#### ADIK STEPHEN P

Form 4

February 01, 2005

# FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

**OMB** 

**OMB APPROVAL** 

3235-0287 Number:

January 31, Expires: 2005

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obligations may continue. See Instruction

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person \* 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading ADIK STEPHEN P Issuer Symbol NISOURCE INC/DE [NI] (Check all applicable) (Last) (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) X\_ Director 10% Owner Other (specify Officer (give title 801 E 86TH AVENUE 01/29/2005 below) (Street) 4. If Amendment, Date Original

Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check

Applicable Line) \_X\_ Form filed by One Reporting Person

Form filed by More than One Reporting Person

#### MERRILLVILLE, IN 46410-6272

(City)	(State)	(Zip) Tab	le I - Non-	Derivative	Secur	rities Acqui	red, Disposed of	, or Beneficial	ly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactic Code (Instr. 8)	4. Securit ord Dispos (Instr. 3, 4)	ed of	` ′	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock	01/29/2005		D	12,375	D	\$ 0	254,692	D	
Common Stock	01/29/2005		S	3,801	D	\$ 22.645	250,891	D	
Common Stock							12,410	I	By Wife

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

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# $\label{thm:convergence} \begin{tabular}{ll} Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned \\ (\emph{e.g.}, puts, calls, warrants, options, convertible securities) \\ \end{tabular}$

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. Transactic Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	fumber Expiration Date f (Month/Day/Year) erivative ecurities cquired A) or isposed f (D) nstr. 3,		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Phantom Stock	\$ 0					08/08/1988	08/08/1988	Common Stock	952.842
Non Qualified Stock Options	\$ 18.44					01/31/2001	01/31/2010	Common Stock	45,000
Non Qualified Stock Options	\$ 19.84					01/01/2004	01/01/2013	Common Stock	135,546
Non Qualified Stock Options	\$ 20.64					11/01/2000	08/26/2007	Common Stock	20,000
Non Qualified Stock Options	\$ 21.005					01/25/2003	01/25/2012	Common Stock	68,493
Non Qualified Stock Options	\$ 22.22					08/22/2001	08/22/2010	Common Stock	45,000
Non Qualified Stock Options	\$ 24.59					11/01/2000	08/24/2009	Common Stock	30,000
Non Qualified Stock Options	\$ 25.94					01/01/2002	01/01/2011	Common Stock	56,604
Non	\$ 29.22					11/01/2000	08/25/2008	Common	20,000

8. De Se Qualified Stock

Stock Options

## **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

ADIK STEPHEN P 801 E 86TH AVENUE X MERRILLVILLE, IN 46410-6272

### **Signatures**

Gary W. Pottorff, Power of Attorney

02/01/2005

\*\*Signature of Reporting Person Date

## **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).

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.

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