

VECTREN CORP
Form 11-K
June 27, 2018

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

FORM 11-K

(Mark One)

ANNUAL REPORT PURSUANT TO SECTION 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

For the fiscal year ended December 31, 2017

OR

TRANSITION REPORT PURSUANT TO SECTION 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

For the transition period from _____ to _____

Commission file number: 1-15467

A. Full title of the plan and the address of the plan, if different from that of the issuer named below:

Vectren Corporation Retirement Savings Plan

B. Name of issuer of the securities held pursuant to the plan and the address of its principal executive officer:

Vectren Corporation
One Vectren Square
Evansville, Indiana 47708

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Note: The accompanying financial statements have been prepared for the purpose of filing with Form 5500. Supplemental schedules required by the Department of Labor's rules and regulations for reporting and disclosure under the Employee Retirement Income Security Act of 1974, other than the schedule listed above, are omitted because of the absence of the conditions under which they are required.

Report of Independent Registered Public Accounting Firm

Investment Committee, Plan Administrator and Plan Participants
Vectren Corporation Retirement Savings Plan
Evansville, Indiana

Opinion on the Financial Statements

We have audited the accompanying statements of net assets available for benefits of the Vectren Corporation Retirement Savings Plan (Plan) as of December 31, 2017 and 2016, the related statements of changes in net assets available for benefits for the year ended December 31, 2017, and the related notes (collectively referred to as the “financial statements”). In our opinion, the financial statements referred to above present fairly, in all material respects, the net assets available for benefits of the Plan as of December 31, 2017 and 2016, and the changes in net assets available for benefits for the year ended December 31, 2017 in conformity with accounting principles generally accepted in the United States of America.

Basis of Opinion

These financial statements are the responsibility of the Plan's management. Our responsibility is to express an opinion on these financial statements based on our audits.

We are a public accounting firm registered with the Public Company Accounting Oversight Board (United States) and are required to be independent with respect to the Plan in accordance with the U.S. federal securities laws and the applicable rules and regulations of the U.S. Securities and Exchange Commission and the Public Company Accounting Oversight Board (United States).

We conducted our audits in accordance with the standards of the Public Company Accounting Oversight Board (United States). Those standards require that we plan and perform the audits to obtain reasonable assurance about whether the financial statements are free of material misstatement, whether due to error or fraud. The Plan is not required to have, nor were we engaged to perform, an audit of its internal control over financial reporting. As part of our audits we are required to obtain an understanding of internal control over financial reporting, but not for the purpose of expressing an opinion on the effectiveness of the Plan's internal control over financial reporting. Accordingly, we express no such opinion.

Our audits included performing procedures to assess the risks of material misstatement of the financial statements, whether due to error or fraud, and performing procedures that respond to those risks. Such procedures included examining, on a test basis, evidence regarding the amounts and disclosures in the financial statements. Our audits also included evaluating the accounting principles used and significant estimates made by management, as well as evaluating the overall presentation of the financial statements. We believe that our audits provide a reasonable basis for our opinion.

Report on Supplemental Information

The supplemental information in the accompanying schedule of assets (held at end of year) as of December 31, 2017, has been subjected to audit procedures performed in conjunction with the audit of the Plan's financial statements. The supplemental schedule is the responsibility of the Plan's management. Our audit procedures included determining whether the supplemental schedule reconciles to the financial statements or the underlying accounting and other records, as applicable, and performing procedures to test the completeness and accuracy of the information presented in the supplemental schedule. In forming our opinion on the supplemental schedule, we evaluated whether the supplemental schedule, including its form and content, is presented in conformity with the Department of Labor's Rules and Regulations for Reporting and Disclosure under the

Investment Committee, Plan Administrator and Plan Participants
Vectren Corporation Retirement Savings Plan
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Employee Retirement Income Security Act of 1974. In our opinion, the schedule of assets (held at end of year) as of December 31, 2017, is fairly stated, in all material respects, in relation to the basic financial statements taken as a whole.

/s/ BKD, LLP

We have served as the Plan's auditor since 2012.

