Heyman Raymond S Form 4 December 31, 2009

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

30(h) of the Investment Company Act of 1940

Washington, D.C. 20549 Check this box

if no longer subject to Section 16. Form 4 or

Form 5 obligations may continue. See Instruction

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section

1(b).

OMB APPROVAL

OMB Number:

3235-0287

2005

January 31, Expires:

Estimated average burden hours per

response...

0.5

(Print or Type Responses)

1. Name and Address of Reporting Person *

Heyman Raymond S

(Last)

201

(First)

(Middle)

(Zip)

1 S. CHURCH AVENUE, SUITE

(Street)

2. Issuer Name and Ticker or Trading

Symbol

UNISOURCE ENERGY CORP [UNS]

3. Date of Earliest Transaction

(Month/Day/Year)

12/29/2009

4. If Amendment, Date Original

3.

Filed(Month/Day/Year)

X Form filed by One Reporting Person Form filed by More than One Reporting

5. Amount of

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

(State) (City)

TUCSON, AZ 85701

1. Title of Security (Month/Day/Year) Execution Date, if (Instr. 3)

2. Transaction Date 2A. Deemed

(Month/Day/Year)

TransactionAcquired (A) or Code (Instr. 8)

Disposed of (D) (Instr. 3, 4 and 5)

4. Securities

Following (A) or

Code V Amount (D) Price

5. Relationship of Reporting Person(s) to

Issuer

below)

(Check all applicable)

Director 10% Owner Other (specify X_ Officer (give title

Sr Vice Pres & Gen Counsel

6. Individual or Joint/Group Filing(Check

Applicable Line)

Securities Form: Direct Indirect Beneficially (D) or Indirect Beneficial Ownership Owned (I)

(Instr. 4)

6. Ownership

Reported Transaction(s)

(Instr. 3 and 4)

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

3. Transaction Date 3A. Deemed 1. Title of (Month/Day/Year) Execution Date, if Transaction of Derivative Conversion

5. Number 6. Date Exercisable and **Expiration Date**

7. Title and Amount of 8. Price Underlying Securities

7. Nature of

(Instr. 4)

Derivat

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Security (Instr. 3)	or Exercise Price of Derivative Security	any (Month/Day/Year)	•	Code (Instr. 8	B) Se Ac (A Di of (In	Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		(Month/Day/Year)		(Instr. 3 and 4)		Security (Instr. 5
			Code	V ((A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		
Phantom Stock Units (1)	\$ 0 (3)	12/29/2009		A	0	.79		(1)(2)	(2)	Common Stock	0.79	\$ 33

Reporting Owners

Reporting Owner Name / Address	Relationships
Renorting Liwher Name / Address	

Director 10% Owner Officer Other

Heyman Raymond S 1 S. CHURCH AVENUE SUITE 201 TUCSON, AZ 85701

Sr Vice Pres & Gen Counsel

Signatures

Amy J. Welander, Attorney in Fact

12/31/2009

**Signature of Reporting Person

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- Credited as fully-vested dividend equivalents under the UniSource Energy Corporation Management and Directors Deferred Compensation Plan (the "DCP") with respect to dividends declared by the Issuer on its Common Stock.
- Payable at the time or times elected by the reporting person under the DCP and subject to earlier payment in accordance with the DCP.
- (3) Converts to common stock on a 1-for-1 basis.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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