

Bohls John M
Form 3
June 01, 2010

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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)

| | | | | | |
|--|---|--|--|---|---|
| <p>1. Name and Address of Reporting Person *</p> <p>Â Bohls John M</p> <p>(Last) (First) (Middle)</p> <p>VECTREN CORPORATION,Â ONE VECTREN SQ.</p> <p>(Street)</p> <p>EVANSVILLE,Â INÂ 47708</p> <p>(City) (State) (Zip)</p> | <p>2. Date of Event Requiring Statement</p> <p>(Month/Day/Year)</p> <p>06/01/2010</p> | <p>3. Issuer Name and Ticker or Trading Symbol</p> <p>VECTREN CORP [VVC]</p> | <p>4. Relationship of Reporting Person(s) to Issuer</p> <p>(Check all applicable)</p> <p><input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below) President, Vectren Enterprises</p> | <p>5. If Amendment, Date Original Filed(Month/Day/Year)</p> | <p>6. Individual or Joint/Group Filing(Check Applicable Line)</p> <p><input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person</p> |
|--|---|--|--|---|---|

Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---------------------------------|---|--|---|
| Common Stock | 18,268 | D | Â |
| Common Stock | 220.207 | I | 401K |
| Common Stock | 500 | I | IRA |

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

SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5) | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---|--|--------------------|--|----------------------------------|--|--|---|
| | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | | |
| Stock Options (Right to Buy) | Â (1) | Â (1) | Common Stock | 8,000 | \$ 23.19 | D | Â |
| Stock Options (Right to Buy) | Â (2) | Â (2) | Common Stock | 5,000 | \$ 24.74 | D | Â |
| Stock Options (Right to Buy) | Â (3) | Â (3) | Common Stock | 16,000 | \$ 26.63 | D | Â |
| Phantom Stock | Â (5) | Â (5) | Common Stock | 6,927.569 | \$ 0 (4) | D | Â |
| Phantom Stock | Â (6) | Â (6) | Common Stock | 11,000 | \$ 0 | D | Â |
| Phantom Stock | Â (7) | Â (7) | Common Stock | 14,000 | \$ 0 | D | Â |
| Phantom Stock | Â (8) | Â (8) | Common Stock | 1,600 | \$ 0 | D | Â |
| Phantom Stock | Â (9) | Â (9) | Common Stock | 14,400 | \$ 0 | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|--|-------|
| | Director | 10% Owner | Officer | Other |
| Bohls John M VECTREN CORPORATION ONE VECTREN SQ. EVANSVILLE, IN 47708 | Â | Â | Â President, Vectren Enterprises | Â |

Signatures

/s/Ronald E.
Christian

06/01/2010

**Signature of
Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, see Instruction 5(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 exempt under Rule 16(b)-3. The options vest in three equal installments on January 1, 2004, January 1, 2005 and January 1, 2006.

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- (2) Stock options granted under the Vectren Corporation At-Risk Compensation Plan in a transaction exempt under Rule 16b-3. The options vest in three installments on January 1, 2005, January 1, 2006 and January 1, 2007.

Stock options granted under the Vectren Corporation (Vectren) At Risk Compensation Plan in a transaction approved by the

- (3) Compensation and Benefits Committee of the Board of Directors and exempt under Rule 16(b)-3. The options vest in three installments on January 1, 2006, January 1, 2007 and January 1, 2008.
- (4) Phantom shares acquired through Vectren Corporation ("Vectren") Non-Qualified Deferred Compensation Plan.

Phantom stock units held under the non-qualified deferred compensation plan will effectively be exercised at the time the amounts represented by these units are paid out under the Plan. Generally, unless provided otherwise by the participant, the payout begins with the end of the officer's employment with the Company or one of its participating subsidiaries. Pursuant to the non-qualified deferred compensation plan, payouts can occur for up to 15 years. Amounts held in the phantom stock accounts would be amortized over that period unless directed otherwise by the participant.

- (6) The Stock Unit Award was acquired pursuant to the Vectren Corporation At-Risk Compensation Plan and is subject to forfeiture as provided by the plan. The lifting of restrictions and forfeitability provisions are dependent upon performance during a measuring period from 1/1/08 through 12/31/10 and continued employment until 12/31/11. Upon lifting of restrictions, Grantee shall be paid, for each Stock Unit Award, in cash, the Fair Market Value of one share of common stock on the date restrictions lapse, provided Grantee is in compliance with share ownership guidelines established by the board of directors. If Grantee is not in compliance with share ownership guidelines, the value of each Stock Unit Award shall be paid in unrestricted Vectren common stock. The board of directors approved the acquisition in accordance with Rule 16b-3(d). Given the performance-based nature of the award, it is possible that this award is not a derivative security and may not be reportable.

The Stock Unit Award was acquired pursuant to the Vectren Corporation At-Risk Compensation Plan and is subject to forfeiture as provided by the plan. The lifting of restrictions and forfeitability provisions are dependent upon performance during a measuring period from 1/1/09 through 12/31/11 and continued employment until 12/31/12. Upon lifting of restrictions, Grantee shall be paid, for each

- (7) Stock Unit Award, in cash, the Fair Market Value of one share of common stock on the date restrictions lapse, provided Grantee is in compliance with share ownership guidelines established by the board of directors. If Grantee is not in compliance with share ownership guidelines, the value of each Stock Unit Award shall be paid in unrestricted Vectren common stock. The board of directors approved the acquisition in accordance with Rule 16b-3(d). Given the performance-based nature of the award, it is possible that this award is not a derivative security and may not be reportable.

The stock unit award was acquired pursuant to the Vectren Corporation At-Risk Compensation Plan and is subject to forfeiture as

- (8) provided by the Plan and the Plan Agreement. The lifting of restrictions and the forfeitability provisions is dependent upon contingent service by the executive. Restrictions applicable to the award will be lifted 1/3rd as of December 31, 2010, 1/3rd as of December 31, 2011 and 1/3rd as of December 31, 2012. The board of directors approved the acquisition in accordance with Rule 16b-3(d).

The Stock Unit Award was acquired pursuant to the Vectren Corporation At-Risk Compensation Plan and is subject to forfeiture as provided by the plan. The lifting of restrictions and forfeitability provisions are dependent upon performance during a measuring period from 1/1/10 through 12/31/12 and continued employment until 12/31/13. Upon lifting of restrictions, Grantee shall be paid, for each

- (9) Stock Unit Award, in cash, the Fair Market Value of one share of common stock on the date restrictions lapse, provided Grantee is in compliance with share ownership guidelines established by the board of directors. If Grantee is not in compliance with share ownership guidelines, the value of each Stock Unit Award shall be paid in unrestricted Vectren common stock. The board of directors approved the acquisition in accordance with Rule 16b-3(d).

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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