

NISOURCE INC/DE
Form U5S/A
December 16, 2002

CONFIDENTIAL

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SECURITIES AND EXCHANGE COMMISSION
Washington, D.C.

FORM U5S/A

ANNUAL REPORT

For the Year Ended December 31, 2001

Filed pursuant to the Public Utility Holding Company Act of 1935

NISOURCE INC.

COLUMBIA ENERGY GROUP
(Name of registered holding company)

801 E 86th Avenue
Merrillville, Indiana 46410

THIS AMENDMENT NO. 3 TO NISOURCE INC. FORM U5S ANNUAL REPORT FOR THE YEAR ENDED DECEMBER 31, 2001, IS BEING FILED TO UPDATE ITEM 1 TO INCLUDE IWC RESOURCES CORPORATION AND ITS SUBSIDIARIES, FOOTNOTES RELATED TO TRANSACTIONS INVOLVING ENERGYUSA APPALACHIAN CORP. AND NISOURCE CORPORATE SERVICES COMPANY AND COMPANIES DISSOLVED DURING 2001, AND ADDITIONAL INDICATIONS OF INACTIVE SUBSIDIARIES.

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ITEM 1. SYSTEM COMPANIES AND INVESTMENT THEREIN AS OF DECEMBER 31, 2001
(continued)

ITEM 1 IS HEREBY AMENDED AND RESTATED IN ITS ENTIRETY

| TIER | NAME OF COMPANY (COMPANY ABBREVIATION) | NUMBER OF COMMON SHARES HELD | % OF VOTING POWER OR INTEREST HELD | I |
|------|---|------------------------------|------------------------------------|------|
| | NISOURCE INC. (NI) (h) | | | |
| 1 | Bay State Gas Company (BSG) | 100 | 100.0 | 53 |
| | Unsecured Debt | - | - | 23 |
| | Subsidiaries: | | | |
| 2 | Bay State GPE, Inc. (BSGPE) | 1,000 | 100.0 | |
| 2 | Northern Utilities, Inc. (NU) | 100 | 100.0 | 11 |
| | Unsecured Debt | - | - | 7 |
| 1 | Columbia Energy Group (CG) | 3,000 | 100.0 | 2,17 |
| | Unsecured Debt | - | - | 31 |
| | Subsidiaries: | | | |
| 2 | Columbia Atlantic Trading Corporation (CAT) | 308 | 100.0 | |
| 2 | Columbia Energy Group Capital Corporation (CCC) | 1 | 100.0 | |
| | Subsidiary: | | | |
| 3 | TriStar Gas Technologies, Inc. (TGT) * | 20,000 | 100.0 | |
| 2 | Columbia Energy Resources, Inc. (CER) | 1 | 100.0 | 12 |
| | Subsidiaries: | | | |
| 3 | Alamco-Delaware, Inc. (AD) | 100 | 100.0 | |
| 3 | Columbia Natural Resources, Inc. (CNR) | 2 | 100.0 | 12 |
| 3 | Columbia Natural Resources Canada, Ltd. (CNRCL) | 1 | 100.0 | 1 |
| 3 | Hawg Hauling & Disposal, Inc. (HH) | 900 | 100.0 | |

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| | | | | |
|---|---|-----------|-------|------|
| 2 | Columbia Energy Services Corporation (CES) | 2,500 | 100.0 | (12) |
| | Subsidiaries: | | | |
| 3 | Columbia Energy Marketing Corporation (CEM) * | 101 | 100.0 | |
| 3 | Columbia Energy Power Marketing Corporation (CPM) * | 1 | 100.0 | |
| 3 | Columbia Energy Retail Corporation (CERC) * | 2,000 | 100.0 | |
| 2 | Columbia Finance Corporation (CFC) | 10 | 100.0 | |
| | Subsidiary: | | | |
| 3 | Columbia Accounts Receivable Corporation (CAR) | 10 | 100.0 | |
| 2 | Columbia Gas of Kentucky, Inc. (CKY) | 952,248 | 100.0 | 8 |
| | Unsecured Debt | - | - | 4 |
| 2 | Columbia Gas of Maryland, Inc. (CMD) | 2,883 | 100.0 | 2 |
| | Unsecured Debt | - | - | 1 |
| 2 | Columbia Gas of Ohio, Inc. (COH) | 4,769,585 | 100.0 | 37 |
| | Unsecured Debt | - | - | 20 |
| 2 | Columbia Gas of Pennsylvania, Inc. (CPA) | 1,805,112 | 100.0 | 19 |
| | Unsecured Debt | - | - | 18 |

