

ANNUALREPORT
 FOR THE PERIOD
 Beginning January 1, 1999 and Ending December 31, 1999
 TO THE
 US SECURITIES AND EXCHANGE COMMISSION
 OF
 UNITIL RESOURCES, INC.

Date of Incorporation May 26,1993

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, Jr., Chief Financial Officer
 6 Liberty Lane West
 Hampton, New Hampshire 03842-1720

Name of Principal Holding Company:

UNITIL Corporation

(1) This report is being filed pursuant to the requirements of H.C.A.R. Number 35-25816, which specifies that UNITIL Resources, Inc. must file an annual report using, where applicable, Form U-13-60 reporting format.

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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
	COMPANY PROPERTY		
101	Company property (Schedule 11)	686,771	0
107	Construction work in progress (Schedule 11)	0	0
	Total Property	686,771	0
108	Less accumulated provision for depreciation and amortization of company property (Schedule 111)	99,733	0
	Net Company Property	587,038	0
	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	7,183	133,976
134	Special deposits	0	0
135	Working funds	0	0
136	Temporary cash investments (Schedule IV)	0	0
141	Notes receivable	0	0
143	Accounts receivable	91,858	138,238
144	Accumulated provision for uncollectable accounts	(8,796)	(2,447)
146	Accounts receivable from associate companies (Schedule V)	0	0
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	11,045	31,368
173	Unbilled and Accrued Revenues (Schedule VIII)	0	125,585
	Total Current and Accrued Assets	101,290	426,720
	DEFERRED DEBITS		
181	Unamortized debt expense	0	0
184	Clearing accounts	0	0
186	Miscellaneous deferred debits (Schedule IX)	80,050	3,724
188	Research, development, or demonstration expenditures (Schedule X)	0	0
190	Accumulated deferred income tax	0	0
	Total Deferred Debits	80,050	3,724
	TOTAL ASSETS AND OTHER DEBITS	768,378	430,444

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SCHEDULE I - COMPARATIVE BALANCE SHEET

ACCOUNT	LIABILITIES AND PROPRIETARY CAPITAL	AS OF DECEMBER 31	
		CURRENT	PRIOR
	PROPRIETARY CAPITAL		

201	Common stock issued (Schedule XI)	100	100
207	Premium on common stock (Schedule XI)	9,900	9,900
211	Miscellaneous Paid in Capital	1,090,000	590,000
215	Appropriated retained earnings (Schedule XI)	0	0
216	Unappropriated retained earnings (Schedule XI)	(741,272)	(217,601)
	Total Proprietary Capital	358,728	382,399
	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	0	0
	CURRENT AND ACCRUED LIABILITIES		
231	Notes payable	168,545	0
232	Accounts payable	149,195	16,446
233	Notes payable to associate companies (Schedule XIII)	0	0
234	Accounts payable to associate companies (Schedule XIII)	130,302	38,386
236	Taxes accrued	(15,999)	(5,938)
237	Interest accrued	0	0
238	Dividends declared	0	0
241	Tax collections payable	0	0
242	Miscellaneous current and accrued liabilities (Schedule XIII)	2,338	100
243	Obligations under capital leases - current	0	0
	Total Current and Accrued Liabilities	434,381	48,994
	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	(24,731)	(949)
	TOTAL LIABILITIES AND PROPRIETARY CAPITAL	768,378	430,444

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SCHEDULE 11 - COMPANY PROPERTY

DESCRIPTION	BALANCE AT BEGINNING OF YEAR	ADDITIONS	RETIREMENTS OR SALES	OTHER CHANGES 1/	BALANCE AT CLOSE OF YEAR
COMPANY PROPERTY Account					
301 ORGANIZATION					
303 MISCELLANEOUS INTANGIBLE PLANT					
304 LAND AND LAND RIGHTS					
305 STRUCTURES AND IMPROVEMENTS					
306 LEASEHOLD IMPROVEMENTS					
307 EQUIPMENT 2/					
308 OFFICE FURNITURE AND EQUIPMENT		102,690			102,690
309 AUTOMOBILES, OTHER VEHICLES AND RELATED GARAGE EQUIPMENT					
310 AIRCRAFT AND AIRPORT EQUIPMENT					

