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VECTREN UTILITY HOLDINGS INC  
Form 8-K  
January 24, 2002

SECURITIES AND EXCHANGE COMMISSION  
Washington, DC 20549

FORM 8-K  
CURRENT REPORT  
Pursuant to Section 13 of 15(d) of  
The Securities Exchange Act of 1934

Date of Report (Date of earliest event reported) January 23, 2002

VECTREN UTILITY HOLDINGS, INC.  
(Exact name of registrant as specified in its charter)

Indiana 1-16739 35-2104850  
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(State of Incorporation) (Commission File Number) (I.R.S. Employer Identification)

20 N.W. Fourth Street, Evansville, Indiana 47708  
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(Address of principal executive offices) (Zip Code)

Registrant's telephone number, including area code (812)491-4000

N/A  
(Former name or address, if changed since last report.)

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Item 5. Other Events

On January 23, 2002, Vectren Corporation (the Company), the parent company of Vectren Utility Holdings, Inc. released financial information to the investment community regarding the Company's results of operations for the three and twelve month periods ended December 31, 2001. The financial information released is included herein. This information does not include footnote disclosures and should not be considered complete financial statements.

In connection with the "safe harbor" provisions of the Private Securities Litigation Reform Act of 1995, the Company is hereby filing cautionary statements identifying important factors that could cause actual results of the Company and its subsidiaries, including Vectren Utility Holdings, Inc., Indiana Gas Company, Inc. and Southern Indiana Gas and Electric Company, to differ materially from those projected in forward-looking statements of the Company and

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its subsidiaries made by, or on behalf of, the Company and its subsidiaries.

Item 7. Exhibits

99-1 Press Release - Fourth Quarter 2001 Vectren Corporation Earnings

99-2 Cautionary Statement for Purposes of the "Safe Harbor" Provisions of the Private Securities Litigation Reform Act of 1995

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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.

January 23, 2002

VECTREN UTILITY HOLDINGS, INC.

By: /s/ M. Susan Hardwick

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M. Susan Hardwick  
Vice President and Controller