

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 company	Date of organization	State of organization	Percentage of voting securities held	Nature of business
(Indentation indicates subsidiary relationship)					
Unitil Corporation					
Unitil Resources, Inc.	Energy	5/26/93	NH	100%	Energy Marketing and Consulting
Usource, Inc.	Energy	3/31/00	DE	100%	Energy Marketing and Consulting
Usource, LLC	Energy	3/31/00	DE	100%	Energy Marketing and Consulting

Description of Various Consulting, Energy Marketing, Energy Management and Other Activities 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 visit other locations, predominately in New England, representing client interests.

Energy Marketing Activities

New Hampshire Pilot Program. As of July 1, 1996, Unitil Resources, Inc., became eligible to begin marketing electricity at retail to statewide participants in the New Hampshire Pilot Program. This program, which originally was scheduled to last 24 months, allows 3% of all electric customers in the State of New Hampshire to purchase electricity from the supplier of their choice. In 1998, the State of New Hampshire extended this program beyond the original 24 month period. Unitil Resources discontinued this program effective December 31, 1999. Unitil Resources had negative revenue from this program of \$1,411 in the first quarter of 2000 which were a result of billing adjustments related to the prior year.

Electricity and Natural Gas Brokerage. On March 25, 1999 Unitil Corporation acquired a minority interest in Enermetrix.com (formerly known as North American Power Brokers, Inc.), a privately held company providing Internet technology solutions to the energy industry. The Federal Communications Commission has determined that Enermetrix.com is an exempt telecommunications company, as that term is defined in PUHCA Section 34(a)(1), as amended.

Unitil Corporation, through Unitil Resources, has licensed and deployed Enermetrix.com's innovative Internet-based technology for brokering electricity and natural gas energy transactions between retail consumers and energy suppliers. Unitil Resources offers the retail energy electronic commerce system developed and owned by Enermetrix.com to medium and large commercial and industrial customers, co-branded under the name "Usource", powered by Enermetrix.com's World Wide Retail Energy Exchange. Usource has expanded service to New York, Pennsylvania, Massachusetts, Maine and New Hampshire. Revenues generated from this activity during the first quarter of 2000 were \$32,453.

ITEM 2 - ISSUANCES AND RENEWALS OF SECURITIES AND CAPITAL CONTRIBUTIONS

Associate company advancing funds	Reporting company receiving funds	Type of transaction	Net Change in contributions
Unitil Corporation	Unitil Resources Inc.	Capital contribution	None

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.	Energy Marketing and Consulting	\$166,370	\$143,580	\$0	\$309,950

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. Consulting services provided by Unitil Service during the first 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 March 31, 2000	\$163,896
Total capitalization multiplied by 15%	24,584

Greater of \$50 million or line 2 \$50,000

Total current aggregate investment:

Energy-related business:	
Unitil Resources, Inc.	1,090

Total current aggregate investment 1,090

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

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 Marketing 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)

	March 31, 2000
ASSETS:	
Service Company Property:	
Intangible Assets	\$1,041,518
Equipment	163,221
Total Service Company Property	1,204,739
Less: Accumulated Depreciation and Amortization	(152,201)
Net Service Company Property	1,052,538
Current Assets:	
Cash	20,891
Accounts Receivable	65,770
Prepayments	82,971
Total Current Assets	169,632
Deferred Debits	80,050
Total Assets	\$1,302,220
LIABILITIES AND STOCKHOLDERS EQUITY:	
Current Liabilities:	
Notes Payable	\$1,231,227
Accounts Payable	135,500
Taxes Accrued and Other	(141,557)
Total Current Liabilities	1,225,170
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	1,090,000
Retained Earnings	(1,022,950)
Total Stockholder's Equity	77,050
Total Liabilities and Equity	\$1,302,220

ITEM 6 - FINANCIAL STATEMENTS AND EXHIBITS

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

STATEMENT OF EARNINGS
(UNAUDITED)

	Three Months Ended March 31, 2000
Revenues:	
Electric Revenues	(1,411)
Service Revenues	32,453
Total Revenues	31,042
Operating Expenses:	
Purchased Power	(16,604)
Depreciation and Amortization	52,467
Administrative and General	406,954
Provision for Income Taxes	(142,186)
Total Operating Expenses	300,631
Operating (Loss) Income	(269,589)
Interest Expense, net	12,089
Net (Loss) Income	\$(281,678)

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

Dated: May 26, 2000

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: Mark H. Collin
Treasurer

Dated: May 26, 2000