Evansville, Indiana
June 27, 2018

VECTREN CORPORATION
 RETIREMENT SAVINGS PLAN
 STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS
 (\$ In Thousands)

| | At December 31, | |
|-------------------------------------|-----------------|-----------|
| | 2017 | 2016 |
| ASSETS | | |
| Cash | \$2 | \$— |
| Investments, at fair value | | |
| Mutual funds | 249,301 | 205,505 |
| Vectren Corporation Common Stock | 35,574 | 31,864 |
| Common trust funds | 42,875 | 37,000 |
| Total investments | \$327,750 | \$274,369 |
| Notes receivable from participants | 4,457 | 4,316 |
| Net assets available for benefits | \$332,209 | \$278,685 |

The accompanying notes are an integral part of these financial statements.

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VECTREN CORPORATION
 RETIREMENT SAVINGS PLAN
 STATEMENT OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS
 (\$ in Thousands)

For the Year Ended December 31, 2017

ADDITIONS TO NET
 ASSETS ATTRIBUTED
 TO:

Investment income:

| | |
|---|----------|
| Net appreciation in fair value of investments | \$36,781 |
| Dividend, interest, and other income | 15,912 |
| Total investment income | 52,693 |

Interest income on notes receivable from participants 194

Contributions:

| | |
|---------------------|--------|
| Employee | 13,721 |
| Employer | 7,866 |
| Total contributions | 21,587 |

DEDUCTIONS FROM
 NET ASSETS
 ATTRIBUTED TO:

| | |
|-------------------------------|-----------|
| Benefits paid to participants | (20,734) |
| Administrative expenses | (216) |
| Total deductions | (20,950) |

Net increase 53,524

NET ASSETS
 AVAILABLE FOR
 BENEFITS

| | |
|-------------------|-----------|
| Beginning of year | 278,685 |
| End of year | \$332,209 |

The accompanying notes are an integral part of these financial statements.

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VECTREN CORPORATION
RETIREMENT SAVINGS PLAN
NOTES TO FINANCIAL STATEMENTS

Note 1. Plan Description

A. General

The Vectren Corporation Retirement Savings Plan (the Plan) is a defined contribution plan subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA) as amended. The Plan's sponsor, Vectren Corporation (Vectren or the Company), serves as the plan administrator. Vectren, an Indiana corporation, is an energy holding company headquartered in Evansville, Indiana. An Investment Committee and Human Resources Advisory Committee have been appointed by the Company's Board of Directors to administer the Plan. The following description of the Plan provides only general information. Vectren's corporate and utility employees participate in the Plan. Participants should refer to the Summary Plan Description and/or Plan document, which was most recently restated January 1, 2016, for a more complete description of the Plan provisions. The most recent amendments did not materially impact the Plan's net assets available for benefits, changes in net assets available for benefits or material provisions of the Plan.

B. Participation

Employees who have completed at least one hour of service and who are expected to complete 1,000 hours of service during their first year of employment are eligible to participate in the Plan. Employees who are not expected to meet the 1,000 hours of service threshold are eligible to participate after completing one Year of Period Service, as defined in the Plan document.

C. Participant Accounts

Each participant's account is credited with the participant's contributions and allocations of the Company's contribution and Plan earnings, and charged with an allocation of administrative expenses. Allocations are based on participant earnings or account balances, as defined in the Plan document. The benefit to which a participant is entitled is the benefit that can be provided from the participant's vested account. An automatic deferral feature for participants also provides for an annual increase in the percentage deferred and is ultimately capped at 10 percent. Such contributions are invested in fund options that consider the participants' estimated retirement date or funds otherwise elected. The participant can elect any other contribution percentage, including zero percent, and any other investment option.

D. Contributions and Vesting

Contributions are subject to limitations as defined in the Internal Revenue Code (IRC) and are currently invested in 1 percent increments in Vectren Corporation Common Stock, two common trust funds, and various mutual funds, as directed by participants. Plan participants may elect to contribute from 1 percent to 50 percent in whole percentages, of their eligible compensation, as defined in the Plan document. Additionally, bargaining unit participants may contribute more than 50 percent of any performance pay earned by the employee. Participants may also contribute amounts representing distributions from other qualified defined benefit or defined contribution plans. Participants are vested immediately in their contributions plus actual earnings thereon. All participants vest ratably in the Company's contribution portion of their account in 20 percent increments over five years.

