

NISOURCE INC/DE
Form 35-CERT
March 29, 2001

March 29, 2001

Securities and Exchange Commission
Judiciary Plaza
450 Fifth Street, NW
Washington, DC 20549

Interim Report Under Rule 24 of the
Public Utility Holding Company Act of 1935
NiSource Inc.
801 E. 86th Ave.
Merrillville, IN 46410

File No. 70-9681

Gentlemen:

In compliance with the terms and conditions of Rule 24 under the Public Utility Holding Company Act of 1935, and the Order of the Commission dated November 1, 2000, authorizing the financing transactions and business activities as more fully described in the Joint Application/Declaration, as amended, the undersigned hereby certifies to the Commission that:

1. The sales of any common stock and the purchase price per share and the

market price per share at the date of the agreement of sale

On November 27, 2000 NiSource Inc. (NiSource) issued 11,500,000 new shares of NiSource common stock at an offering price of \$25.25 per share.

2. The total number of shares of common stock issued or issuable under

options granted during the quarter under NiSource's benefit plans or

otherwise

None.

3. If common stock has been transferred to a seller of securities of a

company being acquired, the number of shares so issued, the value per

share and whether the shares are restricted to the acquirer

None.

Edgar Filing: NISOURCE INC/DE - Form 35-CERT

4. The amount and terms of any long-term debt, preferred stock or other

preferred or equity-linked securities, or short-term debt, issued

directly or indirectly by NiSource during the quarter

Please see Exhibit 1.

5. The amount and terms of any short-term debt issued directly or

indirectly by any utility subsidiary during the quarter

Please see Exhibits 2 and 3.

6. The amount and terms of any financing consummated by any non-utility

subsidiary during the quarter that are not exempt under rule 52

None.

7. The name of the guarantor and of the beneficiary of any NiSource

guarantee or non-utility subsidiary guarantee issued during the

quarter, and the amount, terms and purpose of the guarantee

NiSource had \$1,193,586,000 of guarantees issued and outstanding as of
12/31/00.

Note: This amount represents all guarantees outstanding as of 12/31/00. The
reporting mechanism was not in place as of the date of this report to separate
those guarantees issued after 11-1-00 from those issued prior to 11-1-00.

8. The notional amount and principal terms of any interest rate hedge or

anticipatory hedge entered into during the quarter and the identity of

the parties to such instruments

None.

9. The name, parent company, and amount invested in any new intermediate

subsidiary or financing subsidiary during the quarter

None.

10. A list of Form U-6B-2 statements filed with the commission during the

quarter, including the name of the filing entity and the date of the

Edgar Filing: NISOURCE INC/DE - Form 35-CERT

 filing

- A. NiSource Form U-6B-2 filed 3-29-01 to report Utility external Long-term debt.
- B. NiSource Form U-6B-2 filed 3-29-01 to report inter-company financing activity.

11. Consolidated balance sheets as of the end of the quarter, and separate

 balance sheets as of the end of the quarter for each company, including

 NiSource, that has engaged in financing transactions during the quarter

Please see the attached balance sheets for NiSource, Northern Indiana Public Service Company, Bay State Gas Company, Northern Utilities, Kokomo Gas and Fuel and Northern Indiana Fuel and Light.

Very truly yours,

NiSource Inc.

By: /s/ J. W. Grossman

 J. W. Grossman, Vice President

NiSource Inc.
 Interim Report Under Rule 24 of the
 Public Utility Holding Company Act of 1935
 File No. 70-9681
 Item #4

Company	Amount Outstanding as of December 31, 2000	Type of Debt or Security	Terms
NiSource Finance Corp.	\$ 2,800,000,000	Long-term Debt	\$750 million of three year 7.5% coupon and maturing on
			\$900 million of five year n coupon and maturing on Nove
			\$1 billion of ten year note and maturing on November 15

Edgar Filing: NISOURCE INC/DE - Form 35-CERT

				\$150 million of five year n and maturing on November 15
NiSource Inc.	\$ 1,000,000	Letter of Credit	Expires December 31, 2001.	
NiSource Capital Markets, Inc.	\$ 3,250,000	Letter of Credit	Expires May 10, 2001.	
	\$ 42,000	Letter of Credit	No expiration date.	
NiSource Capital Markets, Inc.	\$ 359,300,000	Short-term Debt	\$171.3 million of commercial million 364-day revolving c July 5, 2001 with a weighte	
			\$188 million of uncommitted average interest rate of 7.	
NiSource Finance Corp.	\$ 1,080,259,000	Short-term Debt	Commercial paper borrowing acquisition facility.	

