

VECTREN CORP  
Form S-8 POS  
February 01, 2019

As filed with the Securities and Exchange Commission on February 1, 2019

**Registration No. 333-175243**

**Registration No. 333-163828**

**Registration No. 333-135429**

**Registration No. 333-118399**

**Registration No. 333-61252**

**Registration No. 333-33684**

**Registration No. 333-33608**

**UNITED STATES**

**SECURITIES AND EXCHANGE COMMISSION**

**Washington, D.C. 20549**

**POST-EFFECTIVE AMENDMENT NO. 1 TO FORM S-8 REGISTRATION STATEMENT NO. 333-175243**

**POST-EFFECTIVE AMENDMENT NO. 1 TO FORM S-8 REGISTRATION STATEMENT NO. 333-163828**

**POST-EFFECTIVE AMENDMENT NO. 1 TO FORM S-8 REGISTRATION STATEMENT NO. 333-135429**

**POST-EFFECTIVE AMENDMENT NO. 1 TO FORM S-8 REGISTRATION STATEMENT NO. 333-118399**

**POST-EFFECTIVE AMENDMENT NO. 1 TO FORM S-8 REGISTRATION STATEMENT NO. 333-61252**

**POST-EFFECTIVE AMENDMENT NO. 2 TO FORM S-8 REGISTRATION STATEMENT NO. 333-33684**

**POST-EFFECTIVE AMENDMENT NO. 1 TO FORM S-8 REGISTRATION STATEMENT NO. 333-33608**

**UNDER THE SECURITIES ACT OF 1933**

**VECTREN CORPORATION**

**(Exact name of registrant as specified in its charter)**

**Indiana**  
**(State or other jurisdiction of**  
**incorporation or organization)**

**35-2086905**  
**(IRS Employer**  
**Identification No.)**

**One Vectren Square**  
**Evansville, Indiana**  
**(Address of Principal Executive Offices)**

**47708**  
**(Zip Code)**

**VECTREN CORPORATION AT RISK COMPENSATION PLAN, AS AMENDED AND RESTATED**

**VECTREN CORPORATION RETIREMENT SAVINGS PLAN (AMENDED AND RESTATED EFFECTIVE AS OF JANUARY 1, 2009)**

**VECTREN CORPORATION AT RISK COMPENSATION PLAN, AS AMENDED AND RESTATED**

**VECTREN CORPORATION RETIREMENT SAVINGS PLAN**

**VECTREN CORPORATION AT RISK COMPENSATION PLAN**

**SIGCORP, INC. STOCK OPTION PLAN**

**(Full title of the plan)**

**Dana C. O Brien**

**Vice President and Assistant Secretary**

**1111 Louisiana**

**Houston, Texas 77002**

**(713) 207-1111**

**(Name, address and telephone number of agent for service)**

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, smaller reporting company, or an emerging growth company. See definition of large accelerated filer, accelerated filer, smaller reporting company, and emerging growth company in Rule 12b-2 of the Exchange Act.

Large accelerated filer

Accelerated filer

Non-accelerated filer

Smaller reporting company

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 7(a)(2)(B) of the Securities Act.

## DEREGISTRATION OF SECURITIES

These Post-Effective Amendments (these Post-Effective Amendments ) relate to the following Registration Statements on Form S-8 (collectively, the Registration Statements ) filed by Vectren Corporation, an Indiana corporation (the Company ), with the Securities and Exchange Commission (the Commission ) (note that the share numbers listed below do not take into account corporate actions, such as stock splits, taken in the interim):

Registration Statement No. 333-175243, filed with the Commission on June 30, 2011, pertaining to the registration of 1,300,000 shares of common stock, without par value, of the Company ( Common Stock ) under the Vectren Corporation At Risk Compensation Plan, as Amended and Restated;

Registration Statement No. 333-163828, filed with the Commission on December 18, 2009, pertaining to the registration of 800,000 shares of Common Stock under the Vectren Corporation Retirement Savings Plan (Amended and Restated Effective as of January 1, 2009);

Registration Statement No. 333-135429, filed with the Commission on June 29, 2006, pertaining to the registration of 1,350,000 shares of Common Stock and 1,350,000 common share purchase rights ( Share Purchase Rights ) under the Vectren Corporation At Risk Compensation Plan, as Amended and Restated;

Registration Statement No. 333-118399, filed with the Commission on August 20, 2004, pertaining to the registration of 800,000 shares of Common Stock and 800,000 Share Purchase Rights under the Vectren Corporation Retirement Savings Plan;

Registration Statement No. 333-61252, filed with the Commission on May 18, 2001, pertaining to the registration of 4,000,000 shares of Common Stock and 4,000,000 Share Purchase Rights under the Vectren Corporation At Risk Compensation Plan;

Registration Statement No. 333-33684, filed with the Commission on March 31, 2000 and amended by post-effective amendment filed with the Commission on June 20, 2000, pertaining to the registration of 1,000,000 shares of Common Stock and 1,000,000 Share Purchase Rights under the Vectren Corporation Retirement Savings Plan; and

Registration Statement No. 333-33608, filed with the Commission on March 30, 2000, pertaining to the registration of 905,000 shares of Common Stock and 905,000 Share Purchase Rights under the SIGCORP, Inc. Stock Option Plan.

On February 1, 2019, pursuant to the Agreement and Plan of Merger, dated as of April 21, 2018, by and among the Company, CenterPoint Energy, Inc., a Texas corporation ( CenterPoint Energy ), and Pacer Merger Sub, Inc., an Indiana corporation and wholly owned subsidiary of CenterPoint Energy ( Merger Sub ), Merger Sub merged with and into the Company, with the Company continuing as the surviving corporation and becoming a wholly owned subsidiary of CenterPoint Energy (the Merger ).

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As a result of the Merger, the offerings contemplated by the Registration Statements have been terminated by the Company as of the date hereof. In accordance with an undertaking made by the Company in Part II of each of the Registration Statements to remove from registration, by means of a post-effective amendment, any securities that had been registered for issuance but remain unsold at the termination of the offering, the Company hereby removes from registration any and all securities registered but unsold under each of the Registration Statements as of the date hereof.

**SIGNATURES**

Pursuant to the requirements of the Securities Act of 1933, the Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-8 and has duly caused these Post-Effective Amendments to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Houston, State of Texas, on February 1, 2019.

**VECTREN CORPORATION**

By: /s/ Kristie L. Colvin  
Kristie L. Colvin  
Vice President

No other person is required to sign these Post-Effective Amendments to the Registration Statements in reliance on Rule 478 of the Securities Act of 1933, as amended.