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

FORM 8-K

CURRENT REPORT

**Pursuant to Section 13 or 15(d) of
the Securities Exchange Act 1934**

Date of Report (Date of earliest event reported): April 18, 2013

UNITIL CORPORATION

(Exact name of registrant as specified in its charter)

New Hampshire
(State or other jurisdiction
of incorporation)

1-8858
(Commission
File Number)

02-0381573
(IRS Employer
Identification No.)

6 Liberty Lane West, Hampton, New Hampshire
(Address of principal executive offices)

03842-1720
(Zip Code)

Registrant's telephone number, including area code: (603) 772-0775

N/A
(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
 - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
 - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
 - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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Item 7.01 Regulation FD Disclosure

At 10:30 a.m. on April 18, 2013, Unitil Corporation (the "Company") will hold its Annual Meeting of Shareholders at its offices in Hampton, NH. Following the formal business of the meeting, the Company's Chairman and Chief Executive Officer, Robert G. Schoenberger, plans to make a presentation to the Company's shareholders. That presentation is attached as Exhibit 99.1 and will be available in the investor relations section of the Company's website (www.unitil.com) subsequent to the meeting.

Item 9.01 Financial Statements and Exhibits

(d) Exhibits

<u>Number</u>	<u>Exhibit</u>
99.1	Unitil Corporation's presentation to shareholders at its Annual Meeting of Shareholders on April 18, 2013.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned, hereunto duly authorized.

UNITIL CORPORATION

By: /s/ Mark H. Collin
Mark H. Collin
Senior Vice President, Chief Financial Officer and Treasurer

Date: April 18, 2013

EXHIBIT INDEX

<u>Exhibit No.</u>	<u>Description</u>
99.1	Unitil Corporation's presentation to shareholders at its Annual Meeting of Shareholders on April 18, 2013.



Annual Meeting of Shareholders

Presentation by

Robert G. Schoenberger

Chairman, President & Chief Executive Officer

April 18, 2013

This presentation contains “forward-looking statements” made pursuant to the safe harbor provisions of the Private Securities Litigation Reform Act of 1995. These forward-looking statements include statements regarding Unitil Corporation’s (“Unitil”) financial condition, results of operations, capital expenditures, business strategy, regulatory strategy, market opportunities, and other plans and objectives. In some cases, forward-looking statements can be identified by terminology such as “may,” “will,” “should,” “expects,” “plans,” “anticipates,” “believes,” “estimates,” “predicts,” “potential” or “continue”, the negative of such terms, or other comparable terminology.

These forward-looking statements are neither promises nor guarantees, but involve risks and uncertainties that could cause the actual results to differ materially from those set forth in the forward-looking statements. Those risks and uncertainties include: Unitil’s regulatory environment (including regulations relating to climate change, greenhouse gas emissions and other environmental matters); fluctuations in the supply of, demand for, and the prices of energy commodities and transmission capacity and Unitil’s ability to recover energy commodity costs in its rates; customers’ preferred energy sources; severe storms and Unitil’s ability to recover storm costs in its rates; general economic conditions; variations in weather; long-term global climate change; Unitil’s ability to retain its existing customers and attract new customers; Unitil’s energy brokering customers’ performance and energy used under multi-year energy brokering contracts; increased competition; integrity and security of operational and information systems; publicity and reputational risks; and other risks detailed in Unitil’s filings with the Securities and Exchange Commission, including those appearing under the caption “Risk Factors” in Unitil’s Annual Report on Form 10-K for the year ended December 31, 2012.

Readers should not place undue reliance on any forward looking statements, which speak only as of the date they are made. Unitil undertakes no obligation to update any forward-looking statements to reflect any change in Unitil’s expectations or in events, conditions, or circumstances on which any such statements may be based, or that may affect the likelihood that actual results will differ from those set forth in the forward-looking statements.



