929,922
UNITIL Realty Corp.	11,488	11,594	0	23,082
UNITIL Resources, Inc.	295,196	235,511	0	530,707
UNITIL Corp.	33,780	34,090	0	67,870
TOTAL	9,146,930	8,441,058	0	17,587,988

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ANALYSIS OF BILLING
NONASSOCIATE COMPANIES
ACCOUNT 458

NAME OF NONASSOC COMPANY	DIRECT COSTS CHARGED 457-1	INDIRECT COSTS CHARGED 457-2	COMPENSATION FOR USE OF CAPITAL 457-3	TOTAL COST	EXCESS OR DEFICIENCY 458-4	TOTAL AMOUNT BILLED
UNITIL Retiree Trust	0	30,000		30,000	0	30,000
Total	0	30,000	0	30,000	0	30,000

INSTRUCTION: Provide a brief description of the services rendered to each nonassociate company.

UNITIL Retiree Trust - Professional services provided.

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SCHEDULE XVI
 ANALYSIS OF CHARGES FOR SERVICE
 ASSOCIATE AND NONASSOCIATE COMPANIES

DESCRIPTION OF ITEMS	ASSOCIATE COMPANY CHARGES		
	DIRECT	INDIRECT	TOTAL
	COST	COST	
920 SALARIES AND WAGES	7,848,890	870,910	8,719,800
921 OFFICE SUPPLES AND EXPENSES	168,840	735,941	904,781
922 ADMIN EXPENSE TRANS-CREDIT		(7,035)	(7,035)
923 OUTSIDE SERVICES EMPLOYED	104,483	629,159	733,642
924 PROPERTY INSURANCE		2,182	2,182
925 INJURIES AND DAMAGES		32,901	32,901
926 EMPLOYEE PENSIONS AND BENEFITS		1,812,887	1,812,887
928 REGULATORY COMMISSION EXPENSE		400	400
930.1 GENERAL ADVERTISING EXPENSE		84,134	84,134
930.2 MISC. GENERAL EXPENSE		621,918	621,918
931 RENTS	0	1,511,230	1,511,230
932 MAINT. OF STRUCT. & EQUIP.	1,024,717	(474,779)	549,938
403 DEPR. AND AMORT. EXPENSE		1,195,903	1,195,903
408 TAXES OTHER THAN INCOME		721,062	721,062
409 INCOME TAXES		88,622	88,622
410 PROV FOR DEF INC TAXES		172,847	172,847
411 PROV FOR DEF INC TAX CREDIT			0
411.5 INVESTMENT TAX CREDIT			0
419 INTEREST INCOME		0	0
426.1 DONATIONS		96,601	96,601
426.5 OTHER DEDUCTIONS		0	0
427 INTEREST ON LONG-TERM DEBT			0
431 OTHER INTEREST EXPENSE		330,625	330,625

INSTRUCTION: Total cost of service will equal
 for associate and nonassociate companies
 the total amount billed under their separate
 analysis of billing schedules.

SUBTOTAL EXPENSES	9,146,930	8,425,508	17,572,438
COMPENSATION FOR USE OF EQUITY CAPITAL			0
430 INTEREST ON DEBT TO ASSOCIATE CO.'S	0	15,550	15,550
TOTAL EXPENSES	9,146,930	8,441,058	17,587,988
421 MISCELLANEOUS INCOME	0	0	0
TOTAL COST OF SERVICE	9,146,930	8,441,058	17,587,988

SCHEDULE XVI CONT.
 ANALYSIS OF CHARGES FOR SERVICE
 ASSOCIATE AND NONASSOCIATE COMPANIES

DESCRIPTION OF ITEMS	NONASSOCIATE COMPANY CHARGES		
	DIRECT	INDIRECT	TOTAL
	COST	COST	
920 SALARIES AND WAGES		30,000	30,000
921 OFFICE SUPPLES AND EXPENSES			0
922 ADMIN EXPENSE TRANS-CREDIT			0
923 OUTSIDE SERVICES EMPLOYED			0
924 PROPERTY INSURANCE			0
925 INJURIES AND DAMAGES			0
926 EMPLOYEE PENSIONS AND BENEFITS			0
928 REGULATORY COMMISSION EXPENSE			0
930.1 GENERAL ADVERTISING EXPENSE			0
930.2 MISC. GENERAL EXPENSE			0
931 RENTS			0
932 MAINT. OF STRUCT. & EQUIP.			0
403 DEPR. AND AMORT. EXPENSE			0
408 TAXES OTHER THAN INCOME			0
409 INCOME TAXES			0
410 PROV FOR DEF INC TAXES			0
411 PROV FOR DEF INC TAX CREDIT			0
411.5 INVESTMENT TAX CREDIT			0
419 INTEREST INCOME			0
426.1 DONATIONS			0
426.5 OTHER DEDUCTIONS			0
427 INTEREST ON LONG-TERM DEBT			0
431 OTHER INTEREST EXPENSE			0

INSTRUCTION: Total cost of service will equal
 for associate and nonassociate companies
 the total amount billed under their separate
 analysis of billing schedules.

