VECTREN CORP

Form 4 August 07, 2013

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

OMB APPROVAL

OMB
Number: 3235-0287

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * CHAPMAN CARL L			2. Issuer Name and Ticker or Trading Symbol VECTREN CORP [VVC]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction	(Energy an approache)		
			(Month/Day/Year)	Director 10% Owner		
ONE VECTREN SQUARE, P. O. BOX 209 (Street)			08/05/2013	X Officer (give title Other (specify below) President & CEO		
			4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check		
			Filed(Month/Day/Year)	Applicable Line) _X_ Form filed by One Reporting Person		
EVANSVILLE, IN 47708				Form filed by More than One Reporting Person		

(City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

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1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	ansaction Date 2A. Deemed th/Day/Year) Execution Date, if any (Month/Day/Year)		n(A) or Di	curities Acquired or Disposed of (D) r. 3, 4 and 5)		5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
					(A) or		Reported Transaction(s) (Instr. 3 and 4)		
G			Code V	Amount	(D)	Price	(msu. 3 and 4)		
Common Stock	08/05/2013		M	4,051	A	\$ 26.63	53,862.33	D	
Common Stock	08/05/2013		S	2,100	D	\$ 36.77	51,762.33	D	
Common Stock	08/05/2013		S	421	D	\$ 36.79	51,341.33	D	
Common Stock	08/05/2013		S	300	D	\$ 36.8	51,041.33	D	
Common Stock	08/05/2013		S	530	D	\$ 36.81	50,511.33	D	

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D \$ 49,811.33 Common 08/05/2013 S D Stock

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transactic Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Options (Right to Buy)	\$ 26.63	08/05/2013		M	4,051	<u>(1)</u>	01/01/2015	Common Stock	4,051

Reporting Owners

Relationships Reporting Owner Name / Address

> Director 10% Owner Officer Other

CHAPMAN CARL L ONE VECTREN SQUARE P. O. BOX 209 **EVANSVILLE, IN 47708**

President & CEO

Signatures

/s/Ronald E. 08/07/2013 Christian

**Signature of 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).

Reporting Owners 2

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Stock options granted under the Vectren Corporation (Vectren) At Risk Compensation Plan in a transaction approved by the

(1) Compensation and Benefits Committee of the Board of Directors and exempt under Rule 16(b)-3. The options vest in three installments on January 1, 2006, January 1, 2007 and January 1, 2008.

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.