## Edgar Filing: SMITH MICHAEL L - Form 4

SMITH MICH	AEL L											
Form 4												
January 03, 20	18											
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION									OMB APPROVAL			
	UNITED	STATES		RITIES A			COMMISSIO	N OMB Number:	3235-0287			
Check this l if no longer				Expires:	January 31							
subject to Section 16.	STATEN	MENT OF	F CHAN	NGES IN SECUI	Estimated	Estimated average burden hours per						
Form 4 or								response				
Form 5 obligations may continu <i>See</i> Instruct 1(b).	section 17(	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 Res	sponses)											
1. Name and Address of Reporting Person <u>*</u> SMITH MICHAEL L			2. Issuer Name <b>and</b> Ticker or Trading Symbol VECTREN CORP [VVC]				5. Relationship of Reporting Person(s) to Issuer					
							(Check all applicable)					
(Last)	(First) (A	Middle)	3. Date of	of Earliest T	ransaction		(Check an applicable)					
ONE VECTREN SQUARE, P. O. BOX 209			(Month/Day/Year) 01/01/2018				Director 10% Owner Officer (give title Other (specify below)					
(Street)			4. If Amendment, Date Original				6. Individual or Joint/Group Filing(Check					
EVANSVILL	Filed(Month/Day/Year)				Applicable Line) _X_Form filed by One Reporting Person Form filed by More than One Reporting Person							
(City)	(State)	(Zip)	Tab	ole I - Non-l	Derivative	Securities A	cquired, Disposed	of. or Beneficia	llv Owned			
(Instr. 3) any		Execution	Date, if TransactionAcquired (A) or Code Disposed of (D) ay/Year) (Instr. 8) (Instr. 3, 4 and 5) (A) or		(A) or of (D) and 5) (A) or	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				
Domindor Doo		for a - h 1		Code V		(D) Price	. ,					
Reminder: Report	t on a separate line		ass of sec	unues dene	Perso inform requir	ns who res nation cont ed to respo	spond to the colle ained in this forr ond unless the fo ntly valid OMB co	n are not orm	SEC 1474 (9-02)			

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number of	6. Date Exercisable and	7. Title and Amount of	8.
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transaction	orDerivative	Expiration Date	Underlying Securities	De
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)	Se

number.

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(Instr. 3)	Price of Derivative Security		(Month/Day/Year)	(Instr. 8)	Disposed	Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)				
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Phantom Stock	\$ 0	01/01/2018		М		1,860	(1)	(1)	Common Stock	1,860
Phantom Stock	\$ 0	01/01/2018		A <u>(2)</u>	1,860		(3)	(3)	Common Stock	1,860

## **Reporting Owners**

Reporting Owner Name / Addre	SS	Relationships							
		10% Owner	Officer	Other					
SMITH MICHAEL L ONE VECTREN SQUARE P. O. BOX 209 EVANSVILLE, IN 47708									
Signatures									
/s/Ronald E. Christian	01/03/2018								

\*\*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).

The stock unit award was granted pursuant to the Vectren Corporation At Risk Compensation Plan (Plan) and was subject to the terms, provisions and conditions of the Plan and Plan grant agreement. The lifting of restrictions and forfeiture provisions were dependent upon

- (1) continued service by the grantee until January 1, 2018, except as described in the Plan and the Plan grant agreement. The grantee was paid for each stock unit, in cash, the value of one share of Vectren's common stock on the date restrictions lapsed. The conditions associated with the award have been fulfilled and it has now been settled. This transaction was approved in accordance with Rule 16b-3.
- (2) The reporting person elected to defer the stock unit award to the phantom stock account of the Vectren Corporation Nonqualified Deferred Compensation Plan. This transaction is exempt under Section 16b-3.

Phantom stock units held under the non-qualified deferred compensation plan will effectively be exercised at the time amounts represented by those units are paid out under the Plan. Generally, unless provided otherwise by the participant, the payout begins with the

(3) end of the board member's service as a member of the board. 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.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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