SUBTOTAL EXPENSES	0	30,000	30,000
COMPENSATION FOR USE OF EQUITY CAPITAL			0
430 INTEREST ON DEBT TO ASSOCIATE CO.'S	0	0	0
TOTAL EXPENSES	0	30,000	30,000
421 MISCELLANEOUS INCOME	0	0	0

TOTAL COST OF SERVICE 0 30,000 30,000

SCHEDULE XVI CONT.

ANALYSIS OF CHARGES FOR SERVICE
ASSOCIATE AND NONASSOCIATE COMPANIES

DESCRIPTION OF ITEMS	TOTAL CHARGES FOR SERVICE		TOTAL
	DIRECT COST	INDIRECT COST	
920 SALARIES AND WAGES	7,848,890	900,910	8,749,800
921 OFFICE SUPPLES AND EXPENSES	168,840	735,941	904,781
922 ADMIN EXPENSE TRANS-CREDIT	0	(7,035)	(7,035)
923 OUTSIDE SERVICES EMPLOYED	104,483	629,159	733,642
924 PROPERTY INSURANCE	0	2,182	2,182
925 INJURIES AND DAMAGES	0	32,901	32,901
926 EMPLOYEE PENSIONS AND BENEFITS	0	1,812,887	1,812,887
928 REGULATORY COMMISSION EXPENSE	0	400	400
930.1 GENERAL ADVERTISING EXPENSE	0	84,134	84,134
930.2 MISC. GENERAL EXPENSE	0	621,918	621,918
931 RENTS	0	1,511,230	1,511,230
932 MAINT. OF STRUCT. & EQUIP.	1,024,717	(474,779)	549,938
403 DEPR. AND AMORT. EXPENSE	0	1,195,903	1,195,903
408 TAXES OTHER THAN INCOME	0	721,062	721,062
409 INCOME TAXES	0	88,622	88,622
410 PROV FOR DEF INC TAXES	0	172,847	172,847
411 PROV FOR DEF INC TAX CREDIT	0	0	0
411.5 INVESTMENT TAX CREDIT	0	0	0
419 INTEREST INCOME	0	0	0
426.1 DONATIONS	0	96,601	96,601
426.5 OTHER DEDUCTIONS	0	0	0
427 INTEREST ON LONG-TERM DEBT	0	0	0
431 OTHER INTEREST EXPENSE	0	330,625	330,625
INSTRUCTION: Total cost of service will equal for associate and nonassociate companies the total amount billed under their separate analysis of billing schedules.			
SUBTOTAL EXPENSES	9,146,930	8,455,508	17,602,438
COMPENSATION FOR USE OF EQUITY CAPITAL			0
430 INTEREST ON DEBT TO ASSOCIATE CO.'S	0	15,550	15,550
TOTAL EXPENSES	9,146,930	8,471,058	17,617,988
421 MISCELLANEOUS INCOME	0	0	0
TOTAL COST OF SERVICE	9,146,930	8,471,058	17,617,988

