NICHOLS CATHERINE A

Form 4

November 10, 2005

FORM 4

Check this box

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

2. Issuer Name and Ticker or Trading

UNISOURCE ENERGY CORP

3. Date of Earliest Transaction

(Month/Day/Year)

OMB Number:

OMB APPROVAL

3235-0287

Expires:

5. Relationship of Reporting Person(s) to

(Check all applicable)

10% Owner

__ Other (specify

Issuer

Director

X_ Officer (give title _

January 31, 2005

0.5

Estimated average burden hours per

response...

if no longer subject to Section 16. Form 4 or Form 5

obligations may continue. See Instruction

1. Name and Address of Reporting Person *

(First)

NICHOLS CATHERINE A

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

Symbol

[UNS]

(Middle)

1(b).

(Last)

(Print or Type Responses)

1 S. CHURCH AVENUE, UE183		•	11/10/2005					below) below) Corporate Secretary			
			Filed(Month/Day/Year)				6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person				
(City)	(State) (Zip)	Table 1	I - Non-I	Derivative	Secur		ired, Disposed of,	or Beneficial	ly Owned		
1.Title of Security (Instr. 3)	any	ution Date, if T C hth/Day/Year) (I		4. Securition Dispose (Instr. 3, 4	ed of (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 Indirect Beneficial Ownership (Instr. 4)		
Common Stock	11/07/2005		M	33,071	A	\$ 17.91	33,071	I	By husband, Steven J. Glaser		
Common Stock	11/08/2005		S	33,071	D	\$ 31.266	0	I	By husband, Steven J. Glaser		
Common Stock	11/08/2005		M	45,000	A	\$ 18.12	45,000	I	By husband, Steven J. Glaser		

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Common Stock	11/08/2005	S	45,000	D	\$ 31.266	0	I	By husband, Steven J. Glaser
Common Stock	11/08/2005	M	9,729	A	\$ 17.84	9,729	I	By husband, Steven J. Glaser
Common Stock	11/08/2005	S	9,729	D	\$ 31.266	0	I	By husband, Steven J. Glaser

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

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SEC 1474 (9-02)

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 of orDerivative 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)	\$ 17.91	11/08/2005		M	33,071	<u>(1)</u>	08/02/2012	Common Stock	33,071
Employee Stock Option (right to buy)	\$ 18.12	11/08/2005		M	45,000	(3)	01/02/2012	Common Stock	45,000
Employee Stock Option (right to buy)	\$ 17.84	11/08/2005		M	9,729	(2)	05/09/2013	Common Stock	9,729

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Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

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

Corporate Secretary

Signatures

Vincent Nitido, Jr., attorney in fact

11/10/2005

**Signature of Reporting Person

Date

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) The options vested in three equal installments on August 2, 2002 and 2003 and March 29, 2004
- (2) The options vest in three equal installments on May 9, 2003, May 9, 2004 and March 29, 2004.
- (3) The options vested in three equal installments on January 2, 2003 and 2004 and March 29, 2004

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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