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April 16, 2012

**VIA CERTIFIED MAIL
RETURN RECEIPT REQUESTED**

Top Hat Plan Exemption
Employee Benefits Security Administration
Room N-1513
U.S. Department of Labor
200 Constitution Avenue, N.W.
Washington, D.C. 20210

ES&A/PUBLIC/10000
2012 APR 20 PM 3:45

Gentlemen:

This statement is being filed under 29 C.F.R. § 2520.104-23(b) with respect to the VECTREN CORPORATION SEVERANCE PLAN FOR EXECUTIVE OFFICERS (the "Plan"), an unfunded plan maintained by Vectren Corporation primarily for the purpose of providing benefits to a select group of management and highly compensated employees. The Agreement currently covers 20 employees and was adopted on December 31, 2011. The name, address and employer identification number of the sponsoring employer are listed below.

Vectren Corporation
One Vectren Square
122 N.W. Riverside Drive
Evansville, IN 47708
EIN: 35-2086905

Sincerely,



Jeffrey A. Hopper

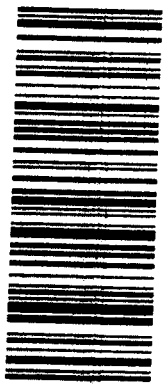
JAH:att

cc: Aaron Martin, Vectren Corporation
INDS01 JYH 1331831v1

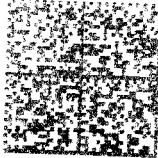
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WASHINGTON, D.C. 20210**

