

Edgar Filing: VECTREN UTILITY HOLDINGS INC - Form 8-K

VECTREN UTILITY HOLDINGS INC  
Form 8-K  
November 27, 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) November 25, 2002

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

Indiana -----	1-16739 -----	35-2104850 -----
(State of Incorporation)	(Commission File Number)	(I.R.S. Employer Identification No.)

20 N.W. Fourth Street, Evansville, Indiana -----	47708 -----
(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.)

Item 5. Other Events

On November 25, 2002, Moody's Investor's Services (Moody's) issued a press release regarding the downgrade of credit ratings on various debt instruments issued by certain of Vectren Corporation's (Vectren) wholly owned subsidiaries, specifically Vectren Utility Holdings, Inc., Southern Indiana Gas and Electric Company and Indiana Gas Company, Inc. Moody's also confirmed the existing ratings on the debt securities of Vectren Capital Corporation and provided a stable outlook for all ratings. A copy of the press release is attached.

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

Item 7. Exhibits

99-1 Press Release - Moody's Investor's Services

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

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 UTILITY HOLDINGS, INC.

November 27, 2002

By: /s/ Jerome A. Benkert, Jr.

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Jerome A. Benkert, Jr.  
Executive Vice President and Chief  
Financial Officer (Principal Financial  
Officer)