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SCHEDULE XVII

SCHEDULE OF EXPENSE DISTRIBUTION
BY
DEPARTMENT OR SERVICE FUNCTION

DESCRIPTION OF ITEMS	TOTAL AMOUNT	OVER-HEAD	DEPARTMENT OR SERVICE FUNCTION	
			REGULATORY & COMMUN.	ADMIN.
920 SALARIES AND WAGES	8,749,800		1,277,221	1,860,833
921 OFFICE SUPPLES AND EXPENSES	904,781		111,641	198,246
922 ADMIN. EXPENSE TRANS-CREDIT	(7,035)			
923 OUTSIDE SERVICES EMPLOYED	733,642		135,922	312,702
924 PROPERTY INSURANCE	2,182			
925 INJURIES AND DAMAGES	32,901			
926 EMPLOYEE PENSIONS AND BENEFITS	1,812,887		21,735	1,727,604
928 REGULATORY COMMISSION EXPENSE	400		400	
930.1 GENERAL ADVERTISING EXPENSE	84,134		72,549	11,585
930.2 MISC. GENERAL EXPENSE	621,918			321,170
931 RENTS	1,511,230		374	21,499
932 MAINT. OF STRUCT. & EQUIP.	549,938			42,098
403 DEPR. AND AMORT. EXPENSE	1,195,903			
408 TAXES OTHER THAN INCOME	721,062			
409 INCOME TAXES	88,622			
410 PROV. FOR DEF. INC. TAXES	172,847			
411 PROV. FOR DEF. INC. TAX CREDIT	0			
411.5 INVESTMENT TAX CREDIT	0			
426.1 DONATIONS	96,601			
426.5 OTHER DEDUCTIONS	0			
427 INTEREST ON LONG-TERM DEBT	0			
430 INTEREST ON DEBT TO ASSOCIATE COMPANIES	15,550			
431 OTHER INTEREST EXPENSE	330,625			

INSTRUCTIONS: Indicate each department or

service function. (see Instruction
 01-3 General Structure of Account-
 ing System Uniform System Account.
 TOTAL EXPENSES - 17,617,988 1,619,842 4,495,737

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SCHEDULE XVII
 SCHEDULE OF EXPENSE DISTRIBUTION
 BY
 DEPARTMENT OR SERVICE FUNCTION

ACCOUNT NUMBER	DEPARTMENT OR SERVICE FUNCTION						
	ACCOUNTING	ENERGY MARKETS	DISTRIBUTION	FINANCE	CUSTOMER SERV.	ENGINEER.	TECHNOLOGY
920	990,886	595,441	199,500	607,306	1,497,955	1,188,110	532,548
921	20,879	21,371	4,185	54,653	157,500	95,619	240,687
922	(7,035)						
923	20,412	22,964	40,731	29,198	102,652	6,821	62,240
924				2,182			
925				32,901			
926	10,282	2,105		6,533	25,147	1,115	18,366
928							
930.1							
930.2				300,748			
931	(1,043,043)		6,378	112	86,967	2,917	2,436,026
932	61,995				86,294	195	359,356
403	1,195,903						
408	721,062						
409	88,622						
410	172,847						
411							
411.5							
426.1	96,601						
426.5							
427							
430				15,550			
431				330,625			
	2,329,411	641,881	250,794	1,379,808	1,956,515	1,294,777	3,649,223

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DEPARTMENTAL ANALYSIS OF SALARIES
 ACCOUNT 920

NAME OF DEPARTMENT Indicate each department or service function	TOTAL AMOUNT	DEPARTMENT SALARY EXPENSE INCLUDE IN AMOUNTS BILLED TO			NUMBER PERSONNEL END OF YEAR
		PARENT COMPANY	OTHER ASSOCIATES	NON ASSOCIATES	
Regulatory & Comm.	1,277,221	0	1,277,221	0	20
Technology Services	532,548	0	532,548	0	10
Accounting	990,886	0	986,086	4,800	21
Finance	607,306	0	606,706	600	8
Administrative	1,860,833	0	1,837,133	23,700	17
Energy Markets	595,441	0	595,441	0	9
Engineering	1,188,110	0	1,188,110	0	22
Distribution	199,500	0	199,500	0	1
Customer Services	1,497,955	0	1,497,055	900	44

TOTAL 8,749,800 0 8,719,800 30,000 152

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OUTSIDE SERVICES EMPLOYED
ACCOUNT 923

INSTRUCTIONS: Provide a breakdown by subaccount of outside services employed.
If the aggregate amounts paid to any one payee and included within one subaccount is less than \$25,000, only the aggregate number and amount of all such payments included within the subaccount need be shown. Provide a subtotal for each type of service.

FROM WHOM PURCHASED	ADDRESS	RELATIONSHIP "A"= ASSOCIATE "NA"=NON ASSOCIATE	AMOUNT
Outside Services - Legal			
Various		NA	45,001
LeBoeuf, Lamb Greene		NA	37,914
Outside Services - Accounting			
Grant Thornton		NA	13,853
Outside Services - Other			
Various		NA	177,718
Bruce Mast & Associates		NA	59,691
Business Software Alliance		NA	42,000
Ceridian		NA	41,478
Energy Strategies		NA	60,447
Focused Change		NA	32,482
Kelly Services		NA	63,108
Public Affairs Group		NA	40,000
Russell Reynolds		NA	27,208
URT		NA	34,600
Outside Services - Market Development			
Various		NA	22,842
Outside Services - Visibility			
Various		NA	35,300
TOTAL			733,642

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EMPLOYEE PENSIONS AND BENEFITS
ACCOUNT 926

INSTRUCTIONS: Provide a listing of each pension plan and benefit program provided by the service company. Such listing should be limited to \$25,000.