NiSource Inc.
Interim Report Under Rule 24 of the
Public Utility Holding Company Act of 1935
File No. 70-9681
Item #5

Company	External Short-term Debt as of December 31, 2000	Terms
Northern Indiana Public Service Company	\$ 371,100,000	\$196.2 million of commercial paper a \$200 million 364-day revolving c that expires in September 2001 wit average interest rate of 7.03%.
		\$174.9 million of uncommitted line weighted average interest rate of
Bay State Gas Company	\$ 165,000,000	\$55 million under two separate lin \$115 million with a weighted avera
		\$110 million of commercial paper b separate contracts with a weighted

NiSource Inc.
Interim Report Under Rule 24 of the

Edgar Filing: NISOURCE INC/DE - Form 35-CERT

Public Utility Holding Company Act of 1935
File No. 70-9681
Item #5

Lending Company	Borrowing Subsidiary	Inter- Out at Dece
NiSource Inc.	Northern Indiana Public Service Company	\$
NiSource Inc.	Kokomo Gas and Fuel Company	\$
NiSource Inc.	Northern Indiana Fuel and Light, Inc.	\$
Bay State Gas Company	Northern Utilities, Inc.	\$

NiSource Inc.
Interim Report Under Rule 24 of the
Public Utility Holding Company Act of 1935
File No. 70-9681
Item #11

As of December 31, (in thousands)

ASSETS

Property, Plant, and Equipment:

Utility plant	\$
Less - accum. provision for depreciation	

Total Utility Plant-Net

United States cost center	
Canadian cost center	
Less - accum. provision for depletion	

Net Gas and Oil Producing Properties

Other property, at cost, less accum. depreciation	
---	--

Total Property, Plant and Equipment

Investments:

Investments at equity	
Investments at cost	
Other investments	
Other accounts receivable, non-current	
Net assets of discontinued operations	
Assets held for sale	

Total Investments

Edgar Filing: NISOURCE INC/DE - Form 35-CERT

Current Assets:

Cash and cash equivalents
 Special funds
 Notes receivable
 Accounts receivable - less reserve
 Accounts receivable - associated companies
 Other receivables
 Fuel adjustments clause
 Gas adjustment clause
 Material and supplies at average cost
 Electric production fuel, at average cost
 Natural gas in storage - weighted avg
 Price risk management asset
 Exchange gas receivable
 Prepayments and other

 Total Current Assets

Other Assets:

Regulatory assets
 Intangible assets
 Deferred charges and other

 Total Other Assets

Total Assets

\$

 As of December 31, (in thousands)

CAPITALIZATION AND LIABILITIES

Capitalization:

Common shares without par value
 Additional paid-in-capital
 FAS133 Other comprehensive inc.
 Foreign currency translation adjustment
 Retained earnings
 Retained earnings - current year
 Dividends: Common shares
 Gain/(Loss) on reissuance of treasury stock
 Cost of treasury shares

\$

Preferred Stocks:

Series without mandatory redemption provisions
 Series with mandatory redemption provisions
 Preferred security of a subsidiary trust
 Long-term debt excluding amt due within one year

 Total Capitalization

\$

Current Liabilities:

Edgar Filing: NISOURCE INC/DE - Form 35-CERT

Obligations due within one year	\$
Accounts payable	
Dividends declared on common and preferred stock	
Customer deposits	
Taxes accrued	
Interest accrued	
Deferred fuel	
Accrued employment costs	
Price risk management liability	
Refunds due customers within one year	
Other regulatory liabilities - current	
Exchange gas payable	
Current deferred revenue	
Acc def income tax - current	
Other accruals	

Total Current Liabilities

Other:

Deferred income taxes	
Deferred investment tax credits	
Customer advances	
Deferred credits	
Post retirement benefits accrued	
Other non-current liabilities	
Non-current deferred revenue	

Total Other

Total Liabilities	\$
-------------------	----

Northern Indiana Public Service Company
 Interim Report Under Rule 24 of the
 Public Utility Holding Company Act of 1935
 File No. 70-9681
 Item #11