311 OTHERCOMPANY PROPERTY 3/		584,081			584,081
SUB-TOTAL	0	686,771	0	0	686,771
107 CONSTRUCTION WORK IN PROGRESS					
TOTAL	0	686,771	0	0	686,771

1/ PROVIDE AN EXPLANATION OF THOSE CHANGES CONSIDERED MATERIAL:

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SCHEDULE 11 - CONTINUED

21 SUBACCOUNTS ARE REQUIRED FOR EACH CLASS OF EQUIPMENT OWNED. THE 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
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NONE

	TOTAL	0	0
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3/ DESCRIBE OTHER COMPANY PROPERTY:

Software Licenses	584,081	584,081
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	TOTAL	584,081	584,081
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4/ DESCRIBE CONSTRUCTION WORK IN PROGRESS:
NONE

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SCHEDULE III

ACCUMULATED PROVISION FOR DEPRECIATION AND AMORTIZATION OF COMPANY PROPERTY

DESCRIPTION	BALANCE AT BEGINNING OF YEAR	ADDITIONS CHARGED TO ACCOUNT 403	OTHER CHANGES RETIREMENTS ADD (DEDUCT) 1/	BALANCE AT CLOSE OF YEAR
Account				
301 ORGANIZATION				
303 MISCELLANEOUS INTANGIBLE PLANT				
304 LAND AND LAND RIGHTS				
035 STRUCTURES AND IMPROVEMENTS				
306 LEASEHOLD IMPROVEMENTS				
307 EQUIPMENT 2/				
308 OFFICE FURNITURE AND EQUIPMENT		24,586		24,586
309 AUTOMOBILES, OTHER VEHICLES AND RELATED GARAGE				

EQUIPMENT

310	AIRCRAFT AND AIRPORT EQUIPMENT		
311	OTHER COMPANY PROPERTY 3/	75,147	75,147
	TOTAL	0	99,733

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 ASSOCIATE 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 company has provided accommodation or convenience payments for associate companies, a separate listing of total payments for each company, number of shares or principal amount 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	0	0
TOTAL	0	0

ANALYSIS OF CONVENIENCE OR ACCOMMODATION PAYMENTS:
NONE

TOTAL PAYMENTS

0

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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 company.

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

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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

UNBILLED AND ACCRUED REVENUE

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 173 - ACCRUED AND UNBILLED REVENUE	125,585	0
TOTAL	125,585	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		
Consulting Fees	3,724	80,000
Other Deferred	0	50
TOTAL	3,724	80,050

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SCHEDULE X

RESEARCH, DEVELOPMENT OR DEMONSTRATION EXPENDITURES

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

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

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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	10,000	1.00	100	100
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 207 - PREMIUM ON COMMON STOCK	9,900				
ACCOUNT 211 - MISCELLANEOUS PAID IN CAPITAL	1,090,000				
ACCOUNT 215 - APPROPRIATED RETAINED EARNINGS					
TOTAL	1,099,900				

DESCRIPTION	BALANCE AT BEGINNING OF YEAR	NET INCOME OR (LOSS)	DIVIDENDS PAID	BALANCE AT CLOSE OF YEAR
ACCOUNT 216 - UNAPPROPRIATED RETAINED EARNINGS	(217,601)	(523,671)	0	(741,272)

TOTAL (217,601) (523,671) 0 (741,272)

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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, in erest rate, and the amount authorized and outstanding.

