

EVERGREEN UTILITIES & HIGH INCOME FUND

Form SC TO-C

September 23, 2005

As filed with the Securities and Exchange Commission on September 22, 2005

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

SCHEDULE TO

Tender Offer Statement

Under Section 14(d)(1) or Section 13(e)(1) of the Securities Exchange Act of 1934

EVERGREEN UTILITIES AND HIGH INCOME FUND

(Name of Issuer)

EVERGREEN UTILITIES AND HIGH INCOME FUND

(Names of Filing Persons (Offeror and Issuer))

Common Shares, No Par Value

(Title of Class of Securities)

30034Q 10 9

(CUSIP Number of Class of Securities)

Michael H. Koonce, Esquire

200 Berkeley Street

Boston, Massachusetts 02116-5034

Telephone: (617) 210-3663

