

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

ANNUAL REPORT (1)

FOR THE PERIOD

Beginning January 1, 1997 and Ending December 31, 1997

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:
Laurence M. Brock, Controller
6 Liberty Lane West
Hampton, New Hampshire 03842-1720

Name of Principal Holding Company whose Subsidiaries are served by Reporting 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.

ANNUAL REPORT OF UNITIL RESOURCES, INC.
FORM U-13-60
For the Year Ended December 31, 1997

LISTING OF SCHEDULES AND ANALYSIS OF ACCOUNTS

Description of Schedules and Accounts	Schedule or Account Number	Page Number
COMPARATIVE BALANCE SHEET	Schedule I	4-5
COMPANY PROPERTY	Schedule II	6-7
ACCUMULATED PROVISION FOR DEPRECIATION AND AMORTIZATION OF SERVICE COMPANY PROPERTY	Schedule III	8
INVESTMENTS	Schedule IV	9
ACCOUNTS RECEIVABLE FROM ASSOCIATE COMPANIES	Schedule V	10
FUEL STOCK EXPENSES UNDISTRIBUTED	Schedule VI	11
STORES EXPENSE UNDISTRIBUTED	Schedule VII	12
MISCELLANEOUS CURRENT AND ACCRUED ASSETS	Schedule VIII	13
MISCELLANEOUS DEFERRED DEBITS	Schedule IX	14
RESEARCH, DEVELOPMENT, OR DEMONSTRATION EXPENDITURES	Schedule X	15
PROPRIETARY CAPITAL	Schedule XI	16
LONG-TERM DEBT	Schedule XII	17
CURRENT AND ACCRUED LIABILITIES	Schedule XIII	18
NOTES TO FINANCIAL STATEMENTS	Schedule XIV	19
COMPARATIVE INCOME STATEMENT	Schedule XV	20
ANALYSIS OF BILLING - ASSOCIATE COMPANIES	Account 457	21
ANALYSIS OF BILLING - NONASSOCIATE COMPANIES	Account 458	22
ANALYSIS OF CHARGES FOR SERVICE - ASSOCIATE		

AND NONASSOCIATE COMPANIES	Schedule XVI	23
SCHEDULE OF EXPENSE BY DEPARTMENT OR SERVICE FUNCTION	Schedule XVII	24-25
DEPARTMENTAL ANALYSIS OF SALARIES	Account 920	26
OUTSIDE SERVICES EMPLOYED	Account 923	27
EMPLOYEE PENSIONS AND BENEFITS	Account 926	28
GENERAL ADVERTISING EXPENSES	Account 930.1	29
MISCELLANEOUS GENERAL EXPENSES	Account 930.2	30
RENTS	Account 931	31
TAXES OTHER THAN INCOME TAXES	Account 408	32
DONATIONS	Account 426.1	33
OTHER DEDUCTIONS	Account 426.5	34
NOTES TO STATEMENT OF INCOME	Schedule XVIII	35
FINANCIAL DATA SCHEDULE	Schedule XIX	36

ANNUAL REPORT OF UNITIL RESOURCES, INC.
FORM U-13-60
For the Year Ended December 31, 1997

LISTING OF INSTRUCTIONAL FILING REQUIREMENTS	Page Number
Description of Reports or Statements	
ORGANIZATION CHART	37
METHODS OF ALLOCATION	38
ANNUAL STATEMENT OF COMPENSATION FOR USE OF CAPITAL BILLED	39

ANNUAL REPORT OF UNITIL RESOURCES, INC.
FORM U-13-60
For the Year Ended December 31, 1997

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)	0	0
107	Construction work in progress (Schedule II)	0	0
	Total Property	0	0
108	Less accumulated provision for depreciation and amortization of service company property (Schedule III)	0	0
	Net Service Company Property	0	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	51,232	2,491
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	86,650	74,086
144	Accumulated provision for uncollectable accounts	(2,465)	(2,482)
146	Accounts receivable from associate companies (Schedule V)	254	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	104	0
173	Unbilled and Accrued Revenues (Schedule VIII)	0	0
	Total Current and Accrued Assets	85,537	39,623
		221,312	113,718

DEFERRED DEBITS			
181	Unamortized debt expense	0	0
184	Clearing accounts	0	0
186	Miscellaneous deferred debits (Schedule IX)	0	0
188	Research, development, or demonstration expenditures (Schedule X)	0	0
190	Accumulated deferred income tax	0	0
	Total Deferred Debits	0	0
TOTAL ASSETS AND OTHER DEBITS		221,312	113,718

ANNUAL REPORT OF UNITIL RESOURCES, INC.
FORM U-13-60
For the Year Ended December 31, 1997

