

UNITIL CORP  
Form 35-CERT  
January 24, 2006

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

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Application of Unitil Corporation )  
and its Subsidiaries on Form U-1 ) CERTIFICATE PURSUANT TO  
(File No. 70-10120) ) RULE 24 UNDER THE PUBLIC  
 ) UTILITY HOLDING COMPANY ACT  
 ) of 1935

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Pursuant to the requirements of Rule 24 under the Public Utility Holding Company Act of 1935, Unitil Corporation ( Unitil ), on behalf of itself and its subsidiaries, Unitil Energy Systems, Inc., Fitchburg Gas and Electric Light Company, Unitil Power Corp., Unitil Realty Corp., Unitil Resources Inc. and Unitil Service Corp., hereby files the attached quarterly report as required by the Securities and Exchange Commission s order approving short-term borrowings by Unitil and its subsidiaries and approving the Unitil System money pool (HCAR. No. 35-27691; File No. 70-10120, June 30, 2003).

Exhibit

Exhibit A - Quarterly Report of Unitil Corporation and Its Subsidiaries by Short-term Borrowings and Money Pool Transactions for the fourth quarter of 2005.

SIGNATURE

Pursuant to the requirements of the Public Utility Holding Company Act of 1935, the undersigned company has duly caused this Certificate to be signed on its behalf by the undersigned thereunto duly authorized.

UNITIL CORPORATION

By: /s/ MARK H. COLLIN  
**Mark H. Collin**  
**Senior Vice President**  
**Chief Financial Officer &**  
**Treasurer**

Dated: January 24, 2006

QUARTERLY REPORT BY  
UNITIL CORPORATION AND ITS SUBSIDIARIES  
OF SHORT-TERM BORROWINGS  
AND MONEY POOL TRANSACTIONS  
FOR THE FOURTH QUARTER OF 2005

|   | <u>Unitil<br/>Corporation</u> | <u>Unitil Energy<br/>Systems Inc.</u> | <u>Fitchburg<br/>Gas &amp; Electric<br/>Light Company</u> |
|---|-------------------------------|---------------------------------------|---|
| (a)   |                               |                                       |   |
| Maximum Principal Amount of Short-term Borrowings Outstanding During the Quarter:               |                               |                                       |   |
| Money Pool  | N/A                           | \$ 7,005,252                          | \$ 28,772,240   |
| Banks   | \$ 28,570,000                 | None                                  | None  |
| (b)   |                               |                                       |   |
| Average Interest Rate for the Money Pool Borrowings During the Quarter*                         | N/A                           | 4.56%                                 | 4.51%   |
| (c)   |                               |                                       |   |
| Maximum Amount Outstanding By Company for Each Source of Outside Borrowings During the Quarter: |                               |                                       |   |
| Bank of America (Fleet)   | \$ 16,140,000                 | None                                  | None  |
| Citizens Bank   | \$ 10,000,000                 | None                                  | None  |
| Sovereign Bank  | \$ 7,000,000                  | None                                  | None  |
| (d)   |                               |                                       |   |
| Common Equity as a Percent of Total Capitalization  | 40%                           | 42%                                   | 34%   |

\* Excludes Bank Service and commitment fees

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AND MONEY POOL TRANSACTIONS  
FOR THE FOURTH QUARTER OF 2005

|   | <u>UNITIL<br/>Power<br/>Corp.</u> | <u>UNITIL<br/>Realty<br/>Corp.</u> | <u>UNITIL<br/>Service<br/>Corp.</u> | <u>UNITIL<br/>Resources<br/>Inc.</u> |
|---|-----------------------------------|------------------------------------|-------------------------------------|--------------------------------------|
| (a)   |                                   |                                    |                                     |                                      |
| Maximum Principal Amount of Short-term Borrowings Outstanding During the Quarter:               |                                   |                                    |                                     |                                      |
| Money Pool  | \$ 0                              | None                               | \$ 4,189,189                        | \$ 1,598,138                         |
| Banks   | None                              | None                               | None                                | None                                 |
| (b)   |                                   |                                    |                                     |                                      |
| Average Interest Rate for the Money Pool Borrowings During the Quarter*                         | 0%                                | None                               | 4.52%                               | 4.52%                                |
| (c)   |                                   |                                    |                                     |                                      |
| Maximum Amount Outstanding By Company for Each Source of Outside Borrowings During the Quarter: |                                   |                                    |                                     |                                      |
| Bank of America (Fleet)   | None                              | None                               | None                                | None                                 |
| Citizens Bank   | None                              | None                               | None                                | None                                 |
| Sovereign Bank  | None                              | None                               | None                                | None                                 |
| (d)   |                                   |                                    |                                     |                                      |
| Common Equity as a Percent of Total Capitalization  | N/A                               | N/A                                | N/A                                 | N/A                                  |

\* Excludes Bank Service and Commitment Fees