NISOURCE INC/DE Form 8-K May 21, 2002

> 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 21, 2002

NISOURCE INC. _____

(Exact Name of Registrant as Specified in Charter)

Delaware (State or Other Jurisdiction of Incorporation)

001-16189

35-2108964 (Commission File (IRS Employer Number) Identification No.)

COLUMBIA ENERGY GROUP _____

(Exact Name of Registrant as Specified in Charter)

| Delaware | 001-1098 | 13-1594808 |
|-----------------|------------------|---------------------|
| (State or Other | (Commission File | (IRS Employer |
| Jurisdiction of | Number) | Identification No.) |
| Incorporation) | | |

NORTHERN INDIANA PUBLIC SERVICE COMPANY _____

(Exact Name of Registrant as Specified in Charter)

| Indiana | 1-4125 | 35-0552990 |
|-----------------|------------------|---------------------|
| (State or Other | (Commission File | (IRS Employer |
| Jurisdiction of | Number) | Identification No.) |
| Incorporation) | | |

801 East 86th Avenue, Merrillville, Indiana 46410 (877) 647-5990 (Address and Telephone Number of Principal Executive Offices)

Changes in Registrant's Certifying Accountant. Item 4.

On May 21, 2002, the Board of Directors of NiSource Inc. (the

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"Company"), upon recommendation of its Audit Committee, dismissed Arthur Andersen LLP ("Andersen") as the independent public accountants for the Company and its subsidiaries, Columbia Energy Group and Northern Indiana Public Service Company (collectively, the "Registrants"), and decided to engage Deloitte & Touche LLP to serve as the Registrants' independent public accountants for 2002.

Andersen's reports on the Registrants' consolidated financial statements for each of the two most recent fiscal years did not contain an adverse opinion or disclaimer of opinion, nor were they qualified or modified as to uncertainty, audit scope or accounting principles.

In connection with its audits for the Registrants' two most recent fiscal years and the subsequent interim period, there have been no disagreements between the Registrants and Andersen on any matter of accounting principles and practices, financial statement disclosure or auditing scope or procedure, which disagreements, if not resolved to Andersen's satisfaction, would have caused Andersen to make reference to the subject matter of the disagreement in connection with its report on any Registrant's consolidated financial statements for any such year.

During the Company's two most recent fiscal years and through May 21, 2002, there have been no reportable events as defined in Item 304(a)(1)(v) of Regulation S-K.

The Registrants have requested Andersen to furnish it with a letter addressed to the Securities and Exchange Commission stating whether Andersen agrees with the above statements made by the Registrants. A copy of the letter, dated May 21, 2002, is filed as Exhibit 16.1 to this Current Report on Form 8-K.

During the Registrants' two most recent fiscal years and through May 21, 2002, the Registrants did not consult Deloitte & Touche LLP with respect to the application of accounting principles to a specified transaction, either completed or proposed, or the type of audit opinion that might be rendered on any Registrant's consolidated financial statements, or any other matters or reportable events listed in Items 304(a)(2)(i) and (ii) of Regulation S-K.

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

(c) Exhibits.

| Exhibit Number | Description |
|-------------------|--|
| | |
| 16.1 | Letter of Arthur Andersen LLP regarding change in certifying accountant. |

99.1 Press Release dated May 21, 2002.

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.

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NISOURCE INC.

| Date: | May 21, 2002 | By: /s/ Stephen P. Adik | |
|-------|--------------|---|--|
| | | Stephen P. Adik Vice Chairman | |
| | | COLUMBIA ENERGY GROUP | |
| Date: | May 21, 2002 | By: /s/ Michael W. O'Donnell | |
| | | Michael W. O'Donnell President | |
| | | NORTHERN INDIANA PUBLIC SERVICE COMPANY | |
| Date: | May 21, 2002 | By: /s/ Barrett Hatches | |
| | | Barrett Hatches President and Chief Executive Officer | |

EXHIBIT INDEX

| Exhibit No. | Description |
|-------------|--|
| | |
| 16 | Letter of Arthur Andersen LLP regarding change in certifying accountant. |
| 99.1 | Press Release dated May 21, 2002 |