NAME OF CREDITOR	TERMS OF OBLIG CLASS & SERIES OF DATE OBLIGATION MATURITY	INT. RATE	AMOUNT AUTHO- RIZED	BEGINNING OF YEAR	ADD.	DEDUCT.	BALANCE AT CLOSE OF YEAR
ACCOUNT 223 - ADVANCES FROM ASSOCIATE COMPANIES:			0	0	0	0	0
ACCOUNT 224 - OTHER LONG-TERM DEBT:			0	0	0	0	0

1/ GIVE AN EXPLANATION OF DEDUCTIONS: 0 0 0 0

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For the Year Ended December 31, 1999

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SCHEDULE XIII - CURRENT AND ACCRUED LIABILITIES

INSTRUCTIONS: 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 MONEYPOOL	0	0
TOTAL	0	0

ACCOUNT 234 - ACCOUNTS PAYABLE TO ASSOCIATE COMPANIES

UNITIL Service Corp.	8,787	122,232
UNITIL Power Corp	29,599	0
UNITIL Corp.	0	8,070

TOTAL	29,599	130,302
ACCOUNT 242 - MISCELLANEOUS CURRENT AND ACCRUED LIABILITIES		

Accrued Expenses	100	2,338
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TOTAL	100	2,338
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SCHEDULE XIV

NOTES TO FINANCIAL STATEMENTS

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 Resources, Inc. (URI), a wholly-owned subsidiary of UNITIL Corporation, a public utility holding company, provides consulting and other services on energy related matters to non-affiliates. These services include power brokering, financial, accounting, regulatory and related operational services. In 1999, URI licensed Internet-based software technology for brokering electricity and natural gas sales between consumers and suppliers. Under the name "Usource" it offers retail energy consumers the market benefits of energy supply bidding with the efficiency and cost benefits of e-commerce. URI is subject to the jurisdiction of the Securities and Exchange Commission (SEC) under the Public Utility Holding Company Act of 1935. URI 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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For the Year Ended December 31, 1999

SCHEDULE XV

STATEMENT OF INCOME

ACCOUNT	DESCRIPTION	CURRENT YEAR	PRIOR YEAR
	INCOME		
451	Service revenue	900,194	670,668
451.01	Accrued and unbilled service revenue	(125,585)	40,048
419	Interest Income	0	0
421	Miscellaneous income or loss	3,346	12,406
	Total Income	777,955	723,122
	EXPENSE		
920	Salaries and wages	123,126	0
921	Office supplies and expenses	39,004	3,476
922	Administrative expense transferred - credit	0	0
923	Outside services employed	552,402	185,570
924	Property insurance	0	0
925	Injuries and damages	889	3,461
926	Employee pensions and benefits	1,513	0
928	Regulatory commission expense	0	0
930.1	General advertising expense	23,502	20,513
930.2	Miscellaneous general expense	12,112	1,122
931	Rents	350	0
932	Maintenance of structures and equipment	0	0

403	Depreciation and amortization expense	103,457	0
408	Taxes other than income taxes	9,231	0
409	Income taxes	(244,437)	(68,100)
410	Provision for deferred income taxes	(23,783)	7
411	Provision for deferred income taxes - credit	0	0
411.5	Investment tax credit	0	0
426.1	Donations	0	0
426.5	Other deductions	0	0
427	Interest on long-term debt	0	0
430	Interest on debt to associate companies	22,348	6,288
431	Other interest expense	0	0
555	Purchase Power Expense	665,162	703,015
904	Customer Accounting	16,750	0
	Total Expense	1,301,626	855,352
	Net Income or (LOSS)	(523,671)	(132,230)

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ANALYSIS OF BILLING

ASSOCIATE COMPANIES
ACCOUNT 451

NAME OF CONTRACT	DIRECT COSTS CHARGED 451	INDIRECT COSTS CHARGED 451	COMPENSATION FOR USE OF CAPITAL 451	TOTAL AMOUNT BILLED
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NONE

TOTAL	0	0	0	0
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For the Year Ended December 31, 1999

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ANALYSIS OF BILLING

NONASSOCIATE COMPANIES
ACCOUNT 451

NAME OF NONASSOCIATE COMPANY	DIRECT CHARGES	INDIRECT CHARGES	COMPENSATION FOR USE OF CAPITAL	TOTAL CHARGES	EXCESS OR DEFICIENCY	TOTAL AMOUNT BILLED
NH PILOT PROGRAM REVENUES (a)	624,171	0	0	624,171	0	624,171
Usource (b)	44,906	0	0	44,906	0	44,906
Miscellaneous Short-term Contracts (c)	105,532	0	0	105,532	0	105,532
TOTAL	774,609	0	0	774,609	0	774,609

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

- (a) Revenue generated from power sales through the pilot program.
- (b) Revenue generated from power sales through the internet exchange.
- (c) Revenue generated from consulting services.

