

**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, 2004

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>Company contributing capital</u>	<u>Company receiving capital</u>	<u>Amount of capital contribution</u>
Unitil Corporation	Unitil Resources, Inc.	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

<u>Associate company rendering services</u>	<u>Reporting company receiving services</u>	<u>Types of services rendered</u>	<u>Direct costs charged</u>	<u>Indirect costs charged</u>	<u>Cost of capital</u>	<u>Total amount billed</u>
Unitil Service Corp.	Unitil Resources, Inc.	Admin and General	\$176,496	\$187,677	\$ 0	\$364,173

Staff involved in providing service to Unitil Resources, Inc. (Unitil Resources) are located at Unitil Service Corp. (Unitil Service). Services are provided to Unitil Resources pursuant to a service agreement between Unitil Service and Unitil Resources dated July 1, 1993. Services provided by Unitil Service during the fourth quarter of 2004 included 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, 2004	\$ 207,304
(2) Total capitalization multiplied by 15%	31,096
(3) Greater of \$50 million or line 2	\$ 50,000

Total current aggregate investment:**Energy-related business:**

(4) Unitil Resources, Inc.	42
(5) Total current aggregate investment	42

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)	\$ 49,958
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Investments in Gas-related Companies	\$ 0
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ITEM 5 - OTHER INVESTMENTS

<u>Major line of energy-related business</u>	<u>Other investment in last U-9C-3 report</u>	<u>Other investment in this U-9C-3 report</u>	<u>Reason for difference in other investment</u>
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.