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ITEM 1. SYSTEM COMPANIES AND INVESTMENT THEREIN AS OF DECEMBER 31, 2001
(continued)

ITEM 1 IS HEREBY AMENDED AND RESTATED IN ITS ENTIRETY

| TIER | NAME OF COMPANY (COMPANY ABBREVIATION) | NUMBER OF COMMON SHARES HELD | % OF VOTING POWER OR INTEREST HELD | I BOOK (\$0 |
|------|---|------------------------------------|--|-------------------|
| 2 | Columbia Gas of Virginia, Inc. (CGV) | 1,306,106 | 100.0 | 165,5 |
| | Unsecured Debt | - | - | 130,1 |
| 2 | Columbia Gas Transmission Corporation (TCO) | 1,934 | 100.0 | 1,088,2 |
| | Secured Debt | - | - | 385,9 |
| 2 | Columbia Gulf Transmission Company (CGT) | 1,933 | 100.0 | 124,2 |
| | Unsecured Debt | - | - | 77,4 |
| 2 | Columbia Insurance Corporation, Ltd. (CICL) | 14,800 | 100.0 | 5,6 |
| 2 | Columbia LNG Corporation (CLNG) (i) | 3,519 | 92.1 | 8,5 |
| | Subsidiary: | | | |
| 3 | CLNG Corporation (CLNGCO) * | 155 | 100.0 | |

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| | | | | |
|---|---|--------|-------|-------|
| 2 | Columbia Network Services Corporation (CNS) | 900 | 100.0 | 4,5 |
| | Subsidiary: | | | |
| 3 | CNS Microwave, Inc. (CMC) | 110 | 100.0 | |
| 2 | Columbia Petroleum Corporation (PET) * | 1,001 | 100.0 | |
| 2 | Columbia Pipeline Corporation (CPL) | 1 | 100.0 | 1,0 |
| | Subsidiary: | | | |
| 3 | Columbia Deep Water Services Company (CDW) | 1 | 100.0 | 1,0 |
| 2 | Columbia Remainder Corporation (CRC) | 100 | 100.0 | (2,1 |
| | Subsidiaries: | | | |
| 3 | Columbia Electric Binghamton General Corp. (CEB) * | 118 | 100.0 | |
| 3 | Columbia Electric Binghamton Limited Corp. (CEBL) * | 142 | 100.0 | |
| 3 | Columbia Electric Haverstraw Corporation (CHC) * | 1 | 100.0 | |
| 3 | Haverstraw Bay, LLC (HBL) * (a) | - | 98.0 | |
| 2 | Columbia Service Partners, Inc. (CSP) | 2,940 | 100.0 | 5,1 |
| | Subsidiaries: | | | |
| 3 | Columbia Assurance Agency, Inc. (CAA) | 850 | 100.0 | |
| 3 | Columbia Service Partners of Virginia, Inc. | 100 | 100.0 | |
| 2 | Columbia Transmission Communications Corporation (CTC) | 1 | 100.0 | 81,7 |
| 1 | EnergyUSA, Inc. (IN) (EUII) | 1,000 | 100.0 | (62,3 |
| | Unsecured Debt | - | - | 12,7 |
| | Subsidiaries: | | | |
| 2 | EnergyUSA, Inc. (MA) (EUIM) | 10,000 | 100.0 | 6,8 |
| | Unsecured Debt | - | - | 5,7 |
| | Subsidiaries: | | | |
| 3 | EnergySPE, Inc. (ESPE)* | 10,000 | 100.0 | (6 |

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ITEM 1. SYSTEM COMPANIES AND INVESTMENT THEREIN AS OF DECEMBER 31, 2001
(continued)

