

NISOURCE INC/DE  
Form 8-K  
September 10, 2012

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

**FORM 8-K**

**CURRENT REPORT**

Pursuant To Section 13 OR 15(d) of The

Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): September 10, 2012

**NiSource Inc.**

(Exact name of registrant as specified in its charter)

**Delaware**  
(State or other jurisdiction  
of incorporation or organization)

**001-16189**  
Commission  
file number

**35-2108964**  
(I.R.S. Employer  
Identification No.)

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**801 East 86th Avenue**

**Merrillville, Indiana**  
(Address of principal executive offices)

**Registrant's telephone number, including area code (877) 647-5990**

**46410**  
(Zip Code)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions.

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2 (b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4 (c))

Item 8.01. Other Events

On September 08, 2010, and September 9, 2010, NiSource Inc. ( NiSource ) and Credit Suisse Securities (USA) LLC, as forward seller entered into forward sale agreements ( Forward Agreements ) with an affiliate of the forward seller covering an aggregate of 24,265,000 shares of NiSource common stock. The terms of the Forward Agreements, subject to certain exceptions, permitted NiSource to satisfy all or a portion of these obligations by physical delivery of NiSource common stock, or cash in net share settlement. On September 10, 2012, NiSource settled the Forward Agreements by physically delivering the 24,265,000 shares of NiSource common stock and receiving cash proceeds of \$339 million.

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.

Date: September 10, 2012

By:

NiSource Inc.  
(Registrant)

/s/ David J. Vajda  
David J. Vajda  
Vice President, Treasurer and Chief Risk Officer