Generally, for employees with a hire date prior to January 1, 2013 the Company is required to match 50 percent of the first 6 percent of eligible compensation contributed by all non-bargaining unit employees. Most participants also receive an additional 3 percent contribution on eligible compensation; however, certain participants in the Plan prior to March 30, 2000, declined the additional 3 percent contribution in lieu of rights available under other qualified retirement plans.

In accordance with the Plan document, beginning January 1, 2013, the Company matches 50 percent of the first 8 percent of eligible compensation contributed by all non-bargaining unit employees with a hire date effective on or after January 1, 2013. Most participants will also receive an additional 4 percent contribution on eligible compensation.

For bargaining unit employees, the Company's matching contribution depends on the negotiated collective bargaining arrangement, but is generally 50 percent of the first 5 percent, 6 percent, or 8 percent of eligible compensation. The Company's

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matching contribution for certain bargaining unit employees covered under the Utility Workers Union of America, Local 175 (UWUA) agreement is limited to \$1,300 per year. Additionally, the Company will contribute non-matching contributions for certain bargaining employees as defined in the Plan document.

The Plan restricts participants' investment in Vectren Corporation Common Stock. The Plan allows no more than 10 percent of a participant's contributions to be contributed to the Vectren Corporation Common Stock. In addition, if a participant's account has a 10 percent or greater investment in the Vectren Corporation Common Stock, the participants cannot make asset transfers into this fund until that portion of his/her balance is less than 10 percent of the total.

E. Payment of Benefits

Upon termination, retirement, or disability, participants have the option to receive either a lump sum distribution equal to the value of their vested account balance, or periodic installments over a period not to exceed 10 years, unless benefits are less than \$5,000. If benefits are less than \$5,000, participants can either receive a lump sum distribution or roll funds over into an Individual Retirement Account or other qualified plan. Also, if a lump sum distribution is received, the participants or beneficiary may elect to receive his/her existing investments in Vectren Corporation Common Stock in whole shares with fractional shares paid in cash.

Upon death of a participant, the beneficiary will continue to receive benefits if the participant was already receiving benefit payments. If the participant had not begun receiving benefit payments, the beneficiary will receive a lump sum distribution of the participant's account balance within 5 years of the participant's death unless an election was made to distribute the participant's account balance in equal installments over a period not greater than 10 years to the beneficiary. If the beneficiary is the participant's spouse, an election can be made not to begin distributions before the participant would have reached age 70-1/2.

Once a participant reaches age 59-1/2 and has completed 5 years of service, the participant can withdraw the partial or full value of his/her account at any time without penalty. Prior to age 59-1/2, a participant can withdraw participant contributions and employer matching and discretionary contributions if the participant satisfies certain hardship requirements as defined in the Plan. The benefits paid are limited to the amount necessary to satisfy the immediate financial need of the participant and are only available after the participant has obtained all other distributions and loans available under the Plan. After a hardship withdrawal is processed, the participant is suspended from making salary reduction contributions for a period of six consecutive months beginning the date the funds were distributed.

F. Notes Receivable from Participants

Participants may borrow up to 50 percent of the vested amount of their account balance up to \$50,000 with a minimum borrowing of \$1,000. Loans bear interest at a fixed rate of the Prime rate plus 1 percent as determined by the Plan and are collateralized by the participant's remaining balance in his/her account. The loan repayment period cannot be less than 1 year or greater than 5 years, except when the loan proceeds were used to acquire a participant's principal residence. Approved loans are charged a \$50 fee which is deducted from the participant's account and is paid to the Trustee. A participant may have no more than one active loan outstanding. Loan payments, both principal and interest, are made ratably though bi-weekly payroll deductions.

