UNISOURCE ENERGY CORP

Form 4 May 25, 2005

FORM 4

OMB APPROVAL

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

OMB Number: 3235-0287

if no longer subject to Section 16. Form 4 or

Check this box

DWNERSHIP OF Expires: January 31, 2005

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Estimated average burden hours per response... 0.5

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 30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

NICHOLS CATHERINE A S			Symbol	UNISOURCE ENERGY CORP				5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last)	(First) (I	Middle) E183	3. Date of (Month/D 05/25/20	•				Director 10% OwnerX Officer (give title Other (specify below) Corporate Secretary			
TUCSON, A	(Street) AZ 85701			ndment, Da hth/Day/Year	Č	1				rson	
(City)	(State)	(Zip)	Table	e I - Non-D	erivative	Secur	rities Aca	Person uired, Disposed of	f. or Beneficial	ly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	Execution any		3. Transactic Code (Instr. 8)	4. Securi	ties A ispose	cquired d of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of	
Common Stock	05/24/2005			M	8,852	A	\$ 18.12	8,852	D		
Common Stock	05/23/2005			M	4,206	A	\$ 16.25	4,206	I	By husband	

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

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SEC 1474

(9-02)

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transactic Code (Instr. 8)	5. Number proof Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (right to buy)	\$ 18.12	05/24/2005		M	8,852	<u>(1)</u>	01/02/2013	Common Stock	8,852
Employee Stock Option (right to buy)	\$ 16.25	05/23/2005		M	4,206	(2)	08/04/2005	Common Stock	4,206

Reporting Owners

Reporting Owner Name / Address	Relationships
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Director 10% Owner Officer Other

NICHOLS CATHERINE A 1 S. CHURCH AVENUE **UE183** TUCSON, AZ 85701

Corporate Secretary

Signatures

Vincent Nitido, 05/25/2005 Jr.

**Signature of Date 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).
- (1) Options vested in three equal installments on January 2, 2003 and 2004 and March 29, 2004
- (2) The options vested in three equal installments on August 4, 1996, 1997 and 1998.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Reporting Owners 2

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