

CHAPMAN CARL L
Form 4
November 08, 2011

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
CHAPMAN CARL L

(Last) (First) (Middle)
ONE VECTREN SQUARE, P. O.
BOX 209
(Street)

EVANSVILLE, IN 47708

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
VECTREN CORP [VVC]

3. Date of Earliest Transaction (Month/Day/Year)
11/07/2011

4. If Amendment, Date Original Filed (Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

___ Director ___ 10% Owner
 Officer (give title below) ___ Other (specify below)
President & CEO

6. Individual or Joint/Group Filing (Check Applicable Line)
 Form filed by One Reporting Person
___ Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(D)	Price
Common Stock	11/07/2011		M		17,793	A	\$ 23.19
Common Stock	11/07/2011		S		500	D	\$ 28.7
Common Stock	11/07/2011		S		200	D	\$ 28.705
Common Stock	11/07/2011		S		1,000	D	\$ 28.71
Common Stock	11/07/2011		S		1,829	D	\$ 28.7149
							67,604.33
							67,104.33
							66,904.33
							65,904.33
							64,075.33

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Common Stock	11/07/2011	S	2,300	D	\$ 28.7183	61,775.33	D
Common Stock	11/07/2011	S	1,100	D	\$ 28.72	60,675.33	D
Common Stock	11/07/2011	S	2,300	D	\$ 28.7296	58,375.33	D
Common Stock	11/07/2011	S	100	D	\$ 28.73	58,275.33	D
Common Stock	11/07/2011	S	200	D	\$ 28.7375	58,075.33	D
Common Stock	11/07/2011	S	1,300	D	\$ 28.74	56,775.33	D
Common Stock	11/07/2011	S	100	D	\$ 28.75	56,675.33	D
Common Stock	11/07/2011	S	1,100	D	\$ 28.76	55,575.33	D
Common Stock	11/07/2011	S	1,300	D	\$ 28.77	54,275.33	D
Common Stock	11/07/2011	S	625	D	\$ 28.8	53,650.33	D
Common Stock	11/07/2011	S	1,000	D	\$ 28.81	52,650.33	D
Common Stock	11/07/2011	S	2,139	D	\$ 28.82	50,511.33	D
Common Stock	11/07/2011	S	700	D	\$ 28.8257	49,811.33	D

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. Transaction 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)	8. Title
				Code	V (A) (D)			

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						Date Exercisable	Expiration Date		Amount or Number of Shares
Stock									
Options (Right to Buy)	\$ 23.19	11/07/2011		M	17,793	<u>(1)</u>	01/01/2013	Common Stock	17,793

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
CHAPMAN CARL L ONE VECTREN SQUARE P. O. BOX 209 EVANSVILLE, IN 47708			President & CEO	

Signatures

/s/Ronald E.
Christian

11/08/2011

**Signature of
Reporting Person

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).

- (1) Stock options granted under the Vectren Corporation (Vectren) At-Risk Compensation Plan in a transaction exempt under Rule 16(b)-3.
The options vest in three equal installments on January 1, 2004, January 1, 2005 and January 1, 2006.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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