G. Forfeited Accounts and Excess Contributions

At December 31, 2017 and 2016, the amount of forfeited non-vested accounts and the amount of such accounts utilized to reduce employer contributions during 2017 were not significant. Contributions made to the Plan by and for the benefit of highly compensated employees may be returned to them if the Plan fails discrimination testing.

H. Plan Termination

While it has not expressed any intention to do so, the Company has the right under the Plan to discontinue its contributions at any time and to terminate the Plan subject to the provisions of ERISA. Upon partial or total

termination of the Plan, the participants would become fully vested in their employer contributions.

I. Voting Rights of Vectren Corporation Common Stock Participants

Each participant who has an account balance in Vectren Corporation Common Stock is entitled to direct the Trustee as to the manner of voting at each meeting of shareholders for all shares of Vectren Corporation common stock (including fractional shares), represented by the value of the participant's interest in Vectren Corporation Common Stock.

J. Vectren Corporation Common Stock Source of Funding

While the Company has the option to issue new shares to plan participants, the Plan met participant share requirements through open market purchases during the year presented.

Note 2. Summary of Significant Accounting Policies

A. Basis of Accounting

The financial statements of the Plan are prepared on the accrual basis of accounting.

B. Income Recognition

Purchases and sales of securities are recorded on a trade-date basis. Interest income is recorded on the accrual basis. Dividends are recorded on the ex-dividend date. Net appreciation includes the Plan's gains and losses on investments bought and sold as well as held during the year.

C. Payment of Benefits

Benefits are recorded when paid.

D. Administrative Expenses

The Plan allows administrative expenses to be paid either by the Plan or the Company, at the discretion of the Company. During the year ended 2017, administrative expenses paid by the Plan were approximately \$216,000.

E. Use of Estimates and Risks and Uncertainties

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets, liabilities, and changes therein and disclosure of contingent assets and liabilities. Actual results could differ from those estimates.

The Plan's investments are exposed to various risks, such as interest rate, market volatility, and credit risks. Due to the level of risk associated with investment securities, it is at least reasonably possible that changes in the values of investment securities will occur in the near term and that such a change could materially affect participants' account balances and the amounts reported in the statement of net assets available for benefits.

F. Investment Valuation

The Plan provides for various investment options in investment securities. The Plan reports these securities at fair value. Fair value is an estimate of the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. Financial Accounting Standards Board (FASB) guidance provides the framework for measuring fair value. That framework provides a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1 measurements) and the lowest priority to unobservable inputs (Level 3 measurements).

The three levels of the fair value hierarchy are described as follows:

Level 1 Inputs to the valuation methodology are unadjusted quoted prices for identical assets or liabilities in active markets that the Plan has the ability to access.

Inputs to the valuation methodology include

- quoted prices for similar assets or liabilities in active markets;
- quoted prices for identical or similar assets or liabilities in inactive markets;

Level 2 - inputs other than quoted prices that are observable for the asset or liability;

Level 2 - inputs that are derived principally from or corroborated by observable market data by correlation or other means.

If the asset or liability has a specified (contractual) term, the Level 2 input must be observable for substantially the full term of the asset or liability.

Level 3 Inputs to the valuation methodology are unobservable and significant to the fair value measurement.

The asset or liability's fair value measurement level within the fair value hierarchy is based on the lowest level of any input that is significant to the fair value measurement. Valuation techniques used need to maximize the use of observable inputs and minimize the use of unobservable inputs. There have been no changes in methodologies used at December 31, 2017 and 2016. The Plan had no liabilities measured at fair value on a recurring basis. In addition, the Plan had no assets or liabilities measured at fair value on a nonrecurring basis. The methods used to estimate fair value are described in Note 3.

G. Notes Receivable from Participants

Notes receivable from participants are presented at their amortized cost plus accrued but unpaid interest. All participant loans mature by the end of 2042, have interest rates ranging from 4.25 percent to 8.25 percent, and are collateralized by vested account balances of borrowing participants. Delinquent notes receivable from participants are reclassified as distributions based on the terms of the Plan document.

