

VECTREN CORP  
Form 8-K  
January 02, 2015

SECURITIES AND EXCHANGE COMMISSION  
Washington, DC 20549

FORM 8-K  
CURRENT REPORT

Pursuant to Section 13 or 15(d) of  
The Securities Exchange Act of 1934

Date of Report (Date of earliest event reported) December 31, 2014

VECTREN CORPORATION  
(Exact name of registrant as specified in its charter)

| Commission<br>File No. | Registrant, State of Incorporation,<br>Address, and Telephone Number  | I.R.S Employer<br>Identification No. |
|------------------------|---|--------------------------------------|
| 1-15467                | Vectren Corporation<br>(An Indiana Corporation)<br>One Vectren Square<br>Evansville, Indiana 47708<br>(812) 491-4000            | 35-2086905                           |
| 1-16739                | Vectren Utility Holdings, Inc.<br>(An Indiana Corporation)<br>One Vectren Square<br>Evansville, Indiana 47708<br>(812) 491-4000 | 35-2104850                           |

Former name or address, if changed since last report: N/A

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))



Item 1.01. Entry into a Material Definitive Agreement

On December 31, 2014, Vectren Corporation's Nominating and Corporate Governance Committee of its Board of Directors approved the attached revised form of grant agreement for restricted stock awards provided to non-employee members of the Board of Directors as part of their total compensation for their board service. This form of grant agreement will be used beginning in January of 2015, at which time grants will be made for future service. The form of grant agreement reflects, among other things, a change in the grant and restriction lift dates from May, which was used in previous agreements, to January as provided in this agreement.

Item 9.01. Exhibits.

| Exhibit Number | Description  |
|----------------|--|
| 10.1           | Grant Agreement for Non-Employee Director Stock Grants |

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

VECTREN CORPORATION  
VECTREN UTILITY HOLDINGS, INC.

January 2, 2015

By: /s/ M. Susan Hardwick  
M. Susan Hardwick  
Senior Vice President and Chief  
Financial Officer

INDEX TO EXHIBITS

The following Exhibit is filed as part of this Report to the extent described in Item 1.01:

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|----------------|--|
| 10.1           | Grant Agreement for Non-Employee Director Stock Grants |