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	100,000	0
215	Appropriated retained earnings (Schedule XI)	0	0
216	Unappropriated retained earnings (Schedule XI)	(85,371)	45,119
	Total Proprietary Capital	24,629	55,119
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	150,810	0
232	Accounts payable	3,202	8
233	Notes payable to associate companies (Schedule XIII)	0	0
234	Accounts payable to associate companies (Schedule XIII)	110,945	102,797
236	Taxes accrued	(67,597)	(179,804)
237	Interest accrued	0	0
238	Dividends declared	0	0
241	Tax collections payable	0	0
242	Miscellaneous current and accrued liabilities (Schedule XIII)	279	136,560
243	Obligations under capital leases - current	0	0
	Total Current and Accrued Liabilities	197,639	59,562
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	(956)	(962)
TOTAL LIABILITIES AND PROPRIETARY CAPITAL		221,312	113,718

ANNUAL REPORT OF UNITIL RESOURCES, INC.
FORM U-13-60
For the Year Ended December 31, 1997

SCHEDULE II - COMPANY PROPERTY

DESCRIPTION	BALANCE AT BEGINNING OF YEAR	ADDITIONS	RETIREMENTS OR SALES	OTHER CHANGES 1/	BALANCE AT CLOSE OF YEAR
SERVICE COMPANY PROPERTY Account	NONE				
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					
309	AUTOMOBILES, OTHER VEHICLES AND RELATED GARAGE EQUIPMENT					
310	AIRCRAFT AND AIRPORT EQUIPMENT					
311	OTHER SERVICE COMPANY PROPERTY 3/					
	SUB-TOTAL	0	0	0	0	0
107	CONSTRUCTION WORK IN PROGRESS					
	TOTAL	0	0	0	0	0

1/ PROVIDE AN EXPLANATION OF THOSE CHANGES CONSIDERED MATERIAL:

ANNUAL REPORT OF UNITIL RESOURCES, INC.
FORM U-13-60
For the Year Ended December 31, 1997

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
None		

TOTAL	0	0
-------	---	---

3/ DESCRIBE OTHER SERVICE COMPANY PROPERTY:
NONE

4/ DESCRIBE CONSTRUCTION WORK IN PROGRESS:
NONE

ANNUAL REPORT OF UNITIL RESOURCES, INC.
FORM U-13-60
For the Year Ended December 31, 1997

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 NONE					
301 ORGANIZATION					
303 MISCELLANEOUS INTANGIBLE PLANT					
304 LAND AND LAND RIGHTS					
305 STRUCTURES AND IMPROVEMENTS					
306 LEASEHOLD IMPROVEMENTS					
307 EQUIPMENT					
308 OFFICE FURNITURE AND EQUIPMENT					
309 AUTOMOBILES, OTHER VEHICLES AND RELATED GARAGE EQUIPMENT					
310 AIRCRAFT AND AIRPORT EQUIPMENT					
311 OTHER SERVICE COMPANY PROPERTY					
TOTAL	0	0	0	0	0

1/ PROVIDE AN EXPLANATION OF THOSE CHANGES CONSIDERED MATERIAL:

ANNUAL REPORT OF UNITIL RESOURCES, INC.
FORM U-13-60
For the Year Ended December 31, 1997

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

ANNUAL REPORT OF UNITIL RESOURCES, INC.
FORM U-13-60
For the Year Ended December 31, 1997

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 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	254
TOTAL	0	254

ANALYSIS OF CONVENIENCE OR ACCOMMODATION PAYMENTS:

NONE

TOTAL PAYMENTS 0

ANNUAL REPORT OF UNITIL RESOURCES, INC.
FORM U-13-60
For the Year Ended December 31, 1997

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:

ANNUAL REPORT OF UNITIL RESOURCES, INC.
 FORM U-13-60
 For the Year Ended December 31, 1997

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

ANNUAL REPORT OF UNITIL RESOURCES, INC.
 FORM U-13-60
 For the Year Ended December 31, 1997

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	39,623	85,537
TOTAL	39,623	85,537

ANNUAL REPORT OF UNITIL RESOURCES, INC.
 FORM U-13-60
 For the Year Ended December 31, 1997

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		
Deferred Billings	0	0
TOTAL	0	0

ANNUAL REPORT OF UNITIL RESOURCES, INC.
FORM U-13-60
For the Year Ended December 31, 1997

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

ANNUAL REPORT OF UNITIL RESOURCES, INC.
FORM U-13-60
For the Year Ended December 31, 1997

SCHEDULE XI - PROPRIETARY CAPITAL

ACCOUNT NUMBER	CLASS OF STOCK	NUMBER OF SHARES AUTHORIZED	PAR OR STATED VALUE PER SHARE	OUTSTANDING NO. OF SHARES	CLOSE OF PERIOD 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	100,000
ACCOUNT 215 - APPROPRIATED RETAINED EARNINGS	
TOTAL	109,900

