

VECTREN UTILITY HOLDINGS INC  
Form 15-12B  
February 21, 2019

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

**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.**

**Commission File Number 1-16739**

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

**1111 Louisiana**  
**Houston, Texas 77002**  
**(713) 207-1111**

(Address, including zip code, and telephone number, including area code, of registrant's principal executive offices)

**Common Stock, without par value**

(Title of each class of securities covered by this Form)

**6.10% Senior Notes due December 1, 2035**

(Titles of all other classes of securities for which a duty to file reports under section 13(a) or 15(d) remains)

Please place an X in the box(es) to designate the appropriate rule provision(s) relied upon to terminate or suspend the duty to file reports:

Rule 12g-4(a)(1)

Rule 12g-4(a)(2)

Rule 12h-3(b)(1)(i)

Rule 12h-3(b)(1)(ii)

Rule 15d-6

Rule 15d-22(b)

Approximate number of holders of record as of the certification or notice date: **One**

Pursuant to the requirements of the Securities Exchange Act of 1934, Vectren Utility Holdings, Inc. has caused this certification/notice to be signed on its behalf by the undersigned duly authorized person.

**VECTREN UTILITY HOLDINGS, INC.**

Date: February 21, 2019

By: /s/ Kristie L. Colvin  
Kristie L. Colvin

Vice President and Chief Accounting Officer