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SCHEDULE XVI
ANALYSIS OF CHARGES FOR SERVICE
ASSOCIATE AND NONASSOCIATE COMPANIES

DESCRIPTION OF ITEMS	ASSOCIATE COMPANY CHARGES		
	DIRECT COST	INDIRECT COST	TOTAL
920 SALARIES AND WAGES	NOT APPLICABLE		0
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
SUBTOTAL EXPENSES	0	0	0
COMPENSATION FOR USE OF EQUITY CAPITAL			0
430 INTEREST ON DEBT TO ASSOCIATE CO.'S	0	0	0
TOTAL EXPENSES	0	0	0
421 MISCELLANEOUS INCOME	0	0	0
TOTAL COST OF SERVICE	0	0	0

SCHEDULE XVI
ANALYSIS OF CHARGES FOR SERVICE
ASSOCIATE AND NONASSOCIATE COMPANIES

DESCRIPTION OF ITEMS	NONASSOCIATE COMPANY CHARGES		
	DIRECT COST	INDIRECT COST	TOTAL
920 SALARIES AND WAGES			0
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
SUBTOTAL EXPENSES	0	0	0
COMPENSATION FOR USE OF EQUITY CAPITAL			0
430 INTEREST ON DEBT TO ASSOCIATE CO.'S	0	0	0
TOTAL EXPENSES	0	0	0
421 MISCELLANEOUS INCOME	0	0	0
TOTAL COST OF SERVICE	0	0	0

SCHEDULE XVI
ANALYSIS OF CHARGES FOR SERVICE
ASSOCIATE AND NONASSOCIATE COMPANIES

DESCRIPTION OF ITEMS	TOTAL CHARGES FOR SERVICE		
	DIRECT COST	INDIRECT COST	TOTAL

920	SALARIES AND WAGES	0	0	0
921	OFFICE SUPPLES AND EXPENSES	0	0	0
922	ADMIN EXPENSE TRANS-CREDIT	0	0	0
923	OUTSIDE SERVICES EMPLOYED	0	0	0
924	PROPERTY INSURANCE	0	0	0
925	INJURIES AND DAMAGES	0	0	0
926	EMPLOYEE PENSIONS AND BENEFITS	0	0	0
928	REGULATORY COMMISSION EXPENSE	0	0	0
930.1	GENERAL ADVERTISING EXPENSE	0	0	0
930.2	MISC. GENERAL EXPENSE	0	0	0
931	RENTS	0	0	0
932	MAINT. OF STRUCT. & EQUIP.	0	0	0
403	DEPR. AND AMORT. EXPENSE	0	0	0
408	TAXES OTHER THAN INCOME	0	0	0
409	INCOME TAXES	0	0	0
410	PROV FOR DEF INC TAXES	0	0	0
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	0	0
426.5	OTHER DEDUCTIONS	0	0	0
427	INTEREST ON LONG-TERM DEBT	0	0	0
431	OTHER INTEREST EXPENSE	0	0	0
SUBTOTAL EXPENSES		0	0	0
COMPENSATION FOR USE OF EQUITY CAPITAL				0
430	INTEREST ON DEBT TO ASSOCIATE CO.'S	0	0	0
TOTAL EXPENSES		0	0	0
421	MISCELLANEOUS INCOME	0	0	0
TOTAL COST OF SERVICE		0	0	0

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FORM U-13-60
For the Year Ended December 31, 1999
SCHEDULE XVII
SCHEDULE OF EXPENSE DISTRIBUTION
BY
DEPARTMENT OR SERVICE FUNCTION

