

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

**FORM U-9C-3**

QUARTERLY REPORT PURSUANT TO RULE 58  
**For the quarter ended December 31, 2001**

**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**

Not applicable, as this filing is for the fourth quarter of the fiscal year of the registered holding company.

**ITEM 2 - ISSUANCES AND RENEWALS OF SECURITIES AND CAPITAL CONTRIBUTIONS**

<u>Associate company advancing funds</u>	<u>Reporting company receiving funds</u>	<u>Type of transaction</u>	<u>Net change in contributions</u>
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.	Admin and General	\$ 134,150	\$ 111,603	\$ 0	\$ 245,753

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 fourth quarter of 2001 included regulatory, finance, accounting, marketing, energy management and administrative services.

#### ITEM 4 - SUMMARY OF AGGREGATE INVESTMENT

(Dollars in Thousands)

Investments in Energy-related Companies:

(1) Total consolidated capitalization as of December 31, 2001	\$185,825	
(2) Total capitalization multiplied by 15%	<u>27,874</u>	
(3) Greater of \$50 million or line 2		\$50,000

Total current aggregate investment:

Energy-related business:

(4) Unitil Resources, Inc.	<u>11</u>	
(5) Total current aggregate investment		<u>11</u>

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 5)

\$49,989

Investments in Gas-related Companies

\$0

#### 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	\$ 0	\$ 0	n/a

**ITEM 6 - FINANCIAL STATEMENTS AND EXHIBITS**

*A. Financial Statements*

Not applicable, as this filing is for the fourth quarter of the fiscal year of the registered holding company

*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  
Treasurer

Dated: March 15, 2002