Our mission is to provide energy for life—safely, reliably, cost-effectively and responsibly—to a growing number of customers with a high-performing workforce

- Electric and natural gas utility operations in Maine, New Hampshire and Massachusetts
 - 176,000 total gas and electric customers
- Regulated utility business model
- Growing operations and customers
 - Rate base growth
 - Natural gas system expansion
 - Usource
- Non-regulated energy brokering operations conducted through Usource
- Historic dividend stability
- Experienced management team

Unitil Service Areas



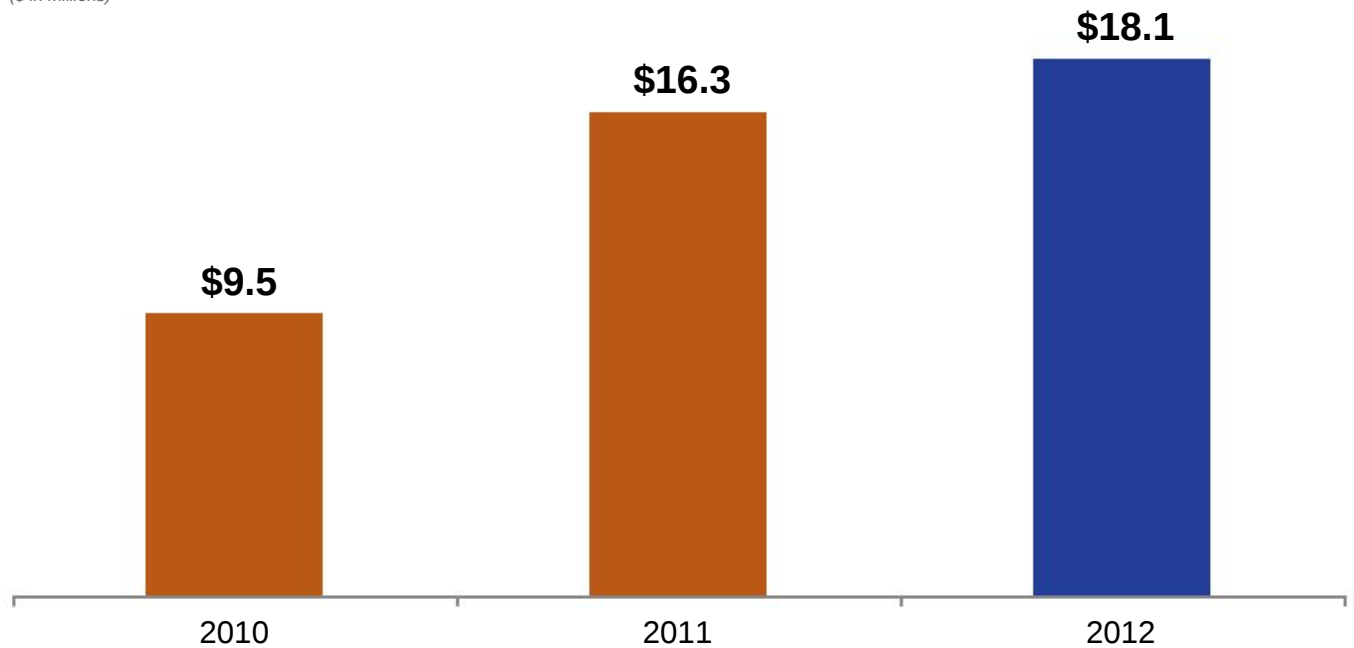
2012 Net Income



- Record Earnings Applicable to Common Shareholders of \$18.1 million in 2012
- Mild winter weather in 2012 negatively affected earnings by an estimated \$1.7 million

Earnings Applicable to Common Shareholders

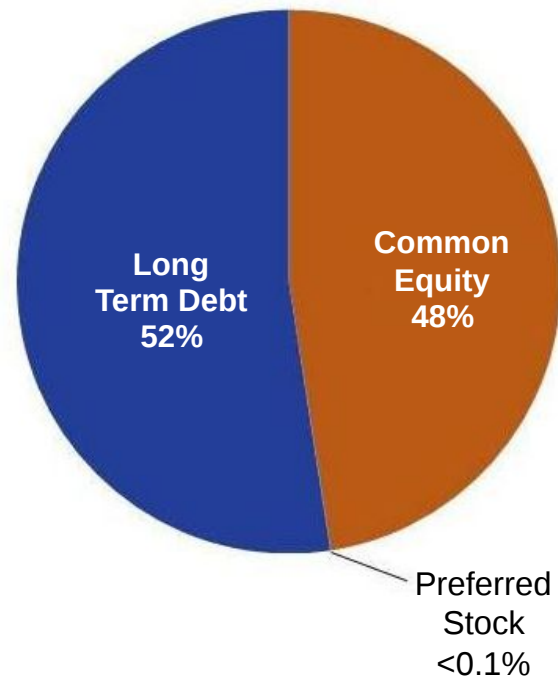
(\$ in millions)