DESCRIPTION OF ITEMS	TOTAL AMOUNT	DEPARTMENT OR FUNCTION	
		OVER- HEAD	NONE
920 SALARIES AND WAGES	0		
921 OFFICE SUPPLES AND EXPENSES	0		Non-applicable
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		
426.1 DONATIONS	0		
426.5 OTHER DEDUCTIONS	0		
427 INTEREST ON LONG-TERM DEBT	0		
430 INTEREST ON DEBT TO ASSOCIATE COMPANIES	0		
431 OTHER INTEREST EXPENSE	0		

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For the Year Ended December 31, 1999

DEPARTMENTAL ANALYSIS OF SALARIES
ACCOUNT 920

NAME OF DEPARTMENT Indicate each department or function	DEPARTMENTAL SALARY EXPENSE INCLUDED IN AMOUNTS BILLED TO				NUMBER PERSONNEL END OF YEAR
	TOTAL AMOUNT	PARENT COMPANY	OTHER ASSOCIATES	NON ASSOCIATES	

Non-applicable

TOTAL 0 0 0 0 0

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For the Year Ended December 31, 1999

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 \$100,000, 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			
UNITIL Service Corp.		A	533,778
Outside Services - Legal			
Various		NA	16,232
Outside Services - Other			
Various		NA	2,392
TOTAL			552,402

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For the Year Ended December 31, 1999

EMPLOYEE PENSIONS AND BENEFITS

ACCOUNT 926

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

DESCRIPTION	AMOUNT
Pension and Benefits	1,513
TOTAL	1,513

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For the Year Ended December 31, 1999

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
Advertising		
	Advance Notice, Inc.	7,977
	Aurora	5,050
	Bonci on Design	4,317
	Various	6,158

TOTAL 23,502

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For the Year Ended December 31, 1999

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
Business Development	8,468
Communications	3,168
Other	476

TOTAL 12,122

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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 Rent	350
TOTAL	350

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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 Unemployment Tax	131
U.S. Government Tax	
Federal Insurance Contribution Act	8,876
Federal Unemployment Tax	224
TOTAL	9,231

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For the Year Ended December 31, 1999

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
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None

TOTAL

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For the Year Ended December 31, 1999

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
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None

TOTAL 0

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For the Year Ended December 31, 1999

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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For the Year Ended December 31, 1999

SCHEDULE XIX - FINANCIAL DATA SCHEDULE

ITEM NO.	CAPTION HEADING	AMOUNT
1	Net Service Company Property	587,038
2	Total Investments	0
3	Total Current and Accrued Assets	101,290
4	Total Deferred Debits	80,050
5	Balancing Amount for Total Assets and Other Debits	0
6	Total Assets and Other Debits	768,378
7	Total Proprietary Capital	358,728
8	Total Long-Term Debt	0
9	Notes Payable	0
10	Notes Payable to Associate Companies	168,545
11	Balancing Amount for Total Current and Accrued Liabilities	265,836
12	Total Deferred Credits	0
13	Accumulated Deferred Income Taxes	(24,731)
14	Total Liabilities and Proprietary Capital	768,378
15	Service Revenue	900,194
16	Accrued and Unbilled Service Revenue	(125,585)
17	Miscellaneous Income or Loss	3,346
18	Total Income	777,955
19	Salaries and Wages	123,126
20	Employee Pensions and Benefits	0
21	Balancing Amount for Total Expenses	1,178,500
22	Total Expenses	1,301,626
23	Net Income (Loss)	(523,671)
24	Total Expenses (Direct Costs)	N/A
25	Total Expenses (Indirect Costs)	N/A
26	Total Expenses (Total)	1,301,626
27	Number of Personnel End of Year	4

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 For the Year Ended December 31, 1999

ORGANIZATION CHART

Organization Chart as of December 31, 1999

President	James G. Daly**
Vice President	Todd R. Black
Vice President & Treasurer	Mark H. Collin
Controller	Laurence M. Brock
Secretary	Sandra L. Whitney

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

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METHODS OF ALLOCATION

SEE UNITIL SERVICE CORP. U-13-60

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ANNUAL REPORT OF UNITIL RESOURCES, INC.

ANNUAL STATEMENT OF COMPENSATION FOR USE OF CAPITAL BILLED

Non applicable

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 For the Year Ended December 31, 1999

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 Resources, Inc.
(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