

NORTHWESTERN CORP
Form 425
November 25, 2005

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 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 23, 2005**

BLACK HILLS CORPORATION

(Exact name of registrant specified in its charter)

South Dakota (State or other jurisdiction of incorporation)	001-31303 (Commission File Number)	46-0458824 (I.R.S. Employer Identification No.)
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625 Ninth Street, PO Box 1400

Rapid City, South Dakota

(Address of principal executive offices)

Registrant's telephone, including area code: **605.721.1700**

Not Applicable

(Former name and former address, if changed since last report)

57709-1400
(Zip Code)

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 (see General Instruction A.2. below):

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.

On November 23, 2005, Black Hills Corporation issued a press release announcing its proposal to combine with NorthWestern Corporation in a stock-for-stock merger. A copy of the press release is attached hereto as Exhibit 99.1 and is incorporated herein by reference.

Item 9.01 Financial Statements and Exhibits.

(c) Exhibits.

99.1 Press release dated November 23, 2005.

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.

BLACK HILLS CORPORATION

Date: November 25, 2005

By: MARK T. THIES

Name: Mark T. Thies

Title: Executive Vice President and

Chief Financial Officer

EXHIBIT INDEX

Exhibit Number

Document

99.1

Press release dated November 23, 2005.