DESCRIPTION	BALANCE AT BEGINNING OF YEAR	NET INCOME OR (LOSS)	DIVIDENDS PAID	BALANCE AT CLOSE OF YEAR
ACCOUNT 216 - UNAPPROPRIATED RETAINED EARNINGS	45,119	(130,490)	0	(85,371)
TOTAL	45,119	(130,490)	0	(85,371)

ANNUAL REPORT OF UNITIL RESOURCES, INC.
FORM U-13-60
For the Year Ended December 31, 1997

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	AMOUNT AUTH.	BALANCE AT CLOSE OF YEAR	1/ ADDS	DEDUCTS	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:

ANNUAL REPORT OF UNITIL RESOURCES, INC.
FORM U-13-60
For the Year Ended December 31, 1997

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	0	150,810
TOTAL	0	150,810
ACCOUNT 234 - ACCOUNTS PAYABLE TO ASSOCIATE COMPANIES		
Unitil Service Corp.	9,530	5,319
Unitil Power Corp.	93,267	105,627
TOTAL	102,797	110,946
ACCOUNT 242 - MISCELLANEOUS CURRENT AND ACCRUED LIABILITIES		
Accrued Expenses	136,560	279
TOTAL	136,560	279

ANNUAL REPORT OF UNITIL RESOURCES, INC.
FORM U-13-60
For the Year Ended December 31, 1997

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 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. 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.

ANNUAL REPORT OF UNITIL RESOURCES, INC.
 FORM U-13-60
 For the Year Ended December 31, 1997

SCHEDULE XV

STATEMENT OF INCOME

ACCOUNT	DESCRIPTION	CURRENT YEAR	PRIOR YEAR
INCOME			
451	Service revenue	444,012	128,265
451.01	Accrued and unbilled service revenue	45,914	39,663
419	Interest Income	0	0
421	Miscellaneous income or loss	2,027	14,438
	Total Income	491,953	182,366
EXPENSE			
920	Salaries and wages	0	0
921	Office supplies and expenses	4,253	5,825
922	Administrative expense transferred - credit	0	0
923	Outside services employed	151,360	376,970
924	Property insurance	0	0
925	Injuries and damages	513	863
926	Employee pensions and benefits	0	0
928	Regulatory commission expense	0	0
930.1	General advertising expense	604	53,227
930.2	Miscellaneous general expense	100	10,157
931	Rents	0	0
932	Maintenance of structures and equipment	0	0
403	Depreciation and amortization expense	0	0
408	Taxes other than income taxes	0	0
409	Income taxes	(35,668)	(179,138)
410	Provision for deferred income taxes	6	(962)
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	0	0
431	Other interest expense	9,478	592
555	Purchase power expense	491,796	200,909
904	Customer accounting expense	0	2,500
	Total Expense	622,442	470,943
	Net Income or (Loss)	(130,489)	(288,577)

ANNUAL REPORT OF UNITIL RESOURCES, INC.
 FORM U-13-60
 For the Year Ended December 31, 1997

ANALYSIS OF BILLING
 ASSOCIATE COMPANIES
 ACCOUNT 451

DIRECT INDIRECT COMPENSATION TOTAL

NAME OF ASSOCIATE COMPANY	COSTS	COSTS	FOR USE	AMOUNT
	CHARGED	CHARGED	OF CAPITAL	BILLED
	451	451	451	

NONE

TOTAL	0	0	0	0
-------	---	---	---	---

ANNUAL REPORT OF UNITIL RESOURCES, INC.
FORM U-13-60
For the Year Ended December 31, 1997

ANALYSIS OF BILLING
NONASSOCIATE COMPANIES
ACCOUNT 451

NAME OF NONASSOCIATE COMPANY	DIRECT COSTS CHARGED 451	INDIRECT COSTS CHARGED 451	COMPENSATION FOR USE OF CAPITAL 451	TOTAL CHARGES	EXCESS OR DEFICIENCY 451	TOTAL AMOUNT BILLED
Short Term						
Contracts	6,200		0	6,200	0	6,200
NH Pilot Program	483,726		0	483,726	0	483,726
Total	489,926	0	0	489,926	0	489,926

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

ANNUAL REPORT OF UNITIL RESOURCES, INC.
FORM U-13-60
For the Year Ended December 31, 1997

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		
921 OFFICE SUPPLIES 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

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 SUPPLIES 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		

TOTAL EXPENSES - 0

ANNUAL REPORT OF UNITIL RESOURCES, INC.
 FORM U-13-60
 For the Year Ended December 31, 1997

