

VECTREN CORP  
Form 8-K  
November 30, 2012

SECURITIES AND EXCHANGE COMMISSION  
Washington, DC 20549

FORM 8-K  
CURRENT REPORT

Pursuant to Section 13 or 15(d) of  
The Securities Exchange Act of 1934

Date of Report (Date of earliest event reported) November 28, 2012

VECTREN CORPORATION  
(Exact name of registrant as specified in its charter)

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| Commission<br>File No. | Registrant, State of Incorporation, Address,<br>and Telephone Number                                                             | I.R.S Employer<br>Identification No. |
|------------------------|----------------------------------------------------------------------------------------------------------------------------------|--------------------------------------|
| 1-15467                | Vectren Corporation<br>(An Indiana Corporation)<br>One Vectren Square,<br>Evansville, Indiana 47708<br>(812) 491-4000            | 35-2086905                           |
| 1-16739                | Vectren Utility Holdings, Inc.<br>(An Indiana Corporation)<br>One Vectren Square,<br>Evansville, Indiana 47708<br>(812) 491-4000 | 35-2104850                           |

Former name or address, if changed since last report:  
N/A

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

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



Item 8.01 Other Events

Vectren Corporation (the Company) announced that its subsidiary, Vectren Utility Holdings, Inc., has priced \$125 million of its senior unsecured notes. The notes were sold to various institutional investors through the private placement market. Subject to the satisfaction of customary closing conditions, the notes will be issued on or about June 5, 2013. A copy of the press release containing more information about the pricing is attached as exhibit 99.1 to this Current Report on Form 8-K.

In connection with the "safe harbor" provisions of the Private Securities Litigation Reform Act of 1995, the Company is hereby furnishing cautionary statements identifying important factors that could cause actual results of the Company and its subsidiaries, including Vectren Utility Holdings, Inc., to differ materially from those projected in forward-looking statements of the Company and its subsidiaries made by, or on behalf of, the Company and its subsidiaries. These cautionary statements are attached as Exhibit 99.2.

Item 9.01 Exhibits

(d) Exhibits

| Exhibit<br>Number | Description                                                                                                               |
|-------------------|---------------------------------------------------------------------------------------------------------------------------|
| 99.1              | Vectren Utility Holdings Prices \$125 Million of Senior Unsecured Notes                                                   |
| 99.2              | Cautionary Statement for Purposes of the "Safe Harbor" Provisions of the Private Securities Litigation Reform Act of 1995 |

## SIGNATURES

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

VECTREN CORPORATION  
VECTREN UTILITY HOLDINGS, INC.

November 30, 2012

By: /s/ M. Susan  
Hardwick  
M. Susan Hardwick  
Vice President, Controller  
& Assistant Treasurer

## INDEX TO EXHIBITS

The following Exhibits are filed as part of this Report to the extent described in Item 8.01:

| Exhibit<br>Number | Description                                                                                                               |
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| 99.2              | Cautionary Statement for Purposes of the "Safe Harbor" Provisions of the Private Securities Litigation Reform Act of 1995 |