ITEM 1 IS HEREBY AMENDED AND RESTATED IN ITS ENTIRETY

| TIER | NAME OF COMPANY (COMPANY ABBREVIATION) | NUMBER OF COMMON SHARES HELD | % OF VOTING POWER OR INTEREST HELD | ISS BOOK VA (\$0 |
|------|--|------------------------------------|--|------------------------|
| 3 | EnergyUSA (Connecticut), Inc. (EUIC) | 6,955 | 100.0 | (3,2 |
| | Unsecured Debt | - | - | 4,4 |
| | Subsidiaries: | | | |
| 4 | Brayer Energy Solutions, Inc. (BES) * | 100 | 100.0 | (8 |
| 4 | EnergyUSA Engineering, Inc. (EUE) | 919 | 100.0 | (1,2 |
| 4 | EnergyUSA Mechanical, Inc. (EUM) * | 400 | 100.0 | 2,0 |
| 2 | EnergyUSA-TPC Corp. (TPC) | 100 | 100.0 | 8,7 |
| | Unsecured Debt | - | - | 1,5 |
| | Subsidiary: | | | |
| 3 | EnergyUSA Appalachian Corp. (EUA) (f) | 100 | 100.0 | 5,1 |
| 2 | NESI Energy Marketing L.L.C. (NEML) * (b) | - | 100.0 | 2 |
| 2 | NI Energy Services Transportation, Inc. (NEST) | 1,000 | 100.0 | 3 |
| 2 | MS-1 Distribution & Storage Corporation (MS1) * | 250 | 100.0 | |
| 2 | NI Fuel Company, Inc. (NIFC) * | 1,000 | 100.0 | (11,2 |
| 2 | NI-TEX, Inc. (NITEX) | 1,000 | 100.0 | (1,7 |
| | Unsecured Debt | - | - | |
| 2 | NI-TEX Gas Services Inc. (NGS) | 920 | 100.0 | 9,9 |
| 2 | EnergyUSA Commercial Energy Services, Inc. (EUC) | 1,000 | 100.0 | (8,8 |
| 2 | EnergyUSA Retail, Inc. (EUR) | 1,000 | 100.0 | (7,2 |
| | Unsecured Debt | - | - | 12,3 |
| | Subsidiary: | | | |
| 3 | EnergyUSA Consumer Products Group, Inc. (EUP) * | 10,000 | 100.0 | |
| 1 | IWC Resources Corporation. (IWCR) * | 1,000 | 100.0 | 272,4 |
| | Unsecured Debt | - | - | 12,4 |
| | Subsidiaries: | | | |
| 2 | Harbour Water Company (HWC) * | 1,000 | 100.0 | 6,8 |
| 2 | Indianapolis Water Company (IWC) * | 500 | 100.0 | 319,7 |
| | Subsidiary: | | | |
| 3 | The Wellington Joint Venture (WJV) * | - | 25.0 | |
| 3 | White River Environmental Partnership (WRP) * | 100 | 52.0 | |
| 2 | Irishman's Run Acquisition Company (IRAC) * | 1,000 | 100.0 | 1 |
| 2 | IWC Morgan Water Corporation (IWCM) * | 1,000 | 100.0 | 6,7 |
| 2 | Lawrence Water Company, Inc. (LWC) * | 1,000 | 100.0 | |
| 2 | Liberty Water Corporation (LWAC) * | 200 | 100.0 | (|

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| | | | | |
|---|---|-------|-------|-----|
| | Unsecured Debt | - | - | 1,1 |
| 2 | The Darlington Water Works Company (DWWC) * | 1,000 | 100.0 | 2 |

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ITEM 1. SYSTEM COMPANIES AND INVESTMENT THEREIN AS OF DECEMBER 31, 2001
(continued)

ITEM 1 IS HEREBY AMENDED AND RESTATED IN ITS ENTIRETY

| TIER | NAME OF COMPANY (COMPANY ABBREVIATION) | NUMBER OF COMMON SHARES HELD | % OF VOTING POWER OR INTEREST HELD | ISSUER BOOK VALUE (\$000) |
|------|---|------------------------------------|--|---------------------------------|
| 1 | Kokomo Gas and Fuel Company (KOKO) | 478,248 | 100.0 | 34,418 |
| | Unsecured Debt | - | - | 1,015 |
| | Subsidiary: | | | |
| 2 | KGF Trading Company (KGF) * | 100 | 100.0 | - |
| 1 | NI Energy Services, Inc. (NESI) | 1,000 | 100.0 | (19,130) |
| | Unsecured Debt | - | - | 15,539 |
| | Subsidiaries: | | | |
| 2 | Crossroads Pipeline Company (CROSS) | 1,000 | 100.0 | (8,696) |
| | Unsecured Debt | - | - | 30,393 |
| 2 | Green Fuels, Inc. (GREEN) * | 1,000 | 100.0 | (3,192) |
| | Unsecured Debt | - | - | 3,312 |
| 2 | NESI Power Marketing, Inc. (NPM) * | 1,000 | 100.0 | (19,888) |
| | Unsecured Debt | - | - | 26,314 |
| 2 | NiSource Energy Services Canada, Ltd. (NESCL) * | - | 100.0 | (421) |
| | Subsidiary: | | | |
| 3 | NESI Energy Marketing Canada Ltd. (NEMCL) * | - | 70.0 | - |
| 1 | NiSource Capital Markets, Inc. (NCM) | 1,000 | 100.0 | 37,761 |
| | Unsecured Debt | - | - | 449,956 |
| 1 | NiSource Capital Trust I (NCT) (c) | - | 100.0 | (4,028) |
| 1 | NiSource Corporate Services Company (NCS) (g) | 1,000 | 100.0 | 400 |
| | Unsecured Debt | - | - | 45,409 |
| 1 | NiSource Development Company, Inc. (NDEV) | 1,000 | 100.0 | (86,164) |
| | Unsecured Debt | - | - | 181,366 |
| | Subsidiaries: | | | |
| 2 | Analytic Sytems Laboratories, Inc. (ASL) * | 1,167 | 70.0 | - |
| 2 | Cardinal Property Management, Inc. (CARD) | 1,000 | 100.0 | (76) |
| 2 | Customer Information Services, Inc. (CIS) | 1,000 | 100.0 | 85 |
| 2 | JOF Transportation Company (JOF) | 1,000 | 100.0 | 4,116 |
| | Unsecured Debt | - | - | 288 |
| 2 | KOGAF Enterprises, Inc. (KOGF) | 100 | 100.0 | (6) |
| 2 | Lake Erie Land Company (LEL) | 1,000 | 100.0 | 71,373 |

