Edgar Filing: VECTREN CORP - Form 4

VECTREN COR Form 4	P									
February 23, 201	7									
FORM 4	l								PPROVAL	
	UNITED	STATES			AND EX(, D.C. 20		E COMMISSION	N OMB Number:	3235-0287	
Check this boy if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction	STATEM Filed put Section 17(STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES 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 Respo	onses)									
1. Name and Address of Reporting Person <u>*</u> Hardwick M Susan			Symbol		d Ticker or	-	5. Relationship of Reporting Person(s) to Issuer			
(Last)	(First) (Middle)	3. Date of	of Earliest T	ransaction		(Check all applicable)			
P.O. BOX 209			(Month/Day/Year) 02/21/2017				Director 10% Owner Officer (give title Other (specify below) EVP & Chief Financial Officer			
· · · · · · · · · · · · · · · · · · ·	4. If Amendment, Date Original Filed(Month/Day/Year)				6. Individual or Joint/Group Filing(Check Applicable Line) _X_Form filed by One Reporting Person					
EVANSVILLE,	IN 47708						Form filed by Person	More than One R	eporting	
(City)	(State)	(Zip)	Tab	le I - Non-	Derivative	Securities A	Acquired, Disposed of	of, or Beneficia	lly Owned	
	ansaction Date hth/Day/Year)	Execution any	Date, if	Code (Instr. 8)	4. Securit onAcquired Disposed (Instr. 3, 4 Amount	(A) or of (D)	Securities Beneficially	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
Reminder: Report or	n a separate line	e for each cl	ass of sec	urities bene	ficially own	ned directly	or indirectly			
reminder, report of	a a separate filk				Perso inform requir	ns who rest nation cont ed to resp ys a curre	spond to the colle tained in this form ond unless the for ntly valid OMB co	n are not rm	SEC 1474 (9-02)	

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

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) Disposed of (I (Instr. 3, 4, an	D)				
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Phantom Stock	\$ 0	02/21/2017		J <u>(1)</u>		7,395.552		(2)	(2)	Common Stock	7,395.552

Reporting Owners

Reporting Person

Reporting Owner Name / Addro	255	Relationships						
	Director	10% Owner	Officer	Other				
Hardwick M Susan P.O. BOX 209 EVANSVILLE, IN 47708			EVP & Chief Financial Officer					
Signatures								
/s/Ronald E. Christian	02/23/2017							
**Signature of	Date							

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).
- This represents the effect of the accumulation of dividends and the performance adjustment relating to the January 17, 2014 grant and
 June 1, 2014 grant under the Vectren Corporation At Risk Compensation Plan. This grant is exempt under Section 16b-3 and was previously approved by the Board of Directors. This grant is subject to forfeiture as provided under the plan and plan agreement.

The stock unit award was acquired pursuant to the Vectren Corporation At-Risk Compensation Plan and is subject to forfeiture as

(2) provided by the plan and the plan agreement. The lifting of restrictions and the forfeitability provisions is dependent upon performance during a measuring period from January 1, 2014 through December 31, 2016 and, subject to certain enumerated circumstances, continued employment until December 31, 2017. The board of directors approved the acquisition in accordance with Rule 16b-3(d).

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.