DESCRIPTION	AMOUNT
Health Insurance	782,810
Net Periodic Pension Expense	467,132
401 K	195,854
Life Insurance	63,812
Education	98,218
Other	20,303

Supplemental Executive Retirement Plan

157,345

FASB 106

27,413

TOTAL

1,812,887

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GENERAL ADVERTISING EXPENSES

ACCOUNT 930.1

INSTRUCTIONS: Provide a listing of the amounts included in Account 930.1 "General Advertising Expenses", classifying the items according to the nature of the advertising and as defined in the account definition. If a particular class includes an amount in excess of \$3,000 applicable to a single payee, show separately the name of the payee and the aggregate amount applicable thereto.

DESCRIPTION	NAME OF PAYEE	AMOUNT
Internet Development	Brown and Company	12,600
Internet Development	Rocket Science	10,200
Advertising	Advance Notice Inc.	9,723
Advertising	Adventures in Advertising	4,715
Advertising	Bonci on Design	6,776
Advertising	IDEC	3,858
Advertising	Ingalls Adverising	3,780
Advertising	NH Public Radio	18,590
Advertising	RAM Printing	4,262
Advertising	Other	9,630
TOTAL		84,134

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MISCELLANEOUS GENERAL EXPENSES

ACCOUNT 930.2

INSTRUCTIONS: Provide a listing of the amount included in Account 930.02 "Miscellaneous General Expense", classifying such expenses according to their nature. Payments and expenses permitted by Section 321 (b) (2) of the Federal Election Campaign Act, as amended by Public Law 94-283 in 1976 (2 U.S.C. 441 (b) (2) shall be separately classified.

DESCRIPTION	AMOUNT
Printing and Distribution of Quarterly and Annual Reports	155,098
Employee Orientations	11,092
Director's Fees and Expenses	226,650
Business Development	83,038
Communications	146,040
TOTAL	621,918

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RENTS

ACCOUNT 931

INSTRUCTIONS: Provide a listing of the amount included in Account 931, "Rents" classifying such expenses by major groupings of property, as defined in the account definition of the Uniform System of Accounts.

TYPE OF PROPERTY	AMOUNT
Office Building	1,501,056
EDP Equipment	1,704
Miscellaneous	8,470
TOTAL	1,511,230

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TAXES OTHER THAN INCOME TAXES
ACCOUNT 408

INSTRUCTIONS: Provide an analysis of Account 408, "Taxes Other Than Income Taxes". Separate the analysis into two groups: (1) other than U. S. Government and (2) U.S. Government taxes. Specify each of the various kinds of taxes and show the amounts there of. Provide a subtotal for each class of tax.

KIND OF TAX	AMOUNT
Other than U.S. Government Tax:	
State Telephone & Telegram Tax	8,468
State Unemployment Tax - NH	6,697
Other	85
Business Enterprise Tax	44,551
	59,801
U.S. Government Tax:	
Federal Telephone & Telegram Tax	4,019
Federal Insurance Contribution Act	649,252
Federal Unemployment Tax	7,990
	661,261
TOTAL	721,062

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DONATIONS
ACCOUNT 426.1

INSTRUCTIONS: Provide a listing of the amount included in Account 426.1, "Donations", classifying such expenses by its purpose. The aggregate number and amount of all items of less than \$3,000 may be shown in lieu of details.

NAME OF RECIPIENT	PURPOSE OF DONATION	AMOUNT
P. J. Stulgis Memorial Fund		12,500
LongsJohn Memorial		10,000
American Red Cross		3,780
Capitol Center for the Arts		5,000
Easter Seals		6,585
New Hampshire Historical Society		3,000
United Way		20,100
Various		35,636
TOTAL		96,601

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OTHER DEDUCTIONS

ACCOUNT 426.5

INSTRUCTIONS: Provide a listing of the amount included in Account 426.5, "Other Deductions", classifying such expenses according to their nature.

DESCRIPTION	NAME OF PAYEE	AMOUNT
None		

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SCHEDULE XVIII

NOTES TO STATEMENT OF INCOME

INSTRUCTIONS: The space below is provided for important notes regarding the statement of income or any account thereof. Furnish particulars as to any significant increases in services rendered or expenses incurred during the year. Notes relating to financial statements shown elsewhere in this report may be indicated here by reference.