Subsidiary:

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| | | | | |
|---|------------------------------------|-------|-------|---------|
| 3 | SCC Services, Inc. (SCC) | 1,000 | 100.0 | (2,301) |
| 2 | NDC Douglas Properties, Inc. (NDC) | 1,000 | 100.0 | 9,663 |
| | Unsecured Debt | - | - | 10,411 |
| 2 | Progeni, Inc. (PRO) * | 1,000 | 100.0 | (2,728) |
| | Unsecured Debt | - | - | 5,098 |

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ITEM 1. SYSTEM COMPANIES AND INVESTMENT THEREIN AS OF DECEMBER 31, 2001
(continued)

ITEM 1 IS HEREBY AMENDED AND RESTATED IN ITS ENTIRETY

| TIER | NAME OF COMPANY (COMPANY ABBREVIATION) | NUMBER OF COMMON SHARES HELD | % OF VOTING POWER OR INTEREST HELD | ISSUER BOOK VALUE (\$000) |
|------|--|------------------------------|------------------------------------|---------------------------|
| 2 | Protonics Research, Inc. (PRI) * | 900 | 90.0 | - |
| 2 | South Works Power Company (SWP) | 1,000 | 100.0 | - |
| 1 | NiSource Energy Technologies, Inc. (NET) | 100 | 100.0 | (6,215) |
| | Unsecured Debt | - | - | 17,859 |
| 1 | NiSource Finance Corp. (NFC) | 100 | 100.0 | (232,732) |
| | Unsecured Debt | - | - | 2,929,602 |
| 1 | NiSource Pipeline Group, Inc. (NPG) | 1,000 | 100.0 | 10,945 |
| | Subsidiaries: | | | |
| 2 | Granite State Gas Transmission, Inc. (GSGT) | 29,900 | 100.0 | 8,869 |
| | Unsecured Debt | - | - | 18,969 |
| | Subsidiaries: | | | |
| 3 | Bay State Energy Enterprises, Inc. (BSEE) | 10,000 | 100.0 | 69 |
| 3 | Natural Gas Development, Inc. (NGD) | 10,000 | 100.0 | 684 |
| 2 | PNTGS Holding Corp. (PNTGS) | 1,000 | 100.0 | - |
| 1 | Northern Indiana Fuel and Light Company, Inc. (NIFL) | 275,000 | 100.0 | 45,390 |
| | Unsecured Debt | - | - | 4,000 |
| | Subsidiary: | | | |
| 2 | Northern Indiana Trading Company, Inc. (NITC) | 1,000 | 100.0 | 4,043 |
| 1 | Northern Indiana Public Service Company (NIP) | 73,282,258 | 100.0 | 1,036,314 |
| | Secured Debt | - | - | 55,000 |
| | Unsecured Debt | - | - | 1,068,479 |
| | Subsidiary: | | | |
| 2 | NIPSCO Exploration Company, | | | |