Note 3. Fair Value Measurements

The following tables set forth by level, within the fair value hierarchy, the Plan's assets measured at fair value on a recurring basis as of December 31, 2017 and 2016:

| (\$ in thousands) | 2017 | | | |
|---|-----------|---------|---------|------------|
| | Level 1 | Level 2 | Level 3 | Total |
| Vectren Corp Common Stock | \$35,574 | \$ | -\$ | -\$35,574 |
| Mutual Funds | 249,301 | — | — | 249,301 |
| Investments measured at net asset value (a) | — | — | — | 42,875 |
| Total investments measured at fair value | \$284,875 | \$ | -\$ | -\$327,750 |

| (\$ in thousands) | 2016 | | | |
|---|----------|---------|---------|----------|
| | Level 1 | Level 2 | Level 3 | Total |
| Vectren Corp Common Stock | \$31,864 | — | — | \$31,864 |
| Mutual Funds | 205,505 | — | — | 205,505 |
| Investments measured at net asset value (a) | — | — | — | 37,000 |

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Total investments measured at fair value \$237,369 \$ — \$274,369

(a) Generally Accepted Accounting Principles allow for certain investments measured at net asset value per share, or its equivalent, to not be classified in the fair value hierarchy. The fair value amounts presented in these tables are intended to permit reconciliation of the fair value hierarchy to the line items presented in the statement of net assets available for benefits.

The Plan uses the following methods to estimate the fair value of its investments.

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Mutual Funds and Vectren Corporation Common Stock

Shares of mutual funds are valued at the daily closing price as reported by the fund. The fair values of shares of Vectren Corporation Common Stock are derived from the closing price reported on the New York Stock Exchange.

Changes in Fair Value Levels

To assess the appropriate classification of investments within the fair value hierarchy, the availability of market data is monitored. Changes in economic conditions or valuation techniques may require the transfer of investment for one fair value level to another. In such instances, the transfer is reported at the end of the reporting period. For the year ended December 31, 2017, there were no transfers in or out of Levels 1, 2, or 3.

Common Trust Funds and Investments Measured Using the Net Asset Value per Share Practical Expedient

The Plan invests in two common trust funds. These investments are similar to mutual funds in that they are created by pooling of funds from investors into a common trust and such funds are managed by a third party investment manager. These trust funds typically give investors a wider range of investment options through this pooling of funds than that generally available to investors on an individual basis. However, unlike mutual funds, these trusts are not publicly traded in an active market; therefore, their fair value is not considered readily determinable. The funds are valued at the net asset value (NAV) of the underlying units.

The following table summarizes investments for these Common Trust Funds for which fair value is measured using the net asset value per share practical expedient as of December 31, 2017 and 2016, respectively. There are no participant redemption restrictions for these investments and the redemption notice period is applicable only to the Plan.

| (\$ in thousands) | 2017 | | Redemption Frequency (If Currently Eligible) | Redemption Notice Period |
|-------------------|------------|----------------------|--|--------------------------|
| | Fair value | Unfunded Commitments | | |
| Stable value fund | \$29,401 | n/a | Daily | 12 months |
| US equity fund | \$13,474 | n/a | Daily | 12 months |

| (\$ in thousands) | 2016 | | Redemption Frequency (If Currently Eligible) | Redemption Notice Period |
|-------------------|------------|----------------------|--|--------------------------|
| | Fair value | Unfunded Commitments | | |
| Stable value fund | \$26,428 | n/a | Daily | 12 months |
| US equity fund | \$10,572 | n/a | Daily | 12 months |

Note 4. Party-in-Interest Transactions

The Plan invests in shares of mutual funds and common trust funds managed by T. Rowe Price. T. Rowe Price is the trustee as defined by the Plan and, therefore, these transactions qualify as party-in-interest transactions. Fees paid by the Plan to T. Rowe Price (the Trustee) amounted to \$39,500 for the year ended December 31, 2017. The majority of these fees were communication fees and loan origination fees paid by Plan participants to T. Rowe Price. Payments totaling \$127,000 were made to Oxford Financial Group, Ltd. and Ramsey Financial Wellness for investment advice. Additional administrative fees of \$49,500 were paid to other parties-in-interest, of which no amount paid to a single party was material. The Plan also invests in shares of common stock of the Plan's sponsor, Vectren. Additionally,

Vectren performs certain services at no cost to the Plan and pays certain other general and administrative fees for the benefit of the Plan.

