#### UNISOURCE ENERGY CORP

Form 4

September 09, 2008

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

**OMB** Number:

3235-0287

Expires:

January 31, 2005

0.5

Estimated average

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**OMB APPROVAL** 

response...

if no longer subject to Section 16. Form 4 or

Check this box

obligations may continue.

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).

Form 5

(Print or Type Responses)

See Instruction

1. Name and Address of Reporting Person \*

KISSINGER KAREN G

2. Issuer Name and Ticker or Trading

Symbol

UNISOURCE ENERGY CORP

[UNS]

(Last) (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year)

09/05/2008

5. Relationship of Reporting Person(s) to

Issuer

below)

(Check all applicable)

VP, Controller and CCO

1 S. CHURCH AVENUE, SUITE

(Street)

201

Security

(Instr. 3)

Director X\_ Officer (give title

10% Owner Other (specify

4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check

Filed(Month/Day/Year)

Applicable Line) \_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

**TUCSON, AZ 85701** 

(State) (Zip) (City) 1. Title of 2. Transaction Date 2A. Deemed

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 4. Securities 3.

TransactionAcquired (A) or Code Disposed of (D) (Instr. 3, 4 and 5) (Instr. 8)

5. Amount of 6. Ownership Securities Form: Direct Beneficially Owned Following

(D) or Indirect Beneficial Ownership (Instr. 4) (Instr. 4)

7. Nature of

Indirect

Reported (A) Transaction(s) or (Instr. 3 and 4)

Code V Amount (D) Price

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

(Month/Day/Year)

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 Expiration Date Conversion

(Month/Day/Year) Execution Date, if

5. Number

6. Date Exercisable and

7. Title and Amount of 8. Price Underlying Securities Deriva

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| Security<br>(Instr. 3)        | or Exercise Price of Derivative Security | any<br>(Month/Day/Year) | Code (Instr. 8) | Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) |       | (Month/Day/Year)    |                    | (Instr. 3 and 4) |  | Securi<br>(Instr. |       |
|-------------------------------|--|-------------------------|-----------------|---|-------|---------------------|--------------------|------------------|--|-------------------|-------|
|                               |  |                         | Code V          | (A)   | (D)   | Date<br>Exercisable | Expiration<br>Date | Title            | Amount<br>or<br>Number<br>of<br>Shares |                   |       |
| Phantom<br>Stock<br>Units (1) | \$ 0 (3)                                 | 09/05/2008              |                 | A   | 15.51 |                     | (1)(2)             | (2)              | Common<br>Stock                        | 15.51             | \$ 30 |

# **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

KISSINGER KAREN G 1 S. CHURCH AVENUE SUITE 201 TUCSON, AZ 85701

VP, Controller and CCO

## **Signatures**

Raymond S. Heyman, Attorney in Fact

09/09/2008

Date

\*\*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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