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VECTORN CODE

Form 4									
May 01, 20							PPROVAL		
FOR	OMB A OMB Number:	3235-0287							
if no lo subject Section Form 4 Form 5 obligati may co <i>See</i> Ins	to 16. or Filed pur tions ntinue.	WNERSHIP OF nge Act of 1934, of 1935 or Sectio 940	Expires: January 31, 2005 Estimated average burden hours per response 0.5						
1(b).	Responses)								
 (Print or Type Responses) 1. Name and Address of Reporting Person <u>*</u> KOCH ROBERT L II 			Issuer Name and ibol CTREN COF	d Ticker or Trading	5. Relationship of Reporting Person(s) to Issuer				
(Last)	(First) (ate of Earliest T	2 2	(Cheo	eck all applicable)			
ONE VECTREN SQUARE, P. O. BOX 209			onth/Day/Year) 01/2008		X_ Director 10% Owner Officer (give title Other (specify below) below)				
EVANSV	(Street) ILLE, IN 47708		Amendment, D d(Month/Day/Yea	-	6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting				
		(T in)			Person				
(City) 1.Title of Security (Instr. 3)	(State) 2. Transaction Date (Month/Day/Year)	(Zip) 2A. Deemed Execution Date any (Month/Day/Ye	3. , if Transactio Code ear) (Instr. 8)	Derivative Securities A 4. Securities nAcquired (A) or Disposed of (D) (Instr. 3, 4 and 5) (A) or Amount (D) Price	5. Amount of Securities I Beneficially (Owned (6. Ownership Form: Direct D) or Indirect I)	7. Nature of Indirect		
Reminder: Ro	eport on a separate line	e for each class of	f securities bene	information cont required to respo	or indirectly. pond to the collect ained in this form ond unless the for htly valid OMB cor	are not m	SEC 1474 (9-02)		

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

number.

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number of	6. Date Exercisable and	7. Title and Amount of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orDerivative	Expiration Date	Underlying Securities
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)

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(Instr. 3)	Price of Derivative Security		(Month/Day/Year)	(Instr.	8)	Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)					
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Phantom Stock	\$ 0	05/01/2008		J <u>(1)</u>		193.7982		(2)	(2)	Common Stock	193.7982

Reporting Owners

Reporting Owner Name / Addres	S	Relationships							
	Director	10% Owner	Officer Other						
KOCH ROBERT L II ONE VECTREN SQUARE P. O. BOX 209 EVANSVILLE, IN 47708	Х								
Signatures									
Ronald E. Christian	05/01/2008								

**Signature of Reporting Person Date

Reporting Person

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Phantom stock units held under the non-qualified deferred compensation plan will effectively be exercised at the time amounts represented by those units are paid out under the Plan. Generally, unless provided otherwise by the participant, the payout begins with the

(2) end of the board member's service as a member of the board. Pursuant to the non-qualified deferred compensation plan, payouts can occur for up to 15 years. Amounts held in the phantom stock accounts would be amortized over that period unless directed otherwise by the participant.

(1) Phantom shares acquired through Vectren Corporation (Vectren) Non-Qualified Deferred Compensation Plan.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.