Note 5. Tax Status

The Company received its last determination letter on September 25, 2017, in which the Internal Revenue Service (IRS) stated that the Plan, as then designed, was in compliance with the applicable requirements of the Internal Revenue Code (IRC). The Plan has been amended since receiving the 2017 determination letter. In the opinion of Vectren Corporation, the Plan is designed, and is currently being operated, in compliance with the applicable requirements of the IRC.

Accounting principles generally accepted in the United States of America require plan management to evaluate tax positions taken by the plan and recognize a tax liability (or asset) if the organization has taken an uncertain position that more likely than not would not be sustained upon examination by the Internal Revenue Service. The Plan Administrator has analyzed the tax positions taken by the Plan, and has concluded that as of December 31, 2017, there are no uncertain positions taken or expected to be taken that would require recognition of a liability (or asset) or disclosure in the financial statements. The Plan is subject to routine audits by taxing jurisdictions; however, there are currently no audits for any tax period in progress. The Plan Administrator believes the Plan is no longer subject to income tax examinations for years prior to 2014.

Note 6. Reconciliation between Financial Statements and Form 5500

A reconciliation of net assets available-for-benefits per the financial statements at December 31, 2017 and 2016, to Form 5500 follows:

| (\$ in thousands) | 2017 | 2016 |
|--|-----------|-----------|
| Net assets available for benefits per the financial statements | \$332,209 | \$278,685 |
| Differences In: | | |
| Investments at fair value | 4,457 | 4,316 |
| Notes receivable from participants | (4,457) | (4,316) |
| Net assets available for benefits per the Form 5500 | \$332,209 | \$278,685 |

A reconciliation of net investment income per the financial statements for the year ended December 31, 2017 to Form 5500 follows:

(\$
in 2017
thousands)

Total
investment
income

Interest
income
on
notes
receivable
from
participants

Total
investment
income
per \$52,887
the
Form
5500

Note 7. Subsequent Events

Merger with CenterPoint Energy, Inc.

On April 21, 2018, Vectren, the Plan's sponsor, entered into an Agreement and Plan of Merger (the "Merger Agreement"), with CenterPoint Energy, Inc., a Texas corporation ("CenterPoint"), and Pacer Merger Sub, Inc., an Indiana corporation and wholly owned subsidiary of CenterPoint ("Merger Sub"). Pursuant to the Merger Agreement, and subject to the terms and conditions of the agreement, Merger Sub will merge with and into Vectren, with Vectren continuing as the surviving corporation and becoming a wholly owned subsidiary of CenterPoint.

Amendments

The Plan was amended for the third time May 23, 2018, for purposes of clarifying compensation respective to elective contributions, qualified non-elective contributions, for the determination of employer matching and employer non-matching contributions. This amendment also illustrates provisions which were implemented through a collective bargaining unit involving The UWUA175.

Other

The Plan has evaluated subsequent events through June 27, 2018, which is the date the financial statements were issued.

SCHEDULE H

VECTREN CORPORATION RETIREMENT SAVINGS PLAN EIN (35-2086905)