Capitalization Ratios

(December 31, 2012)

- Completed public offering of common stock in May 2012
- 2.76 million shares issued
- \$66 million in net proceeds
- Net proceeds were principally used to contribute equity to all utility subsidiaries
- Significant improvement in overall credit statistics, including a balanced capital structure

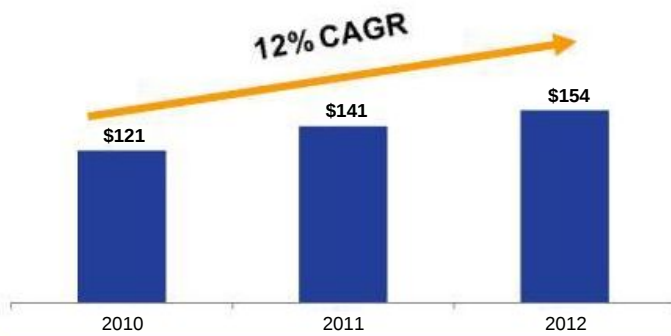


Financial Highlights



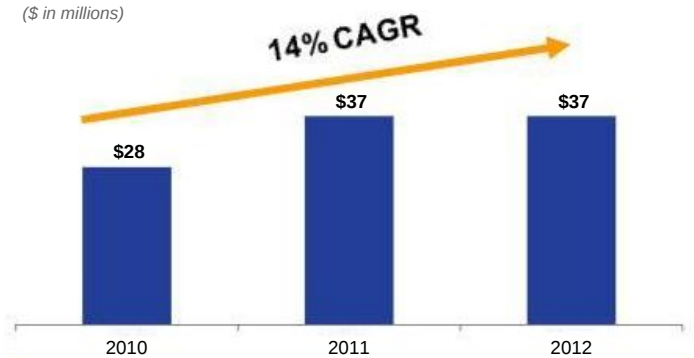
Sales Margin

(\$ in millions)



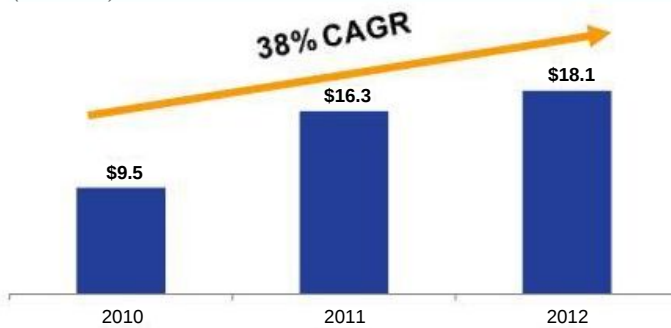
Operating Income

(\$ in millions)



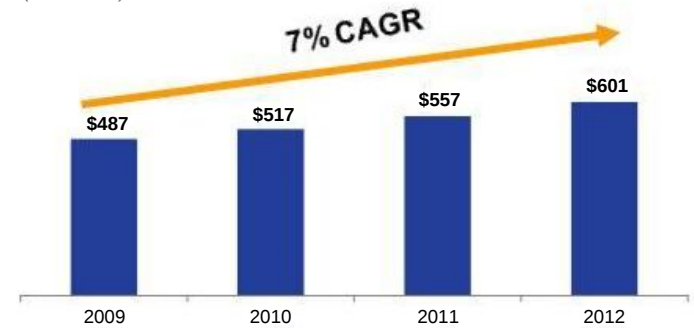
Net Income to Common

(\$ in millions)



Net Utility Plant

(\$ in millions)