As of December 31, (in thousands)

ASSETS

Property, Plant, and Equipment:

Utility plant	\$
Less - accum. provision for depreciation	

Total Utility Plant - Net

Other property, at cost, less accum. depreciation

Total Property, Plant and Equipment

Edgar Filing: NISOURCE INC/DE - Form 35-CERT

Investments:

Investments at cost

Total Investments

Current Assets:

Cash and cash equivalents
Special funds
Notes receivable
Accounts receivable - less reserve
Accounts receivable - associated companies
Fuel adjustments clause
Gas adjustment clause
Material and supplies at average cost
Electric production fuel, at average cost
Natural gas in storage - weighted avg
Price risk management asset
Exchange gas receivable
Prepayments and other

Total Current Assets

Other Assets:

Regulatory assets
Deferred charges and other

Total Other Assets

Total Assets

\$

As of December 31, (in thousands)

CAPITALIZATION AND LIABILITIES

Capitalization:

Common shares without par value
Additional paid-in-capital
FAS133 Other comprehensive inc.
Retained earnings
Retained earnings - current year
Dividend declared preferred
Dividends: Common shares

\$

Preferred Stocks:

Series without mandatory redemption provisions
Series with mandatory redemption provisions
Long-term debt excluding amt due within one year

Total Capitalization

Edgar Filing: NISOURCE INC/DE - Form 35-CERT

Current Liabilities:

Obligations due within one year
Accounts payable
Accounts payable - associated companies
Sinking funds due in one year
Dividends declared on common and preferred stock
Customer deposits
Taxes accrued
Interest accrued
Deferred fuel
Accrued employment costs
Price risk management liability
Notes payable to associated companies
Other accruals

Total Current Liabilities

Other:

Deferred income taxes
Deferred investment tax credits
Deferred credits
Post retirement benefits accrued
Other non-current liabilities
Non-current deferred revenue

Total Other

Total Liabilities

\$

Bay State Gas Company
Interim Report Under Rule 24 of the
Public Utility Holding Company Act of 1935
File No. 70-9681
Item #11

As of December 31, (in thousands)

ASSETS

Property, Plant, and Equipment:

Utility plant \$
Less - accum. provision for depreciation

Total Utility Plant - Net

Other property, at cost, less accum. depreciation

Total Property, Plant and Equipment

Investments:

Investments at cost

Edgar Filing: NISOURCE INC/DE - Form 35-CERT

Total Investments

Current Assets:

Cash and cash equivalents
Notes receivable
Accounts receivable - less reserve
Accounts receivable - associated companies
Gas adjustment clause
Material and supplies at average cost
Natural gas in storage - weighted avg
Exchange gas receivable
Prepayments and other

Total Current Assets

Other Assets:

Regulatory assets
Intangible assets
Deferred charges and other

Total Other Assets

Total Assets \$

As of December 31, (in thousands)

CAPITALIZATION AND LIABILITIES

Capitalization:

Common shares without par value \$
Additional paid-in-capital
FAS133 Other comprehensive inc. -
Retained earnings
Retained earnings - current year
Dividends: Common shares
Long-term debt excluding amt due within one year

Total Capitalization

Current Liabilities:

Obligations due within one year
Accounts payable

Edgar Filing: NISOURCE INC/DE - Form 35-CERT

Accounts payable - associated companies	
Dividends declared on common and preferred stock	
Customer deposits	
Taxes accrued	
Interest accrued	
Refunds due customers within one year	
Other accruals	

Total Current Liabilities	

Other:	
Deferred income taxes	
Deferred investment tax credits	
Other non-current liabilities	
Non-current deferred revenue	

Total Other	

Total Liabilities	\$

Northern Utilities, Inc.
Interim Report Under Rule 24 of the
Public Utility Holding Company Act of 1935
File No. 70-9681
Item #11

As of December 31, (in thousands)

ASSETS	
Property, Plant, and Equipment:	
Utility plant	\$
Less - accum. provision for depreciation	

Total Utility Plant - Net	

Other property, at cost, less accum. depreciation	

Total Property, Plant and Equipment	

Investments:

Edgar Filing: NISOURCE INC/DE - Form 35-CERT

Investments at cost

Total Investments

Current Assets:

