# BEFORE THE PUBLIC UTILTIES COMMISSION OF OHIO

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In the Matter of the Notice of A Control Bid for Columbia Energy Group By NiSource, Inc. and CEG Acquisition Corp.

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Case No. 99-1492-GA-UNC

#### MOTION BY NISOURCE, INC. AND CEG ACOUISTION CORP. TO DISMISS

On November 16, 1999, Offerors NiSource, Inc. and CEG Acquisition Corp. (hereinafter "Offerors") filed the above captioned matter, pursuant to O.R.C. §4905.403(B), relating to their control bid for Columbia Energy Group, the holding company of Columbia Gas of Ohio, Inc. (hereinafter "Columbia"). The tender offer expired on February 11, 2000 and was not extended by the Offerors. Attached is a copy of the Securities and Exchange Commission Form 8-K, dated February 14, 2000, regarding the expiration and non-extension of the tender offer.

Now that the Offerors' tender offer has expired, the Offerors move this Commission to dismiss this proceeding as it is moot.

WHEREFORE, the Offerors respectfully request that their Motion to Dismiss be granted.

Respectfully submitted,

<u>John W. Bentine</u> <u>b. TMR</u> John W. Bentine (0016388) *Open auflung:* CHESTER, WILLCOX & SAXBE, LLP 17 S. High Street, Suite 900 Columbus, Ohio 43215-3413 Phone No. 614-221-4000

Attorney for NiSource, Inc. and CEG Acquisition Corp.

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#### **CERTIFICATE OF SERVICE**

This is to certify that a copy of the foregoing Motion By NiSource, Inc. and CEG

Acquisition Corp. to Dismiss was served upon counsel for all other parties of record, by regular

U.S. mail, postage prepaid, this 154 Mday of February, 2000.

## SERVICE LIST

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46410

(Zip Code)



## SECURITIES AND EXCHANGE COMMISSION WASHINGTON, DC 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 carliest event reported) February 14, 2000

NISOURCE INC.

(Exact Name of Registrant as Specified in Its Charter)

Indiana	1-9779	35-1719974
(State of Other Jurisdiction of Iscorporation)	(Commission File Number)	(IRS Employer Identification No.)

801 E. 86th Avenue, Merrillville, Indiana (Address of Principal Executive Offices)

Registrant's telephone number, including area code (219) 853-5200

(Former Name or Former Address, if Changed Since Last Report)



#### Item 5. Other Events.

On February 14, 2000, the Registrant announced that its tender offer for all of the outstanding common stock of Columbia Energy Group is not being extended. A copy of the Registrant's press release dated February 14, 2000 is filed as an exhibit to this report and incorporated herein by reference.

#### Item 7. Financial Statements, Pro Forma Financial Information and Exhibits

- (c) Exhibits. The following exhibit is filed herewith:
- 99.1 Press release dated February 14, 2000.

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# SIGNATURE

Pursuant to the requirement 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)

Dated: February 14, 2000

By: <u>/s/ Nina M. Rausch</u> Name: Nina M. Rausch

Name: Nina M. Rau! Title: Secretary

EXHIBIT 99.1

# NISOURCE ENTERS FINAL BIDDING PROCESS FOR COLUMBIA

## NiSource Withdraws Tender Offer

MERRILLVILLE, Ind., Feb. 14 /PR Newswire/ – NiSource, Inc. (NYSE:NI) today announced that its tender offer for all of the outstanding common stock of Columbia Energy Group (NYSE:CG) is not being extended.

NiSource Chairman, President and Chief Executive Officer Gary L. Neale, stated, "We are gratified by the support that Columbia shareholders have shown for NiSource over the last eight months."

"We are now entering the final phase of Columbia's defined bidding process. In order to maintain confidentiality and flexibility in this process, it is necessary for us to withdraw the tender offer at this time," continued Neale.

NiSource noted that at the expiration of its tender offer, midnight EST on Priday, February 11, 2000, Columbia Energy Group shareholders had tendered 47,576,897 shares pursuant to NiSource's tender offer. This represents approximately 58.6% of Columbia's common shares outstanding.

NiSource Inc. is a holding company whose primary business is the distribution of electricity, natural gas and water in the Midwest and Northeast United States. The company also markets utility services and customerfocused resource solutions along a corridor stretching from Texas to Maine. Further information about the company may be found on the Internet at http://www.nisource.com.