Hurricane Sandy

- In October 2012, Hurricane Sandy struck with flooding rain and damaging winds
- During the storm, approximately 69,000 customer outages were reported, representing 70% of electric customer base
- Responded to 40,000-plus calls during the event; 99% of those calls picked up in 20 seconds or less
- All impacted customers were back online in less than 48 hours

Edison Electric Institute Award

- Unitil selected as one of the winners of the 2012 Emergency Recovery Award from the Edison Electric Institute for extraordinary recovery efforts following Hurricane Sandy
- Unitil received praise from customers, municipalities, elected officials and regulators



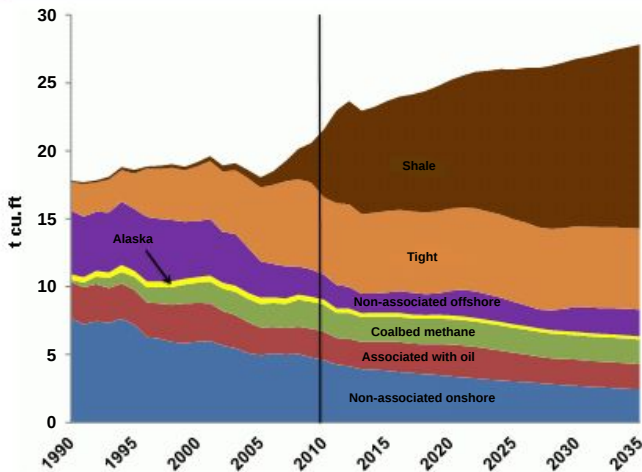
**“ [Unitil’s] storm management is now a model for other New Hampshire companies.”
- New Hampshire Public Utilities Commission**

Gas Growth - Fundamentals



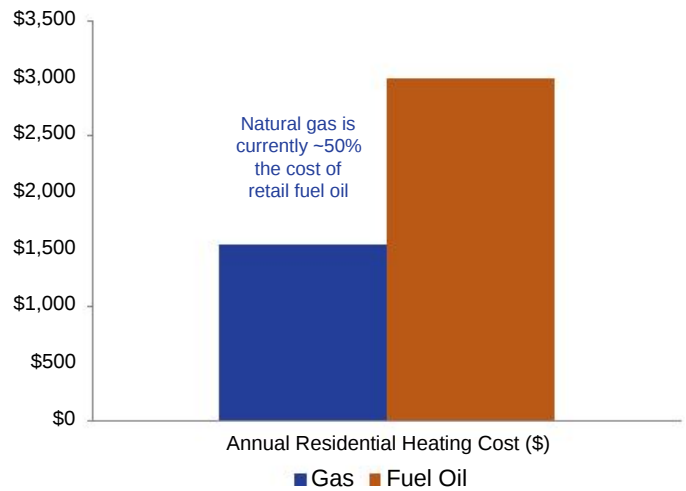
- Changing natural gas fundamentals are creating significant opportunities for growth in the local natural gas distribution industry
 - Increase in domestic natural gas production driven largely by shale gas resources
- On a retail-delivered basis, natural gas is approximately 50% the cost of retail fuel oil
 - Typical residential customer saves on average ~\$1,500 / year with natural gas

