

VECTREN CORP  
Form 8-K  
February 01, 2017

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) February 1, 2017

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

Commission File No.      Registrant, State of Incorporation, and Telephone Number      I.R.S Employer Identification No.

1-15467      Vectren Corporation      35-2086905  
(An Indiana Corporation)  
One Vectren Square  
Evansville, Indiana 47708  
(812) 491-4000

1-16739      Vectren Utility Holdings, Inc.      35-2104850  
(An Indiana Corporation)  
One Vectren Square  
Evansville, Indiana 47708  
(812) 491-4000

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 5.03 Amendments to Articles of Incorporation or Bylaws; Change in Fiscal Year

Effective February 1, 2017, the Board of Directors of the Company amended the Company's Code of By-Laws to remove a provision that required amendments to the Code of By-Laws to be approved by a majority of all members of the Board of Directors. The Code of By-Laws as approved and effective on February 1, 2017 is attached as Exhibit 3.1.

Item 9.01. Exhibits.

| Exhibit<br>Number | Description |
|-------------------|-------------|
|-------------------|-------------|

|     |   |
|-----|---|
| 3.1 | Code of By-Laws of Vectren Corporation as Most Recently Amended as of February 1, 2017. |
|-----|---|

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.

February 1, 2017

By: /s/ M. Susan Hardwick  
M. Susan Hardwick  
Executive 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 5.03:

| Exhibit<br>Number | Description |
|-------------------|-------------|
|-------------------|-------------|

|     |   |
|-----|---|
| 3.1 | Code of By-Laws of Vectren Corporation as Most Recently Amended as of February 1, 2017. |
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