

NISOURCE INC/DE  
Form 35-CERT  
November 30, 2001

November 27, 2001

Securities and Exchange Commission  
Judiciary Plaza  
450 Fifth Street, NW  
Washington, DC 20549

QUARTERLY REPORT UNDER RULE 24 OF THE  
PUBLIC UTILITY HOLDING COMPANY ACT OF 1935  
NISOURCE INC.  
801 E. 86TH AVE.  
MERRILLVILLE, IN 46410

FILE NO. 70-9681

Gentlemen:

In compliance with the terms and conditions of Rule 24 under the Public Utility Holding Company Act of 1935, and the Order of the Commission dated November 1, 2000, authorizing the financing transactions and business activities as more fully described in the Joint Application/Declaration, as amended, the undersigned hereby certifies to the Commission that:

1. The sales of any common stock and the purchase price per share and the market price per share at the date of the agreement of sale

None

2. The total number of shares of common stock issued or issuable under options granted during the quarter under NiSource Inc.'s benefit plans or otherwise

54,499 shares

3. If common stock has been transferred to a seller of securities of a company being acquired, the number of shares so issued, the value per share and whether the shares are restricted to the acquirer

None

4. The amount and terms of any long-term debt, preferred stock or other preferred or equity-linked securities, or short-term debt, issued directly or indirectly by NiSource during the quarter

Please see Exhibit 1

5. The amount and terms of any short-term debt issued directly or indirectly by any utility subsidiary during the quarter

Please see Exhibit 2

6. The amount and terms of any financing consummated by any non-utility subsidiary during the quarter that are not exempt under rule 52

None

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1

7. The name of the guarantor and of the beneficiary of any NiSource guarantee or non-utility subsidiary guarantee issued during the quarter, and the amount, terms and purpose of the guarantee
- NiSource issued no guarantees during the quarter ended 9-30-01.
8. The notional amount and principal terms of any interest rate hedge or anticipatory hedge entered into during the quarter and the identity of the parties to such instruments
- None.
9. The name, parent company, and amount invested in any new intermediate subsidiary or financing subsidiary during the quarter
- None.
10. A list of Form U-6B-2 statements filed with the commission during the quarter, including the name of the filing entity and the date of the filing
- None.
11. Consolidated balance sheets as of the end of the quarter, and separate balance sheets as of the end of the quarter for each company, including NiSource, that has engaged in financing transactions during the quarter

Please see the attached balance sheets for NiSource, Northern Indiana Public Service Company, Bay State Gas Company, Northern Utilities, Kokomo Gas and Fuel and Northern Indiana Fuel and Light.

Very truly yours,

NiSource Inc.

By: /s/ Jeffrey W. Grossman

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Jeffrey W. Grossman  
Vice President and Controller  
(Principal Accounting Officer  
and Duly Authorized Officer)

2

EXHIBIT #1

NISOURCE INC.  
QUARTERLY REPORT UNDER RULE 24 OF THE  
PUBLIC UTILITY HOLDING COMPANY ACT OF 1935  
FILE NO. 70-9681

ITEM #4

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COMPANY	AMOUNT ISSUED DURING THIRD QUARTER OF 2001	AMOUNT OUTSTANDING SEPTEMBER 30, 2001	TYPE OF DEBT OR SECURITY
NiSource Finance Corp.	-	1,863,856,000	Short-term Debt
NiSource Finance Corp.	-	6,112,800,000	Long-term Debt

3

EXHIBIT #2

NISOURCE INC.  
 QUARTERLY REPORT UNDER RULE 24 OF THE  
 PUBLIC UTILITY HOLDING COMPANY ACT OF 1935  
 FILE NO. 70-9681

ITEM #5

LENDING COMPANY	BORROWING SUBSIDIARY	INTER-COMPANY DEBT OUTSTANDING AT SEPTEMBER 30, 2001
NiSource Inc.	Northern Indiana Public Service Company	323,561,000
NiSource Inc.	Kokomo Gas & Fuel Company	3,982,000
NiSource Inc.	Northern Indiana Fuel and Light	4,424,000
NiSource Inc.	Bay State Gas Company	123,750,000

4

EXHIBIT #3

NISOURCE INC.

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QUARTERLY REPORT UNDER RULE 24 OF THE  
PUBLIC UTILITY HOLDING COMPANY ACT OF 1935  
FILE NO. 70-9681

ITEM #11

As of September, (in thousands)

-----  
ASSETS

PROPERTY, PLANT, AND EQUIPMENT:

Utility plant  
Accumulated depreciation and amortization

-----  
Net Utility Plant

-----  
Gas and oil producing properties, full cost method  
United States cost center  
Canadian cost center  
Accumulated depletion

-----  
Net gas and oil producing properties

-----  
Other property, at cost, less accumulated depreciation

-----  
Net Property, Plant and Equipment

-----  
INVESTMENTS:

Net assets of discontinued operations  
Unconsolidated affiliates  
Assets held for sale  
Other investments

-----  
Total Investments

-----  
CURRENT ASSETS:

Cash and cash equivalents  
Accounts receivable - less reserve  
Other receivables  
Gas inventory  
Underrecovered gas and fuel costs  
Material and supplies, at average cost  
Electric production fuel, at average cost  
Price risk management asset  
Exchange gas receivable  
Prepayments and other

-----  
Total Current Assets

-----  
OTHER ASSETS:

Price risk asset long term  
Regulatory assets  
Intangible assets  
Deferred charges and other

-----  
Total Other Assets

-----  
TOTAL ASSETS  
=====

NISOURCE INC.  
QUARTERLY REPORT UNDER RULE 24 OF THE  
PUBLIC UTILITY HOLDING COMPANY ACT OF 1935  
FILE NO. 70-9681

ITEM #11

As of September 30, (in thousands)

-----  
CAPITALIZATION AND LIABILITIES

CAPITALIZATION:

Common Stock Equity  
Preferred Stocks -  
Subsidiary Companies

Series without mandatory redemption provisions  
Series with mandatory redemption provisions  
Company - obligated mandatorily redeemable preferred securities  
of subsidiary trust holding solely Company debentures  
Long-term debt, excluding amounts due within one year

-----  
Total Capitalization

-----  
CURRENT LIABILITIES:

Current portion of long-term debt  
Short-term borrowings  
Accounts payable  
Dividends declared on common and preferred stocks  
Customer deposits  
Taxes accrued  
Interest accrued  
Overrecovered gas and fuel costs  
Accrued employment costs  
Price risk management liabilities  
Exchange gas payable  
Current deferred revenue  
Other accruals

-----  
Total current liabilities

-----  
OTHER:

Deferred income taxes  
Deferred investment tax credits  
Deferred credits  
Non-current deferred revenue  
Accrued liability for post retirement benefits  
Other non-current liabilities

-----  
Total other

-----  
TOTAL CAPITALIZATION AND LIABILITIES  
=====

NORTHERN INDIANA PUBLIC SERVICE COMPANY  
QUARTERLY REPORT UNDER RULE 24 OF THE  
PUBLIC UTILITY HOLDING COMPANY ACT OF 1935  
FILE NO. 70-9681

ITEM #11

As of September 30, (in thousands)

-----  
ASSETS

PROPERTY, PLANT, AND EQUIPMENT:

Utility plant  
Accumulated depreciation and amortization

-----  
Net Utility Plant  
-----

OTHER PROPERTY AND INVESTMENTS  
-----

CURRENT ASSETS:

Cash and cash equivalents  
Accounts receivable - less reserve  
Material and supplies, at average cost  
Electric production fuel, at average cost  
Natural gas in storage, at last in, first-out cost  
Price risk management asset  
Prepayments and other

-----  
Total Current Assets  
-----

OTHER ASSETS:

Price risk asset long term  
Regulatory assets  
Deferred charges and other

-----  
Total Other Assets  
-----

TOTAL ASSETS  
=====

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PUBLIC UTILITY HOLDING COMPANY ACT OF 1935  
FILE NO. 70-9681

ITEM #11

As of September 30, (in thousands)

-----  
CAPITALIZATION AND LIABILITIES

CAPITALIZATION:

Common shareholder's equity

Preferred Stocks -

    Series without mandatory redemption provisions

    Series with mandatory redemption provisions

Long-term debt, excluding amount due within one year

-----  
Total Capitalization

-----  
CURRENT LIABILITIES:

    Current portion of long-term debt

    Short term borrowings

    Accounts payable

    Dividends declared on common and preferred stock

    Customer deposits

    Taxes accrued

    Interest accrued

    Fuel adjustment clause

    Accrued employment costs

    Price risk management liabilities

    Other accruals

-----  
Total current liabilities

-----  
OTHER:

    Deferred income taxes

    Deferred investment tax credits

    Deferred credits

    Accrued liability for post retirement benefits

    Other noncurrent liabilities

-----  
Total other

-----  
TOTAL CAPITALIZATION AND LIABILITIES  
=====

8

EXHIBIT #5

BAY STATE GAS COMPANY  
QUARTERLY REPORT UNDER RULE 24 OF THE  
PUBLIC UTILITY HOLDING COMPANY ACT OF 1935  
FILE NO. 70-9681

ITEM #11

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As of September 30, (in thousands)

-----  
ASSETS

PROPERTY, PLANT, AND EQUIPMENT:

Utility plant  
Accumulated depreciation and amortization

-----  
Net Utility Plant

-----  
OTHER PROPERTY AND INVESTMENTS

CURRENT ASSETS:

Cash and cash equivalents  
Accounts receivable - less reserve  
Gas cost adjustment clause  
Material and supplies, at average cost  
Natural gas in storage - weighted average  
Prepayments and other

-----  
Total Current Assets

-----  
OTHER ASSETS:

Regulatory assets  
Intangible assets  
Deferred charges and other

-----  
Total Other Assets

-----  
TOTAL ASSETS  
=====

-----  
CAPITALIZATION AND LIABILITIES

CAPITALIZATION:

Common shareholder's equity  
Long-term debt excluding amt due within one year

-----  
Total Capitalization

-----  
CURRENT LIABILITIES:

Short term borrowings  
Accounts payable  
Dividends declared on common and preferred stock  
Customer deposits  
Taxes accrued  
Interest accrued  
Refunds due customers within one year  
Other accruals

-----  
Total current liabilities

-----  
OTHER:

Deferred income taxes  
Deferred investment tax credits  
Other noncurrent liabilities

-----  
Total other  
-----

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TOTAL CAPITALIZATION AND LIABILITIES

9

EXHIBIT #6

NORTHERN UTILITIES, INC.  
QUARTERLY REPORT UNDER RULE 24 OF THE  
PUBLIC UTILITY HOLDING COMPANY ACT OF 1935  
FILE NO. 70-9681

ITEM #11

As of September 30, (in thousands)

ASSETS

PROPERTY, PLANT, AND EQUIPMENT:

Utility plant  
Accumulated depreciation and amortization

Net Utility Plant

OTHER PROPERTY AND INVESTMENTS

CURRENT ASSETS:

Cash and cash equivalents  
Accounts receivable - less reserve  
Gas cost adjustment clause  
Material and supplies, at average cost  
Natural gas in storage, weighted average  
Prepayments and other

Total Current Assets

OTHER ASSETS:

Regulatory assets  
Intangible assets  
Deferred charges and other

Total Other Assets

TOTAL ASSETS

CAPITALIZATION AND LIABILITIES

CAPITALIZATION:

Common shareholder's equity  
Long-term debt excluding amt due within one year

Total Capitalization

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CURRENT LIABILITIES:

Short term borrowings  
Accounts payable  
Customer deposits  
Taxes accrued  
Interest accrued  
Price risk management liabilities  
Refunds due customers within one year  
Other accruals

-----  
Total current liabilities  
-----

OTHER:

Deferred income taxes  
Deferred investment tax credits  
Other non-current liabilities

-----  
Total other  
-----

TOTAL CAPITALIZATION AND LIABILITIES  
=====

10

EXHIBIT #7

KOKOMO GAS AND FUEL COMPANY  
QUARTERLY REPORT UNDER RULE 24 OF THE  
PUBLIC UTILITY HOLDING COMPANY ACT OF 1935  
FILE NO. 70-9681

ITEM #11

As of September 30, (in thousands)  
-----

ASSETS

PROPERTY, PLANT, AND EQUIPMENT:

Utility plant  
Accumulated depreciation and amortization

-----  
Net Utility Plant  
-----

OTHER PROPERTY AND INVESTMENTS  
-----

CURRENT ASSETS:

Cash and cash equivalents  
Accounts receivable - less reserve  
Gas cost adjustment clause  
Material and supplies, at average cost  
Natural gas in storage - weighted average  
Prepayments and other

-----  
Total Current Assets  
-----

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-----  
OTHER ASSETS:

Deferred charges and other

-----  
Total Other Assets

-----  
TOTAL ASSETS  
=====

-----  
CAPITALIZATION AND LIABILITIES

CAPITALIZATION:

Common shareholder's equity

-----  
Total Capitalization

-----  
CURRENT LIABILITIES:

Short term borrowings  
Accounts payable  
Customer deposits  
Interest accrued  
Other accruals

-----  
Total current liabilities

-----  
OTHER:

Deferred income taxes  
Deferred investment tax credits  
Post retirement benefits accrued  
Regulatory income tax liability  
Other non-current liabilities

-----  
Total other

-----  
TOTAL CAPITALIZATION AND LIABILITIES  
=====

11

EXHIBIT #8

NORTHERN INDIANA FUEL AND LIGHT COMPANY  
QUARTERLY REPORT UNDER RULE 24 OF THE  
PUBLIC UTILITY HOLDING COMPANY ACT OF 1935  
FILE NO. 70-9681

ITEM #11

As of September 30, (in thousands)  
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ASSETS

PROPERTY, PLANT, AND EQUIPMENT:

Utility plant

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Accumulated depreciation and amortization
-----
Net Utility Plant
-----
OTHER PROPERTY AND INVESTMENTS
-----
CURRENT ASSETS:
Cash and cash equivalents
Accounts receivable - less reserve
Gas adjustment clause
Material and supplies, at average cost
Natural gas in storage - weighted average
Prepayments and other
-----
Total Current Assets
-----
OTHER ASSETS:
Regulatory assets
Deferred charges and other
-----
Total Other Assets
-----
TOTAL ASSETS
=====
-----
CAPITALIZATION AND LIABILITIES
CAPITALIZATION:
Common shareholder's equity
-----
Total Capitalization
-----
CURRENT LIABILITIES:
Notes payable to associated companies
Accounts payable
Customer deposits
Taxes accrued
Other accruals
-----
Total current liabilities
-----
OTHER:
Deferred income taxes
Deferred investment tax credits
Deferred credits
Regulatory income tax liability
-----
Total other
-----
TOTAL CAPITALIZATION AND LIABILITIES
=====