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| | | | | |
|---|--------------------------------------|-------|-------|---------|
| | Inc. (NEXCO) * | 1,000 | 100.0 | 2,261 |
| 1 | Primary Energy, Inc. (PEI) | 1,000 | 100.0 | (794) |
| | Unsecured Debt | - | - | 2,220 |
| | Subsidiaries: | | | |
| 2 | Cokenergy, Inc. (CEI) | 1,000 | 100.0 | 312 |
| 2 | Harbor Coal Company (HCC) | 1,000 | 100.0 | 324 |
| 2 | Ironside Energy LLC (IEL) (d) | - | 100.0 | - |
| | Unsecured Debt | - | - | 3,276 |
| 2 | Lakeside Energy Corporation (LEC) | 1,000 | 100.0 | 7,660 |
| | Unsecured Debt | - | - | 703 |
| 2 | North Lake Energy Corporation (NLEC) | 1,000 | 100.0 | (4,128) |
| 2 | Portside Energy Corporation (PORT) | 1,000 | 100.0 | (1,587) |
| 2 | Whiting Clean Energy, Inc. (WCE) | 1,000 | 100.0 | - |
| | Unsecured Debt | - | - | 15,923 |

ITEM 1. SYSTEM COMPANIES AND INVESTMENT THEREIN AS OF DECEMBER 31, 2001
(continued)

ITEM 1 IS HEREBY AMENDED AND RESTATED IN ITS ENTIRETY

| TIER | NAME OF COMPANY (COMPANY ABBREVIATION) | NUMBER OF COMMON SHARES HELD | % OF VOTING POWER OR INTEREST HELD | ISSUER BOOK VALUE (\$000) |
|------|---|------------------------------------|--|---------------------------------|
| 1 | SM&P Utility Resources, Inc. (SMP) (e) | 100 | 100.0 | 46,522 |
| | Subsidiary: | | | |
| 2 | Colcom Incorporated (CI) (e) | 1,000 | 100.0 | 228 |

Note: All debt amounts exclude the current portion of long-term debt and money pool transactions and include intercompany notes payable.

* Company was inactive at December 31, 2001. 0.000368

(a) Haverstraw Bay, LLC was involved with power generation. Columbia Electric Haverstraw Corporation owns a 2% interest and Columbia Remainder Corporation directly holds 98%.

(b) NESI Energy Marketing L.L.C. was involved with the marketing of natural gas and electricity. EnergyUSA, Inc. (IN) owns a 100% interest.

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- (c) NiSource Capital Trust I is a financing subsidiary of NiSource Inc. NiSource Inc. holds 100% of the common equity.
- (d) Primary Energy, Inc. owns a 100% interest in Ironside Energy LLC.
- (e) SM&P Utility Resources, Inc. was sold to The Laclede Group on January 28, 2002.
- (f) EnergyUSA Appalachian Corporation, an Indiana Corporation, was acquired on February 19, 2001. The company holds oil and gas exploration investments.
- (g) On December 31, 2000, Columbia Energy Group Service Corporation (a Delaware Corp.) merged with NiSource Corporate Services Company (an Indiana Corp.) The combined company changed its name to NiSource Corporate Services Company (a Delaware Corp.). The company performs management service for NiSource and its subsidiaries.
- (h) The following Companies were dissolved during 2001:
 - Columbia Energy Marketing Holding Company (dissolved 05/25/01)
 - ALERT Air Systems, Inc. (dissolved 12/05/01)
 - ALERT Mechanical Services, Inc. (dissolved 12/26/01)
 - Energy USA Commercial Energy Services, Inc. (dissolved 12/26/01)
 - NESI Canadian Holding, Inc. (dissolved 09/06/01)
 - NFCO Acquisition Company (dissolved 10/12/01)
 - Hamilton Harbor Insurance Services, LTD. (dissolved 09/25/01)
 - NI Telecomm, Inc. (dissolved 12/22/01)
 - Shore Line Shops Incorporated (dissolved 12/20/01)
 - Ironside Energy Corporation (dissolved 2/14/01)
- (i) Columbia LNG Corporation, which owns and operates LNG storage and transportation facilities is owned by Columbia Energy Group and Shell Consolidated Energy Resources, Inc. Columbia Energy Group has voting rights and owns 92.1% and Shell Consolidated Energy Resources, Inc. has voting rights and owns 7.9% of Columbia LNG Corporation.

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SIGNATURES

Each undersigned system company has duly caused this annual report to be signed on its behalf by the undersigned thereunto duly authorized pursuant to the requirements of the Public Utility Holding Company Act of 1935. The signature of each undersigned company shall be deemed to relate only to matters having reference to such company or its subsidiaries.

NISOURCE INC.

(Registrant)

Dated: December 16, 2002

By: /s/ Jeffrey W. Grossman

Jeffrey W. Grossman
Vice President and Controller
(Principal Accounting Officer)

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COLUMBIA ENERGY GROUP

(Registrant)

Dated: December 16, 2002

By:

/s/ Jeffrey W. Grossman

Jeffrey W. Grossman
Vice President