

VECTREN CORP  
Form 8-K  
February 04, 2010

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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) February 3, 2010

VECTREN CORPORATION

(Exact name of registrant as specified in its charter)

| Commission<br>File No. | Registrant, State of Incorporation,<br>Address, 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 5.02. Departure of Directors or Certain Officers; Election of Directors; Appointment of certain Officers; Compensatory Arrangements of Certain Officers

On February 3, 2010, Vectren Corporation announced that Niel C. Ellerbrook, Chairman and Chief Executive Officer, will retire from the Company effective May 31, 2010. Carl L. Chapman, President and Chief Operating Officer of the Company will succeed Ellerbrook as Chief Executive Officer.

Item 9.01. Exhibits.

(d) Exhibits

| Exhibit Number | Description  |
|----------------|--|
| 99.1           | Vectren's CEO Niel Ellerbrook to retire in May, Carl Chapman to lead company |
| 99.2           | Niel C. Ellerbrook Retirement Agreement                                      |

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.

February 4, 2010

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

INDEX TO EXHIBITS

The following Exhibits are furnished as part of this Report to the extent described in Item 9.01:

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| 99.2              | Niel C. Ellerbrook Retirement Agreement                                      |