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VECTREN UTILITY HOLDINGS INC

Form 8-K

May 10, 2004

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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) May 7, 2004

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

| Commission<br>File No. | Registrant, State of Incorporation,<br>Address, and Telephone Number  | I.R.S Employer<br>Identification No. |
|------------------------|---|--------------------------------------|
| 1-15467                | Vectren Corporation<br>(An Indiana Corporation)<br>20 N.W. Fourth Street,<br>Evansville, Indiana 47708<br>(812) 491-4000            | 35-2086905                           |
| 1-16739                | Vectren Utility Holdings, Inc.<br>(An Indiana Corporation)<br>20 N.W. Fourth Street,<br>Evansville, Indiana 47708<br>(812) 491-4000 | 35-2104850                           |

Former name or address, if changed since last report: N/A

Item 5. Other Events and Regulation FD Disclosure

Indiana Gas Company, Inc. (Indiana Gas) and Southern Indiana Gas and Electric Company (SIGECO), are direct, wholly owned subsidiaries of Vectren Utility Holdings, Inc. (VUHI). VUHI is a direct, wholly owned subsidiary of Vectren Corporation (Vectren or the Company).

On May 7, 2004, both Indiana Gas and SIGECO filed with the U.S. Securities and Exchange Commission (SEC) Form 15, "Certification and Notice of Termination of Registration Under Section 12(g) of the Securities Exchange Act of 1934 or Suspension of Duty to File Reports Under Sections 13 and 15(d) of the Securities Exchange Act of 1934". SIGECO filed a Form 15 with respect to its 1) Common Stock - Without Par and 2) First Mortgage Bonds. Indiana Gas filed a Form 15 with respect to its 1) Common Stock - Without Par and 2) Senior Unsecured Notes. Copies of the respective Form 15 are furnished as Exhibits 99-1 through 99-4 to this Current Report.

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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.

VECTREN CORPORATION  
VECTREN UTILITY HOLDINGS, INC.

May 7, 2004

By: /s/ M. Susan Hardwick  
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M. Susan Hardwick  
Vice President and Controller

INDEX TO EXHIBITS

The following Exhibits are furnished as part of this Report to the extent described in Item 9:

| Exhibit Number | Description   |
|----------------|---|
| 99-1           | SIGECO's Form 15 with respect to its Common Stock - Without Par     |
| 99-2           | SIGECO's Form 15 with respect to its First Mortgage Bonds           |
| 99-3           | Indiana Gas' Form 15 with respect to its Common Stock - Without Par |
| 99-4           | Indiana Gas' Form 15 with respect to its Senior Unsecured Notes     |