

ELLERBROOK NIEL C
Form 4
October 07, 2010

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
ELLERBROOK NIEL C

(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)
10/06/2010

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)

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 (A) or (D) Price			
Common Stock	10/06/2010		M	41,973 A \$ 22.54	99,381.661	D	
Common Stock	10/06/2010		S ⁽²⁾	11,888 D \$ 26.25	87,493.661	D	
Common Stock	10/06/2010		S ⁽²⁾	4,500 D \$ 26.255	82,993.661	D	
Common Stock	10/06/2010		S ⁽²⁾	300 D \$ 26.2575	82,693.661	D	
Common Stock	10/06/2010		S ⁽²⁾	5,999 D \$ 26.26	76,694.661	D	

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Common Stock	10/06/2010	S ⁽²⁾	1,300	D	\$ 26.265	75,394.661	D
Common Stock	10/06/2010	S ⁽²⁾	5,500	D	\$ 26.27	69,894.661	D
Common Stock	10/06/2010	S ⁽²⁾	900	D	\$ 26.275	68,994.661	D
Common Stock	10/06/2010	S ⁽²⁾	100	D	\$ 26.2775	68,894.661	D
Common Stock	10/06/2010	S ⁽²⁾	3,260	D	\$ 26.28	65,634.661	D
Common Stock	10/06/2010	S ⁽²⁾	300	D	\$ 26.285	65,334.661	D
Common Stock	10/06/2010	S ⁽²⁾	100	D	\$ 26.2875	65,234.661	D
Common Stock	10/06/2010	S ⁽²⁾	3,690	D	\$ 26.29	61,544.661	D
Common Stock	10/06/2010	S ⁽²⁾	100	D	\$ 26.2975	61,444.661	D
Common Stock	10/06/2010	S ⁽²⁾	3,300	D	\$ 26.3	58,144.661	D
Common Stock	10/06/2010	S ⁽²⁾	100	D	\$ 26.305	58,044.661	D
Common Stock	10/06/2010	S ⁽²⁾	536	D	\$ 26.31	57,508.661	D
Common Stock	10/06/2010	S ⁽²⁾	100	D	\$ 26.33	57,408.661	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)	\$ 22.54	10/06/2010		M	41,973	<u>(1)</u>	05/01/2011	Common Stock	41,973

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
ELLERBROOK NIEL C ONE VECTREN SQUARE P. O. BOX 209 EVANSVILLE, IN 47708		X		

Signatures

/s/Ronald E.
Christian

10/07/2010

**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) The grant is exercisable in five equal annual installments beginning 1/1/2002.

(2) The sales reported in this Form 4 were executed pursuant to a Rule 10b5-1 trading plan previously adopted by the reporting person.

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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