Edgar Filing: NISOURCE INC/DE - Form 4

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Form 4	INC/DE											
March 02, 20	_								OMB AF	PROVAL		
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549									OMB Number:	3235-0287		
Check the if no long	ger STATE	MENT OI					LOW	NERSHIP OF	Expires:	January 31, 2005		
subject to Section 1 Form 4 o	6.	STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES								verage rs per 0.5		
Form 5 obligations may continue. See Instruction 1(b). Filed pursuant to Section 16(a) of the Securities Exch Section 17(a) of the Public Utility Holding Company Act 30(h) of the Investment Company Act of						y Act of	nge Act of 1934, of 1935 or Section					
(Print or Type F	Responses)											
1. Name and Address of Reporting Person <u>*</u> Hightman Carrie J			2. Issuer Name and Ticker or Trading Symbol NISOURCE INC/DE [NI]					5. Relationship of Reporting Person(s) to Issuer				
(Last)	(First)	(Middle)	3. Date of Earliest Transaction						ck all applicable)			
801 E 86TH AVENUE			(Month/Day/Year) 02/28/2017					Director 10% Owner XOfficer (give title Other (specify below) below) EVP & Chief Legal Officer				
				Amendment, Date Original Month/Day/Year)				6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person				
MERRILLV	/ILLE, IN 4641	0-6272						Form filed by M Person	ore than One Rep	porting		
(City)	(State)	(Zip)	Tabl	e I - Non-E	Derivative	Secur	ities Acq	uired, Disposed of	, or Beneficiall	y Owned		
1.Title of Security (Instr. 3)	curity (Month/Day/Year) Execution Date, if		n Date, if	3. 4. Securities Acquired Transactior(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8)			d of (D)	Securities	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
					Amount	or (D)	Price	(Instr. 3 and 4)				
Common Stock	02/28/2017			F	6,133 (1)	D	\$ 23.91	433,199	D			
Common Stock								10,487.1343 (<u>2)</u>	I	401(k)		

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

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 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. Transacti Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	Amou Unde Secur	le and int of rlying ities . 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Other				
Hightman Carrie J 801 E 86TH AVENUE MERRILLVILLE, IN 46410-6272			EVP & Chief Legal Officer					
Signatures								
Samuel K. Lee, Attorney-in-Fact for C Hightman	arrie J.	03/02/2017						
**Signature of Reporting Person		Date	e					
Evelopetion of Deener								

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).

- (1) Represents shares withheld to satisfy tax withholding obligations in connection with the vesting of 2014 stock awards.
- (2) Includes shares acquired through the NiSource Inc. Retirement Savings Plan through February 28, 2017.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.