### Edgar Filing: SHYMANSKI RICHARD W - Form 4

SHYMANS	SKI RICHARD W	7									
Form 4											
December (	02, 2008										
FORM	ЛД								PPROVA	۱L	
<b>UNITED STATES SECURITIES AND EXCHANGE COMMISSION</b> Washington, D.C. 20549								N OMB Number:	3235-	0287	
Check t				_				Expires:	Januar		
if no loi subject	STATES	MENT OF	F CHAI	NGES IN	BENE	FICIAL O	WNERSHIP OF	, , , , , , , , , , , , , , , , , , ,	Estimated average		
Section 16. SECURITIES								burden hou			
Form 4	or							response		0.5	
Form 5 obligations may continue. See Instruction 1(b). 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)										
1. Name and SHYMAN		2. Issuer Name <b>and</b> Ticker or Trading				5. Relationship of Reporting Person(s) to Issuer					
SHIMAN	<b>v</b>	Symbol			~1	135001					
			VECT	REN COF	KP [ V V		(Check all applicable)				
(Last)	(First) (	(Middle)	3. Date of Earliest Transaction								
		D O	(Month/Day/Year)			X_ Director 10% Owner Officer (give title Other (specify					
BOX 209	TREN SQUARE,	, P. O.	12/01/2008			below) below)					
BUX 209											
	(Street)		4. If Amendment, Date Original				6. Individual or Joint/Group Filing(Check				
			Filed(Month/Day/Year)				Applicable Line) _X_ Form filed by One Reporting Person				
EVANSVI	LLE, IN 47708							More than One R			
LVANSVI	LLL, IN 47708						Person				
(City)	(State)	(Zip)	Tal	ole I - Non-J	Derivativ	e Securities A	Acquired, Disposed	of, or Beneficia	lly Owned	ł	
1.Title of	2. Transaction Date			3.	4. Secur		5. Amount of	6. Ownership	7. Nature	of	
Security	(Month/Day/Year)	Execution Date, in					Securities	Form: Direct	Indirect	.1	
(Instr. 3)		any (Month/Da	v/Year)	Code (Instr. 8)	-	(10), 4 and 5)	•	(D) or Indirect (I)	Ownersh		
(Hond) D						,	Following	(Instr. 4)	(Instr. 4)	r	
						(A)	Reported				
						or	Transaction(s) (Instr. 3 and 4)				
				Code V	Amount	(D) Price	(Instr. 5 and 4)				
Reminder: Re	port on a separate line	e for each cla	ass of sec	urities bene	ficially ov	wned directly	or indirectly.				
							spond to the colle		SEC 1474		
					requ	ired to resp	tained in this form ond unless the fo	rm	(9-02)		
					disp	lays a curre	ntly valid OMB co	ntrol			

 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	:
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orDerivative	Expiration Date	Underlying Securities	]
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)	

number.

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(Instr. 3)	Price of Derivative Security		(Month/Day/Year)	(Instr.	8)	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 <u>(1)</u>	12/01/2008		J <u>(1)</u>		51.0837		(2)	(2)	Common Stock	51.0837	

# **Reporting Owners**

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
SHYMANSKI RICHARD W ONE VECTREN SQUARE P. O. BOX 209 EVANSVILLE, IN 47708	Х						
Signatures							

# 9

/s/Ronald E. 12/02/2008 Christian, POA Date

\*\*Signature of Reporting Person

## **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).
- (1) 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 amounts represented by those units are paid out under the Plan. Generally, unless provided otherwise by the participant, the payout begins with the

(2) 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.