

NISOURCE INC/DE  
Form 8-K  
May 19, 2015

**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): May 18, 2015**

**NiSource Inc.**

**(Exact name of registrant as specified in its charter)**

**Commission file number 001-16189**

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

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

**801 East 86th Avenue**

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

**46410**  
**(Zip Code)**

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

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 May 18, 2015, NiSource Inc. issued a press release announcing the pricing of the previously announced cash tender offer (the Tender Offer ) by its finance subsidiary, NiSource Finance Corp., for its 5.250% Notes due 2017, 6.400% Notes due 2018, 4.450% Notes due 2021, and 3.850% Notes due 2023 (collectively, the Notes ).

On May 19, 2015, NiSource Inc. also issued a press release announcing the results of the Tender Offer as of the early tender deadline.

**Item 9.01 Financial Statements and Exhibits**

(d) *Exhibits*

Exhibit Number	Description
99.1	NiSource Inc. Press Release relating to the pricing of the Tender Offer, dated May 18, 2015.
99.2	NiSource Inc. Press Release relating to the results of the Tender Offer as of the early tender deadline, dated May 19, 2015.

**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.

NiSource Inc.  
(Registrant)

Date: May 19, 2015

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

**EXHIBIT INDEX**

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