U.S. Natural Gas Production, 1990-2035



Source: Energy Information Administration

Retail Cost Comparison

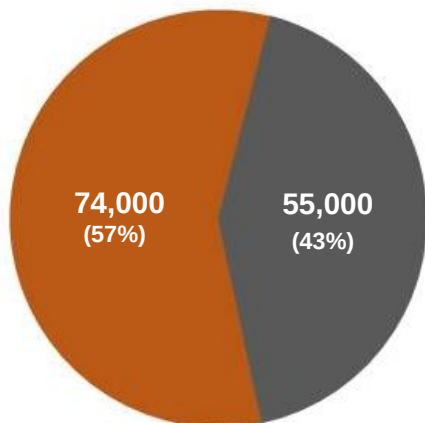


Source: Unitil estimates

Gas Growth - Market Potential

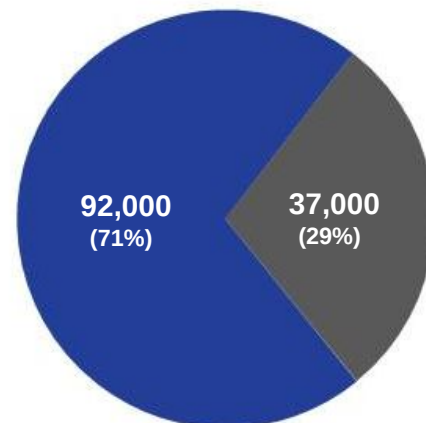
- Serving 74,000 total gas customers currently
 - Identified 55,000 potential new customers who are “on-the-main”, but not currently taking gas service
 - (90% residential / 10% C&I)
 - Over 250,000 homes and businesses within existing service areas do not have natural gas
- Growth plan target is to serve 92,000 total customers by 2016
 - Represents 5% CAGR in customer growth

Current On-the-Main Penetration (2012)



■ Current Customers ■ On-the-Main Prospects

Projected On-the-Main Penetration (2016)



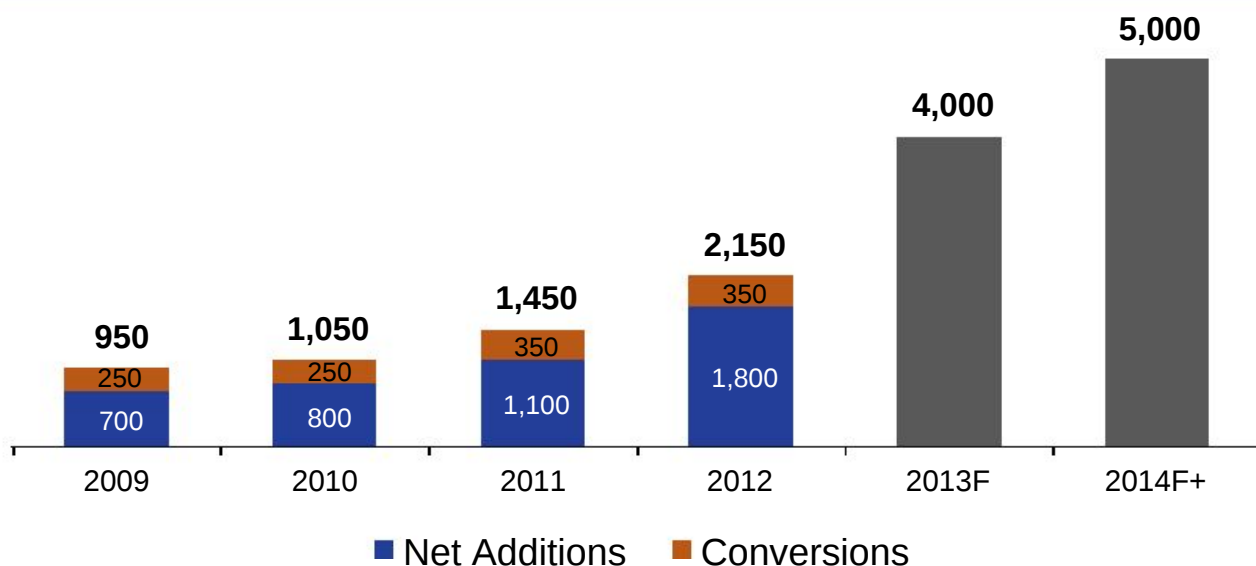
■ Projected Customers ■ On-the-Main Prospects

Gas Growth - Customers



- Gas customer additions significantly increasing since 2008 acquisition of Northern Utilities
- Added and converted over 2,000 customers in 2012, up approximately 50% from 2011
- In 2013, plan to target 4,000 customer additions and conversions

