FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Check this box if no longer subject to Section 16. Form 4 or Form 5	STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP
obligations may continue. See	
Instruction 1(b).	Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

(Fir.	WEST (Middle)		02/0	9/20		st Trans	action (M	lonth/[Day/Year)			_	X		er (dive lille	Oth		
)3842		4. If /			3. Date of Earliest Transaction (Month/Day/Year) 02/09/2011									Officer (give title Other (specify below) Vice President			
	ale) (Zip)			4. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Line) X Form filed by One Report Form filed by More than O											e Reporting Pe	erson		
	Tabl	e I - No	n-Deriv	ative	Sec	curitie	s Acc	uired,	Dis	posed o	f, or	Bene	efici	ally O	wne	ed			
1. Title of Security (Instr. 3)		2. Transaction Date (Month/Day/Year		2A. Deemed Execution Date, if any (Month/Day/Year)		3. Transaction Code (Instr. 8)		Disposed Of (D) (Instr. 3, 4				4 and Secu Bene Own		ities cially d Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Ownership			
								Code	v	Amount	(A) or D)	Price	. 1	ransa	action(s)		(Instr. 4)	
Common stock, no par value			02/09/2011					A		1,310		Α	\$0 ⁽¹⁾		0		D		
ck, no pa	ır value		02/09	/2011				J ⁽²⁾		95		Α	\$22	2.78	7,	913.62	D		
Common stock, no par value															1,559.81		I	Held in trust ⁽³⁾	
	Та														ned				
erivative Conversion Date Execution or Exercise (Month/Day/Year) if any		n Date,	Date, Transaction Code (Instr		on of perivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		Expiratio (Month/D	on Date	e ar)	Amount		ount	Deriva Secur	rivative curity str. 5)	derivative Securities Beneficially Owned Following Reported	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)		
ck ck ck	ersion ercise of attive	Table ty (Instr. 3) a, no par value a, no par value Ta Table a, no par value Table a, no par value	Table I - No ty (Instr. 3) a, no par value b, no par value Table II - (Table II - (Table I - Non-Derivery (Instr. 3) 2. Transaction Date (Month/Day/Year) after any (Month/Day/Year) Table II - Derivat (e.g., put (e.g., put (Month/Day/Year))	Table I - Non-Derivative 2. Transaction Date (Month/Day/Year) 3. no par value Table II - Derivative Se (e.g., puts, ca Table II - Derivative Se (e.g., puts, ca 2. Transaction Date (Month/Day/Year) 3. Transaction Date (Month/Day/Year) 3. Transaction Date (Month/Day/Year) (Month/Day/Year) 4. Transaction Code (III 8)	Table I - Non-Derivative Sective (Instr. 3) 2. Transaction Date (Month/Day/Year) 2. Transaction Date (Month/Day/Year) 3. 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Transaction Date (e.g., puts, calls, warrants, options, convertible securities (Month/Day/Year) 4. Title and Expiration Date (Month/Day/Year) Amount of Derivative Securities (Month/Day/Year) Amount of Derivative Securities (Month/Day/Year) Amount of Date (Month/Day/Year)	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficial (y (Instr. 3)) 2. Transaction Date (Month/Day/Year) 2. Transaction Date (Month/Day/Year) 2. Transaction Date (Instr. 3) 2. Transaction Date (Month/Day/Year) 3. 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Transaction Date (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) 2. Transaction Date (I are under the price of the price o	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 2. Transaction Date (Month/Day/Year)	

Explanation of Responses:

- 1. Shares were granted pursuant to the Unitil Corporation Restricted Stock Plan. Shares will vest 25% per year over four years from date of grant. Shares will be valued at current market price on date of vesting.
- 2. Shares were granted pursuant to the Unitil Corporation Restricted Stock Plan on February 9, 2007. Shares represent 25% of total grant and vested on February 9, 2011. The terms of the Unitil Corporation Restricted Stock Plan specify valuation at the time of vesting. Vested shares are unrestricted and fully transferable by owner.
- 3. Shares are held in trust under the terms of the Unitil Corporation Tax Deferred Savings and Investment Plan.

/s/ Todd R. Black

02/10/2011

** Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

- * If the form is filed by more than one reporting person, see Instruction 4 (b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.