Cash and cash equivalents
Notes receivable
Accounts receivable - less reserve
Accounts receivable - associated companies
Gas adjustment clause
Material and supplies at average cost
Natural gas in storage - weighted avg
Exchange gas receivable
Prepayments and other

Total Current Assets

Other Assets:

Regulatory assets
Intangible assets
Deferred charges and other

Total Other Assets

Total Assets

\$

As of December 31, (in thousands)

CAPITALIZATION AND LIABILITIES

Capitalization:

Common shares without par value
Additional paid-in-capital
FAS133 Other comprehensive inc.
Retained earnings
Retained earnings - current year
Dividends: Common shares
Long-term debt excluding amt due within one year

\$

Total Capitalization

Current Liabilities:

Obligations due within one year
Accounts payable
Accounts payable - associated companies
Dividends declared on common and preferred stock
Customer deposits
Taxes accrued
Interest accrued
Refunds due customers within one year

Edgar Filing: NISOURCE INC/DE - Form 35-CERT

Other accruals

Total Current Liabilities

Other:

Deferred income taxes
Deferred investment tax credits
Other non-current liabilities
Non-current deferred revenue

Total Other

Total Liabilities

\$

Kokomo Gas and Fuel Company
Interim Report Under Rule 24 of the
Public Utility Holding Company Act of 1935
File No. 70-9681
Item #11

As of December 31, (in thousands)

ASSETS

Property, Plant, and Equipment:

Utility plant

\$

Less - accum. provision for depreciation

Total Utility Plant - Net

Total Property, Plant and Equipment

Investments:

Investments at cost

Total Investments

Current Assets:

Cash and cash equivalents
Accounts receivable - less reserve
Accounts receivable - associated companies
Material and supplies at average cost
Natural gas in storage - weighted avg
Exchange gas receivable
Notes receivable-associated companies
Prepayments and other

Total Current Assets

Edgar Filing: NISOURCE INC/DE - Form 35-CERT

Other Assets:

Deferred charges and other

Total Other Assets

Total Assets

\$

As of December 31, (in thousands)

CAPITALIZATION AND LIABILITIES

Capitalization:

Common shares without par value

\$

FAS133 Other comprehensive inc.

Retained earnings

Retained earnings - current year

Dividends: Common shares

Total Capitalization

Current Liabilities:

Accounts payable

Accounts payable - associated companies

Customer deposits

Taxes accrued

Interest accrued

Gas cost adjustment clause

Notes payable to associated companies

Other accruals

Total Current Liabilities

Other:

Deferred income taxes

Deferred investment tax credits

Customer advances

Post retirement benefits accrued

Regulatory income tax liability

Other non-current liabilities

Non-current deferred revenue

Total Other

Total Liabilities

\$

Edgar Filing: NISOURCE INC/DE - Form 35-CERT

Northern Indiana Fuel and Light Company
Interim Report Under Rule 24 of the
Public Utility Holding Company Act of 1935
File No. 70-9681
Item #11

As of December 31, (in thousands)

ASSETS

Property, Plant, and Equipment:

Utility plant \$
Less - accum. provision for depreciation

Total Utility Plant - Net

Other property, at cost, less accum. depreciation

Total Property, Plant and Equipment

Investments:

Investments at cost

Total Investments

Current Assets:

Cash and cash equivalents
Accounts receivable - less reserve
Accounts receivable - associated companies
Gas adjustment clause
Material and supplies at average cost
Natural gas in storage - weighted avg
Exchange gas receivable
Notes receivable-associated companies
Prepayments and other

Total Current Assets

Other Assets:

Regulatory assets
Deferred charges and other

Total Other Assets

Total Assets \$

As of December 31, (in thousands)

Edgar Filing: NISOURCE INC/DE - Form 35-CERT

CAPITALIZATION AND LIABILITIES

Capitalization:

Common shares without par value	\$
Additional paid-in-capital	
FAS133 Other comprehensive inc.	
Retained earnings	
Retained earnings - current year	
Dividends: Common shares	

Total Capitalization

Current Liabilities:

Accounts payable
Accounts payable - associated companies
Customer deposits
Taxes accrued
Interest accrued
Notes payable to associated companies
Other accruals

Total Current Liabilities

Other:

Deferred income taxes
Deferred investment tax credits
Customer advances
Deferred credits
Regulatory income tax liability
Non-current deferred revenue

Total Other

Total Liabilities	\$
-------------------	----
