

VAJDA DAVID J  
Form 4  
February 01, 2005

**FORM 4**

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES**

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 Address of Reporting Person \*  
VAJDA DAVID J

(Last) (First) (Middle)  
801 E 86TH AVENUE  
(Street)

MERRILLVILLE, IN 46410-6272

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
NISOURCE INC/DE [NI]

3. Date of Earliest Transaction  
(Month/Day/Year)  
01/28/2005

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
Vice President and Treasurer

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V Amount (D) Price			
Common Stock	01/28/2005		D	990 D \$ 0	46,064	D	
Common Stock	01/28/2005		S	365 D \$ 22.645	45,699	D	
Common Stock					2,250.2797	I	401(k) Plan
Common Stock					1,283.2177	I	401(k) Plan held by spouse

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned**  
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price or Number of Shares
Non Qualified Stock Options	\$ 16.2188					Date Exercisable: 08/21/1996 Expiration Date: 08/21/2005	Common Stock	5,000
Non Qualified Stock Options	\$ 18.4375					Date Exercisable: 01/30/2001 Expiration Date: 01/30/2010	Common Stock	4,000
Non Qualified Stock Options	\$ 18.9063					Date Exercisable: 08/26/1997 Expiration Date: 08/26/2006	Common Stock	6,300
Non Qualified Stock Options	\$ 19.84					Date Exercisable: 12/31/2002 Expiration Date: 12/31/2012	Common Stock	16,225
Non Qualified Stock Options	\$ 20.6407					Date Exercisable: 08/25/1998 Expiration Date: 08/25/2007	Common Stock	6,000
Non Qualified Stock Options	\$ 21.005					Date Exercisable: 01/24/2003 Expiration Date: 01/24/2012	Common Stock	7,135
Non Qualified	\$ 21.86					Date Exercisable: 01/01/2005 Expiration Date: 01/01/2014	Common Stock	18,855

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Stock Options						
Non Qualified Stock Options	\$ 22.22		08/21/2001	08/21/2010	Common Stock	4,000
Non Qualified Stock Options	\$ 22.62		01/03/2006	01/03/2015	Common Stock	46,286
Non Qualified Stock Options	\$ 24.5938		08/23/2000	08/23/2009	Common Stock	6,000
Non Qualified Stock Options	\$ 25.94		12/31/2001	12/31/2010	Common Stock	5,896
Non Qualified Stock Options	\$ 29.2188		08/24/1999	08/24/2008	Common Stock	6,000
Non Qualified Stock Options	\$ 21.005		01/24/2003	01/24/2012	Common Stock	1,500
Non Qualified Stock Options	\$ 21.795		01/23/2005	01/23/2014	Common Stock	2,000
Non Qualified Stock Options	\$ 22.22		08/21/2001	08/21/2010	Common Stock	2,000
Non Qualified Stock Options	\$ 22.62		01/03/2006	01/03/2015	Common Stock	2,250
Non Qualified Stock Options	\$ 23.725		05/20/2003	05/20/2012	Common Stock	1,500
Non Qualified Stock	\$ 24.5938		08/23/2000	08/23/2009	Common Stock	1,500

Options

Non  
Qualified Stock Options \$ 25.94 12/31/2001 12/31/2010 Common Stock 2,000

Options

Non  
Qualified Stock Options \$ 29.2188 08/24/1999 08/24/2008 Common Stock 1,500

Options

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
VAJDA DAVID J 801 E 86TH AVENUE MERRILLVILLE, IN 46410-6272			Vice President and Treasurer	

## Signatures

Gary W. Pottorff, Power of Attorney 02/01/2005

\*\*Signature of Reporting Person Date

## 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.  
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