See page 19.

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SCHEDULE XIX - FINANCIAL DATA SCHEDULE

ITEM NO.	CAPTION HEADING	AMOUNT
1	Net Service Company Property	2,405,738
2	Total Investments	0
3	Total Current and Accrued Assets	2,680,976
4	Total Deferred Debits	1,676,230
5	Balancing Amount for Total Assets and Other Debits	0
6	Total Assets and Other Debits	6,762,944
7	Total Proprietary Capital	2,688
8	Total Long-Term Debt	0
9	Notes Payable	0
10	Notes Payable to Associate Companies	1,915,347
11	Balancing Amount for Total Current and Accrued Liabilities	3,773,980
12	Total Deferred Credits	0
13	Accumulated Deferred Income Taxes	(625,325)
14	Total Liabilities and Proprietary Capital	6,762,944
15	Service Rendered to Associate Companies	17,587,988
16	Service Rendered to Nonassociate Companies	30,000
17	Miscellaneous Income or Loss	0
18	Total Income	17,617,988
19	Salaries and Wages	8,749,800
20	Employee Pensions and Benefits	1,812,887
21	Balancing Amount for Total Expenses	7,055,301
22	Total Expenses	17,617,988
23	Net Income (Loss)	0
24	Total Expenses (Direct Costs)	9,146,930
25	Total Expenses (Indirect Costs)	8,471,058
26	Total Expenses (Total)	17,617,988
27	Number of Personnel End of Year	152

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ORGANIZATION CHART AS OF DECEMBER 31, 1999

President	Schoenberger
Senior Vice President - Finance	Baratta
Senior Executive Vice President - Energy Distribution	Dalton
Vice President - Engineering and Operations	Appleton
Senior Executive Vice President - Energy Markets	Daly**
Vice President - Sales and Marketing	Black
Vice President - Energy Procurement	Foote
Vice President - Technology	Smith
Vice President - Finance & Treasurer	Collin
Vice President and Controller	Brock
Vice President - Customer Services	Morrissey
Senior Vice President - Communication & Regulation	Gantz
Vice President - Communication & Regulation	Stewart

** James G. Daly resigned effective 2/7/2000.

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METHODS OF ALLOCATION

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METHODS OF ALLOCATION

The cost of services rendered by UNITIL Service are allocated and billed based on direct time charges and to a lesser extent, direct cost assigned to individual projects or jobs performed on behalf of associated companies in accordance with the general guidelines set forth below.

A. Direct Labor Cost - Gross Wages. Direct Labor Cost - Gross Wages are based on the actual gross wage rates of assigned employees multiplied by the actual number of hours worked and directly charged to specific projects or jobs.

B. Direct Labor Cost - Other. Direct Labor Cost - Other includes the costs of paid absences, such as vacations, sick pay and holidays, and are allocated by employee based on the direct time charged to associated companies. In the event there are no direct time charges available for this allocation, the direct time charges of all UNITIL Service employees are used to make this allocation.

C. General Overhead Costs, including Indirect Labor. General Overhead Costs represent UNITIL Service Indirect Labor Costs and Administrative and General Expenses, and are allocated based on a monthly overhead rate applied against direct time charges. Indirect Labor Costs include pension costs, insurance, payroll taxes, employee savings plan, and similar payroll and benefit items. Administrative and General Expenses are those administrative and operating expenses incurred by UNITIL Service in providing services to associated companies which cannot be identified with or directly charged to a specific project or job.

D. Direct Charges. Direct Charges are costs that are directly assignable based on the individual projects or jobs performed on behalf of associated companies, and are excluded from General Overheads. Direct Charges are

billed at actual cost and include: Employee Travel, Meals, Lodging, and Other Related Expenses, Data Management Hardware Leases and Maintenance Costs, Telephone Lease, and other miscellaneous expenses.

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ANNUAL STATEMENT OF COMPENSATION FOR USE OF CAPITAL BILLED

Non applicable

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SIGNATURE CLAUSE

Pursuant to the requirements of the Public Utility Holding Company Act of 1935 and the rules and regulations of the Securities and Exchange Commission issued thereunder, the undersigned company has duly caused this report to be signed on its behalf by the undersigned officer thereunto duly authorized,

UNITIL Service Corp.
(Name of Reporting Company)

By:/s/ Anthony J. Baratta, Jr., CFO
(Signature of Signing Officer)

Anthony J. Baratta, Jr., CFO
(Printed Name and Title of Signing Officer)

Date: April 28, 2000