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- o Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- o Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- o Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- o Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

**Item 2.02 Results of Operations and Financial Condition**

On February 26, 2009, UniSource Energy Corporation ( UniSource Energy ) issued a press release announcing earnings for the quarter and twelve months ended December 31, 2008 for UniSource Energy and Tucson Electric Power Company. A copy of the press release is attached hereto as Exhibit 99.1. UniSource Energy also posted supplemental information accessible from a link on its website, [www.uns.com](http://www.uns.com). A copy of the supplemental information is attached hereto as Exhibit 99.2.

The Company s press releases and other communications may include certain non-Generally Accepted Accounting Principles (GAAP) financial measures. A non-GAAP financial measure is defined as a numerical measure of a company s financial performance, financial position or cash flows that excludes (or includes) amounts that are included in (or excluded from) the most directly comparable measure calculated and presented in accordance with GAAP in the Company s financial statements.

Non-GAAP financial measures utilized by the Company include presentations of revenues, operating expenses, operating income and earnings (loss) per share. The Company uses these non-GAAP measures to evaluate the operations of the Company. Certain non-GAAP financial measures utilized by the Company exclude: the impact of non-recurring items; the effect of accounting changes or adjustments; expenses that are reimbursed by third parties; and other items. The Company s management believes that these non-GAAP financial measures provide useful information to investors by removing the effect of variances in GAAP reported results of operations that are not indicative of fundamental changes in the earnings or cash flow capacity of the Company s operations. Management also believes that the presentation of the non-GAAP financial measures is largely consistent with its past practice, as well as industry practice in general, and will enable investors and analysts to compare current non-GAAP measures with non-GAAP measures with respect to prior periods.

**Item 9.01 Financial Statements and Exhibits**

Exhibit 99.1 UniSource Energy Corporation Press Release, dated February 26, 2009.

Exhibit 99.2 Supplement earnings and outlook information posted on UniSource Energy s website, dated February 26, 2009.

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, each registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

Date: February 26, 2009

**UNISOURCE ENERGY CORPORATION**  
(Registrant)

/s/ Kevin P. Larson

Senior Vice President and Principal Financial Officer

Date: February 26, 2009

**TUCSON ELECTRIC POWER COMPANY**  
(Registrant)

/s/ Kevin P. Larson

Senior Vice President and Principal Financial Officer

**EXHIBIT INDEX**

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