SCHROCK CHARLES A
Form 4
March 27, 2012

FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. *See* Instruction 1(b).

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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

OMB APPROVAL

OMB Number:	3235-0287
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(Print or Type Responses)

1. Name and Address of Reporting Person *
SCHROCK CHARLES A

(Last) (First) (Middle)

130 EAST RANDOLPH STREET

(Street)

CHICAGO, IL 60601

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading Symbol
INTEGRYS ENERGY GROUP, INC. [TEG]

3. Date of Earliest Transaction (Month/Day/Year)
03/23/2012

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

__X__ Director _____ 10% Owner
__X__ Officer (give title below) _____ Other (specify below)
Chairman, President and CEO

6. Individual or Joint/Group Filing(Check Applicable Line)
_X_ Form filed by One Reporting Person
___ Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			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)
			Code	V	Amount	(A) or (D)	Price			
Common Stock								16,143.2683	D	
Common Stock								5,814.3025	I	By ESOP
Common Stock								1,557.144	I	by Stock Investment Plan

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

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(*e.g.*, puts, calls, warrants, options, convertible securities)

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. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Am Underlying Sec (Instr. 3 and 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	A N S
Phantom Stock Unit	[(1)](1)	03/23/2012		A		26.1598		[(2)](2)	[(2)](2)	Common Stock	
Performance Rights	[(4)](4)							01/01/2015 [(4)](4)	06/30/2015	Common Stock	
Performance Rights	[(4)](4)							01/01/2014 [(4)](4)	06/30/2014	Common Stock	
Performance Rights	[(4)](4)							01/01/2013 [(4)](4)	06/30/2013	Common Stock	
Employee Stock Option (Right to buy)	$ 41.58							02/11/2011 [(5)](5)	02/11/2020	Common Stock	
Employee Stock Option (Right to buy)	$ 42.12							02/12/2010 [(5)](5)	02/12/2019	Common Stock	
Employee Stock Option (Right to buy)	$ 48.11							12/08/2005 [(5)](5)	12/08/2014	Common Stock	
Employee Stock Option (Right to buy)	$ 58.65							05/17/2008 [(5)](5)	05/17/2017	Common Stock	
Employee Stock Option (Right to buy)	$ 54.85							12/07/2006 [(5)](5)	12/07/2015	Common Stock	
Employee Stock Option (Right to	$ 53.24							02/09/2013 [(5)](5)	02/09/2022	Common Stock	

buy)					
Employee Stock Option (Right to buy)	$ 49.4	02/10/2012 [5]	02/10/2021	Common Stock	
Employee Stock Option (Right to buy)	$ 48.36	02/14/2009 [5]	02/14/2018	Common Stock	
Employee Stock Option (Right to buy)	$ 52.73	12/07/2007 [5]	12/07/2016	Common Stock	
Restricted Stock Units 2009	[6]	02/12/2010	02/12/2013	Common Stock	
Restricted Stock Units 2010	[6]	02/11/2011	02/11/2014	Common Stock	
Restricted Stock Units 2011	[6]	02/10/2012	02/10/2015	Common Stock	6
Restricted Stock Units 2012	[6]	02/09/2013	02/09/2016	Common Stock	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SCHROCK CHARLES A 130 EAST RANDOLPH STREET CHICAGO, IL 60601	X		Chairman, President and CEO	

Signatures

Dane E. Allen, as Power of Attorney for Mr. Schrock	03/27/2012
**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).

(1) These phantom stock units convert to common stock on a one-for-one basis.

(2)

Unless the participant has selected a later commencement date, distribution of stock and equivalents will commence within 60 days following the end of the calendar year in which occurs the participant's retirement or termination of service.

(3) Balance also reflects dividends paid on Phantom Stock Units and reinvested in additional Phantom Stock Units, under the Company's Deferred Compensation Plan on March 20, 2012.

(4) Performance stock rights represent the right to receive shares of common stock of the Company, in the event certain performance goals are satisfied. These goals are based on Company performance against an established industry benchmark, over a three year performance period. The final award of shares issued can be between 0% and 200% of the target award.

(5) The option vests in four equal annual installments beginning on the exercisable date.

(6) Each restricted stock unit represent a contingent right to receive one share of Company common stock. The restricted stock units vest in four equal annual installments beginning on the exercisable date.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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