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BICKLE LA											
May 10, 201									PPROVAL		
	UNITED	STATES					E COMMISSIO	N OMB Number:	3235-0287		
Washington, D.C. 20549Check this box if no longer subject to Section 16. 								Expires: Estimated burden hor response	Expires:January 31, 2005Estimated average burden hours per response0.5		
(Print or Type R	Responses)										
1. Name and A BICKLE LA	ddress of Reporting ARRY W	Person <u>*</u>	Symbol	er Name and DURCE E		Ū.	5. Relationship o Issuer				
	I						(Check all applicable)				
(Last) 1 S. CHURC 201	(First) (1)	Middle) UITE		of Earliest T Day/Year) 2011	ransaction		X_ Director Officer (giv below)		% Owner her (specify		
TUCSON, A	(Street) AZ 85701			endment, Daonth/Day/Yea	-	al	6. Individual or Applicable Line) _X_ Form filed by Form filed by Person		Person		
(City)	(State)	(Zip)	Tal	ble I - Non-I	Derivative	e Securities A	Acquired, Disposed	of, or Beneficia	ally Owned		
	2. Transaction Date (Month/Day/Year)	Execution any	Date, if	3. Transactio Code (Instr. 8) Code V	Disposed (Instr. 3,	(A) or l of (D) 4 and 5) (A) or	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)		
Reminder: Ren	ort on a separate line	for each cl	ass of sec	ourities benet	ficially ou	ned directly	or indirectly				
Kenninger, Kep	set on a separate find	ior each ch	uss of sec		Perso inforr requi	ons who res nation cont red to resp ays a curre	spond to the colle tained in this form ond unless the fo ntly valid OMB co	n are not rm	SEC 1474 (9-02)		
	Tab					sposed of, or convertible	Beneficially Owner securities)	1			
1 Title of	2 2 Tro	nsaction Da	te 3A F	Deemed	4	5 Numb	per of 6 Date Eve	reisable and	7 Title and Amount		

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number of	6. Date Exercisable and	7. Title and Amount of	8
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transact	iorDerivative	Expiration Date	Underlying Securities	D

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Security (Instr. 3)	or Exercise Price of Derivative Security		any (Month/Day/Year)	Code Securities (Instr. 8) Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		(Month/Day/Year)		(Instr. 3 and 4)	
				Code V	(A) (D) Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Restricted Stock Units	<u>(1)</u>	05/06/2011		А	1,332.3	(2)	(2)	Common Stock	1,332.3

Reporting Owners

Reporting Owner Name / Address		Relationsh		
	Director	10% Owner	Officer	Other
BICKLE LARRY W 1 S. CHURCH AVENUE SUITE 201 TUCSON, AZ 85701	Х			
Signatures				
Diana Durako, Attorney-in-Fact	05/	10/2011		
**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) Each restricted stock unit (RSU) represents a contingent right to receive one share of UniSource Energy Corporation common stock.
- (2) The RSUs vest 100% at the earlier of the next annual meeting following the grant date or the first anniversary of grant. Actual shares are distributed in Company stock in January following termination of Board service.
- (3) The total reported holdings shown includes shares acquired by reinvesting dividends in unreported transactions pursuant to the Company's dividend reinvestment program.

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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