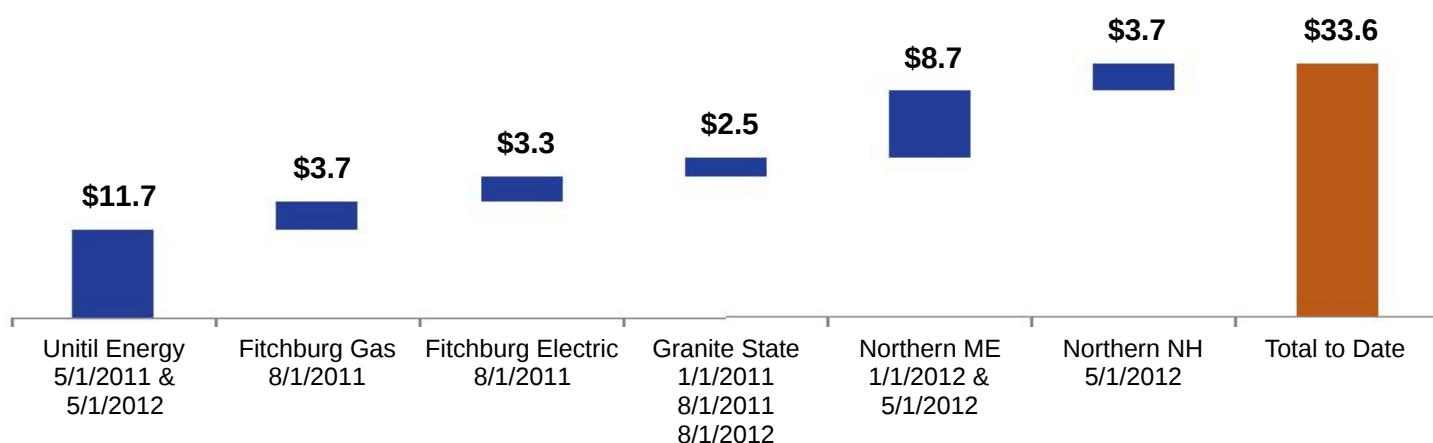
Gas Customer Additions



- Strong regulatory track record – base rate relief to date has increased sales margins over 30%
- Continue to have favorable longer term rate plans including cost tracker mechanisms at Unitil Energy and Granite State through 2014

Base Rate Relief

(\$ in millions)



2013 Rate Case Filings



- Total of \$9.8 million of rate relief requested for Northern Utilities in Maine and New Hampshire
 - Both filings include a comprehensive multi-year rate plan with cost tracker
- Fitchburg Electric rate case to be filed early third quarter 2013

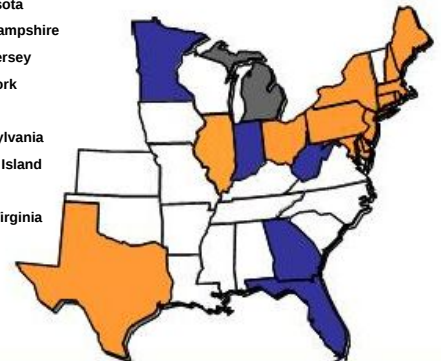
Company	Rate Relief Requested	2013				2014				
		Q1	Q2	Q3	Q4	Q1	Q2	Q3	Q4	
Northern Utilities (Maine)	\$4.6mm			~9 mos.						Rates Expected Q1 2014
Northern Utilities (New Hampshire)	\$5.2mm		~3 mos.	Temporary Rates Expected Q3 2013			~10 mos.			Permanent Rates Expected Q2 2014
Fitchburg (Electric)	TBD				~10 mos.					Rates Expected Q2 2014

- Manages over \$660 million annually in electric and gas energy contracts
- Serves over 1,200 customers
 - >90% customer retention rate
- Currently serves electricity and/or natural gas clients in 18 states
- 2012 revenue of \$5.5 million
- Year-end 2012 forward book of revenue at an all-time high of \$8.2 million

Competitive Energy Markets

- | | |
|---------------|---------------|
| Connecticut | Minnesota |
| Delaware | New Hampshire |
| Florida | New Jersey |
| Georgia | New York |
| Illinois | Ohio |
| Indiana | Pennsylvania |
| Maine | Rhode Island |
| Maryland | Texas |
| Massachusetts | West Virginia |

- Gas & Electric
- Gas only
- Not fully open



Customers





- Regulated local distribution utility business model
- Diversified natural gas and electric sales
- Growing operations and customer base
 - Utility rate base growth
 - Natural gas system expansion
 - Usource contribution
- Historic dividend stability
- Experienced management team

