

VECTREN CORP

Form 4

August 07, 2013

FORM 4
UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

Check this box
if no longer
subject to
Section 16.
Form 4 or
Form 5
obligations
may continue.
See Instruction
1(b).

**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

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
DOTY WILLIAM S

(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)

08/06/2013

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director _____ 10% Owner
____X____ Officer (give title _____ Other (specify
below) below)

Exec VP, Utility Ops.

6. Individual or Joint/Group Filing(Check
Applicable Line)
____X____ 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)
Common Stock	08/06/2013		M	16,000	A \$ 26.63	23,982.251	D
Common Stock	08/06/2013		S	200	D \$ 36.46	23,782.251	D
Common Stock	08/06/2013		S	200	D \$ 36.461	23,582.251	D
Common Stock	08/06/2013		S	300	D \$ 36.47	23,282.251	D
Common Stock	08/06/2013		S	200	D \$ 36.475	23,082.251	D

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Common Stock	08/06/2013	S	300	D	\$ 36.48	22,782.251	D
Common Stock	08/06/2013	S	400	D	\$ 36.49	22,382.251	D
Common Stock	08/06/2013	S	100	D	\$ 36.495	22,282.251	D
Common Stock	08/06/2013	S	400	D	\$ 36.5	21,882.251	D
Common Stock	08/06/2013	S	400	D	\$ 36.52	21,482.251	D
Common Stock	08/06/2013	S	600	D	\$ 36.53	20,882.251	D
Common Stock	08/06/2013	S	700	D	\$ 36.54	20,182.251	D
Common Stock	08/06/2013	S	500	D	\$ 36.55	19,682.251	D
Common Stock	08/06/2013	S	1,000	D	\$ 36.56	18,682.251	D
Common Stock	08/06/2013	S	400	D	\$ 36.561	18,282.251	D
Common Stock	08/06/2013	S	2,900	D	\$ 36.57	15,382.251	D
Common Stock	08/06/2013	S	700	D	\$ 36.571	14,682.251	D
Common Stock	08/06/2013	S	100	D	\$ 36.575	14,582.251	D
Common Stock	08/06/2013	S	1,900	D	\$ 36.58	12,682.251	D
Common Stock	08/06/2013	S	300	D	\$ 36.581	12,382.251	D
Common Stock	08/06/2013	S	2,295	D	\$ 36.59	10,087.251	D
Common Stock	08/06/2013	S	1,000	D	\$ 36.591	9,087.251	D
Common Stock	08/06/2013	S	100	D	\$ 36.595	8,987.251	D
Common Stock	08/06/2013	S	305	D	\$ 36.6	8,682.251	D
Common Stock	08/06/2013	S	300	D	\$ 36.61	8,382.251	D
	08/06/2013	S	400	D		7,982.251	D

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Common \$
Stock 36.611

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

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(9-02)

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. Amount or Number of Shares
Stock Options (Right to Buy)	\$ 26.63	08/06/2013		M	16,000	<u>(1)</u> 01/01/2015	Common Stock	16,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
DOTY WILLIAM S ONE VECTREN SQUARE P. O. BOX 209 EVANSVILLE, IN 47708			Exec VP, Utility Ops.	

Signatures

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

**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 approved by the Compensation and Benefits Committee of the Board of Directors and exempt under Rule 16(b)-3. The options vest in three installments

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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.

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