SCHEDULE H, PART IV, LINE 4i - SCHEDULE OF ASSETS HELD AT END OF YEAR
AS OF DECEMBER 31, 2017

| (a)(b) Identity of Issue, Borrower, Lessor, or Similar Party | (c) Description of Investment, including maturity date, rate of interest, collateral, par or maturity value | (d) Cost | (e) Current Value |
|--|---|-------------|----------------------------|
| * Vectren Corporation | Common Stock Fund (VVC; 547,128 shares) | N/A | \$35,574,255 |
| * T. Rowe Price | Stable Value Fund (29,401,352 shares) | N/A | 29,401,352 |
| * T. Rowe Price | Equity Index Trust Fund Class C (XCT; 415,740 shares) | N/A | 13,474,130 |
| * T. Rowe Price | Balanced Fund (RPBAX; 630,385 shares) | N/A | 15,337,255 |
| * T. Rowe Price | Growth Stock Fund (PRGFX; 573,790 shares) | N/A | 35,947,914 |
| * T. Rowe Price | Retirement 2005 Fund (TRRFY; 28,093 shares) | N/A | 383,473 |
| * T. Rowe Price | Retirement 2010 Fund (TRRAX; 84,891 shares) | N/A | 1,551,806 |
| * T. Rowe Price | Retirement 2015 Fund (TRRGX; 195,418 shares) | N/A | 2,927,358 |
| * T. Rowe Price | Retirement 2020 Fund (TRRBX; 812,598 shares) | N/A | 18,315,960 |
| * T. Rowe Price | Retirement 2025 Fund (TRRHX; 1,432,517 shares) | N/A | 25,197,977 |
| * T. Rowe Price | Retirement 2030 Fund (TRRCX; 651,292 shares) | N/A | 16,881,488 |
| * T. Rowe Price | Retirement 2035 Fund (TRRJX; 714,397 shares) | N/A | 13,552,104 |
| * T. Rowe Price | Retirement 2040 Fund (TRRDX; 671,017 shares) | N/A | 18,278,505 |
| * T. Rowe Price | Retirement 2045 Fund (TRRKX; 997,700 shares) | N/A | 18,427,511 |
| * T. Rowe Price | Retirement 2050 Fund (TRRMX; 424,728 shares) | N/A | 6,591,771 |
| * T. Rowe Price | Retirement 2055 Fund (TRRNX; 246,795 shares) | N/A | 3,845,066 |
| * T. Rowe Price | Retirement 2060 Fund (TRRLX; 31,935 shares) | N/A | 385,136 |
| * T. Rowe Price | Retirement Balanced Fund (TRRIX; 39,685 shares) | N/A | 610,748 |
| * T. Rowe Price | Real Estate Fund (TRREX; 69,119 shares) | N/A | 1,983,725 |
| Wasatch | Core Growth Fund (WIGRX; 181,300 shares) | N/A | 12,469,820 |
| American Beacon | Small Cap Value Fund (AVFIX; 337,596 shares) | N/A | 9,253,507 |
| William Blair | International Growth Fund (BIGIX; 201,734 shares) | N/A | 6,279,984 |
| American Funds | Euro Pacific Growth Fund (REGX; 124,442 shares) | N/A | 6,986,186 |
| Vanguard | Inflation Protected Securities Fund (VAIPX; 50,948 shares) | N/A | 1,304,272 |
| Hennessy | Gas Utility Index Fund (GASFX; 121,695 shares) | N/A | 3,583,922 |
| Metropolitan West | Total Return Bond Fund (MWTIX; 1,028,923 shares) | N/A | 10,968,315 |
| American Beacon | Large Cap Value Fund (AADEX; 611,384 shares) | N/A | 17,821,841 |
| Vanguard | Federal Money Market Fund (VMFXX; 415,248 shares) | N/A | 415,248 |
| * Participants | Loans, interest rates from 4.25% to 8.25%, with maturity of 1 to 24 years | N/A | 4,456,764 \$332,207,393 |

* Represents a party-in-interest to the Plan.

N/A - Not applicable, participant directed plan

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Vectren Corporation Investment Committee has duly caused this annual report to be signed on its behalf by the undersigned, thereunto duly authorized.

VECTREN CORPORATION
RETIREMENT SAVINGS PLAN

June 27,
2018 /s/ Patrick C. Edwards

Patrick C. Edwards, Vice President and Treasurer of Vectren Corporation and Chairman of the Vectren Corporation Investment Committee

Vectren Corporation Retirement Savings Plan
2017 Form 11-K
Attached Exhibits

The following Exhibits were filed electronically with the SEC with this filing.
Exhibit Number Document

23.1 Consent of Independent Registered Public Accounting Firm

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