DEPARTMENTAL ANALYSIS OF SALARIES
 ACCOUNT 920

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

Non-applicable

TOTAL 0 0 0 0 0

ANNUAL REPORT OF UNITIL RESOURCES, INC.
 FORM U-13-60
 For the Year Ended December 31, 1997

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	AMOUNT
		"A"= ASSOCIATE "NA"=NON ASSOCIATE	

Outside Services - Accounting and Management

UNITIL Service Corp. A 117,723

Outside Services - Legal

LeBoeuf, Lamb, Green, & MacRae	NA	25,323
--------------------------------	----	--------

Outside Services -Audit

Grant Thornton	NA	2,001
----------------	----	-------

Outside Services - Other	NA	6,313
--------------------------	----	-------

TOTAL		151,360
-------	--	---------

ANNUAL REPORT OF UNITIL RESOURCES, INC.
 FORM U-13-60
 For the Year Ended December 31, 1997

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
-------------	--------

NONE

TOTAL	0
-------	---

ANNUAL REPORT OF UNITIL RESOURCES, INC.
 FORM U-13-60
 For the Year Ended December 31, 1997

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	Miscellaneous	604
-------------	---------------	-----

TOTAL		604
-------	--	-----

ANNUAL REPORT OF UNITIL RESOURCES, INC.
 FORM U-13-60
 For the Year Ended December 31, 1997

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
-------------	--------

TOTAL

100

ANNUAL REPORT OF UNITIL RESOURCES, INC.
FORM U-13-60
For the Year Ended December 31, 1997

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
------------------	--------

None

TOTAL

0

ANNUAL REPORT OF UNITIL RESOURCES, INC.
FORM U-13-60
For the Year Ended December 31, 1997

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
-------------	--------

None

TOTAL

0

ANNUAL REPORT OF UNITIL RESOURCES, INC.
FORM U-13-60
For the Year Ended December 31, 1997

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
-------------------	---------------------	--------

None

TOTAL

0

ANNUAL REPORT OF UNITIL RESOURCES, INC.
 FORM U-13-60
 For the Year Ended December 31, 1997

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		
TOTAL		0

ANNUAL REPORT OF UNITIL RESOURCES, INC.
 FORM U-13-60
 For the Year Ended December 31, 1997

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.

ANNUAL REPORT OF UNITIL RESOURCES, INC.
 FORM U-13-60
 For the Year Ended December 31, 1997

SCHEDULE XIX - FINANCIAL DATA SCHEDULE

ITEM NO.	CAPTION HEADING	AMOUNT
1	Net Service Company Property	0
2	Total Investments	0
3	Total Current and Accrued Assets	221,312
4	Total Deferred Debits	0
5	Balancing Amount for Total Assets and Other Debits	0
6	Total Assets and Other Debits	221,312
7	Total Proprietary Capital	24,629
8	Total Long-Term Debt	0
9	Notes Payable	0
10	Notes Payable to Associate Companies	0
11	Balancing Amount for Total Current and Accrued Liabilities	197,639
12	Total Deferred Credits	0
13	Accumulated Deferred Income Taxes	(956)
14	Total Liabilities and Proprietary Capital	221,312
15	Service Revenue	444,012
16	Accrued and Unbilled Service Revenue	45,914
17	Miscellaneous Income or Loss	2,027
18	Total Income	491,953
19	Salaries and Wages	0
20	Employee Pensions and Benefits	0
21	Balancing Amount for Total Expenses	622,442
22	Total Expenses	622,442
23	Net Income (Loss)	(130,489)
24	Total Expenses (Direct Costs)	N/A
25	Total Expenses (Indirect Costs)	N/A
26	Total Expenses (Total)	622,442
27	Number of Personnel End of Year	0

ANNUAL REPORT OF UNITIL RESOURCES, INC.

ORGANIZATION CHART AS OF DECEMBER 31, 1997

President	Gantz
Vice President	Dalton
Vice President	Daly
Chief Financial Officer	Siart
Controller	Brock
Secretary	Whitney

ANNUAL REPORT OF UNITIL RESOURCES, INC.
FORM U-13-60
For the Year Ended December 31, 1997

METHODS OF ALLOCATION

See UNITIL Service Corp. U-13-60

ANNUAL REPORT OF UNITIL RESOURCES, INC.
FORM U-13-60
For the Year Ended December 31, 1997

ANNUAL STATEMENT OF COMPENSATION FOR USE OF CAPITAL BILLED

Non applicable

ANNUAL REPORT OF UNITIL RESOURCES, INC.
FORM U-13-60
For the Year Ended December 31, 1997

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/Laurence M. Brock
(Signature of Signing Officer)

Laurence M. Brock, Controller
(Printed Name and Title of Signing Officer)

Date: