INTEGRYS ENERGY GROUP, INC.

Form 4

Common

Common

Stock

Stock

December 21, 2007

OMB APPROVAL UNITED STATES SECURITIES AND EXCHANGE COMMISSION OMB 3235-0287 Washington, D.C. 20549 Number: Check this box January 31, Expires: if no longer 2005 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF subject to Estimated average **SECURITIES** Section 16. burden hours per Form 4 or response... 0.5 Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction 1(b). (Print or Type Responses) 1. Name and Address of Reporting Person * 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading **WOLF BARTH J** Issuer Symbol INTEGRYS ENERGY GROUP, (Check all applicable) INC. [TEG] (Last) (First) (Middle) 3. Date of Earliest Transaction Director 10% Owner X_ Officer (give title _ Other (specify (Month/Day/Year) below) below) 700 NORTH ADAMS STREET 12/20/2007 VP-Chief Legal Officer & Secy (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting GREEN BAY, WI 54301 Person (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1.Title of 2. Transaction Date 2A. Deemed 3. 4. Securities 5. Amount of 6. Ownership 7. Nature of Security (Month/Day/Year) Execution Date, if TransactionAcquired (A) or Securities Form: Direct Indirect (Instr. 3) Code Disposed of (D) Beneficially (D) or Beneficial (Instr. 3, 4 and 5) Indirect (I) Ownership (Month/Day/Year) (Instr. 8) Owned Following (Instr. 4) (Instr. 4) Reported (A) Transaction(s) or

Code V Amount (D)

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

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SEC 1474

(9-02)

(Instr. 3 and 4)

D

I

497.313

106.6353

Price

By ESOP

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$\label{thm:convergence} \begin{tabular}{ll} Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned \\ (e.g., puts, calls, warrants, options, convertible securities) \end{tabular}$

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)	Code	5. Number of onDerivative Securities Acquired (A) Disposed of (Instr. 3, 4, a 5)	ive Expiration Date ies (Month/Day/Year) ed (A) or ed of (D)			7. Title and Ar Underlying Se (Instr. 3 and 4)
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title
Phantom Stock Unit	<u>(1)</u>	12/20/2007		A	99.5908		(2)	(3)	Common Stock
Employee Stock Option (Right to buy)	\$ 34.09 (4)						12/13/2002	12/13/2011	Common Stock
Employee Stock Option (Right to buy)	\$ 37.96 (5)						12/12/2003	12/12/2012	Common Stock
Employee Stock Option (Right to buy)	\$ 44.73 (<u>6)</u>						12/10/2004	12/10/2013	Common Stock
Employee Stock Option (Right to buy)	\$ 48.11 (7)						12/08/2005	12/08/2014	Common Stock
Employee Stock Option (Right to buy)	\$ 52.73 (8)						12/07/2007	12/07/2016	Common Stock
Employee Stock Option (Right to buy)	\$ 54.85 (9)						12/07/2006	12/07/2015	Common Stock
Employee Stock Option (Right to buy)	\$ 58.65 (10)						05/17/2008	05/17/2017	Common Stock
Performance Rights	\$ 0 (11)						01/01/2008(12)	06/30/2008	Common Stock
Performance Rights	\$ 0 (11)						01/01/2009(12)	06/30/2009	Common Stock

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Performance Common \$ 0 (13) 12/31/2009(13) 03/31/2010 Stock Rights Performance Common 01/01/2010(12) 06/30/2010 \$ 0 (11) Rights Stock

Reporting Owners

Relationships Reporting Owner Name / Address

> Director 10% Owner Officer Other

WOLF BARTH J 700 NORTH ADAMS STREET GREEN BAY, WI 54301

VP-Chief Legal Officer & Secy

Signatures

Barth J. Wolf 12/21/2007 **Signature of Date Reporting Person

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.
- Unless the participant has selected a later commencement date, distribution of stock and equivalents will commence within 60 days **(2)** following the end of the calendar year in which occurs the participant's retirement or termination of service.
- Unless the participant has selected a later commencement date, distribution of stock and equivalents will commence within 60 days **(3)** following the end of the calendar year in which occurs the participant's retirement or termination of service.
- **(4)** The option vests in four equal annual installments beginning on December 13, 2002.
- The option vests in four equal annual installments beginning on December 12, 2003. **(5)**
- The option vests in four equal annual installments beginning on December 10, 2004. (6)
- **(7)** The option vests in four equal annual installments beginning on December 8, 2005.
- **(8)** The option vests in four equal annual installments beginning on December 7, 2007.
- **(9)** The option vests in four equal annual installments beginning on December 7, 2006.
- (10)The option vests in four equal annual installments beginning on May 17, 2008.
- Performance shares vest and are issued three years after the performance shares are awarded and the final number of shares issued is **(11)** determined based on company performance against an established industry benchmark.
- Performance shares vest and are issued three years after the performance shares are awarded and the final number of shares issued is (12)determined based on company performance against an established industry benchmark.
- The final number of shares issued will be based on company performance against an established industry benchmark for the (13)performance period April 1, 2007, to December 31, 2009.

Remarks:

Table 1, line 1 reflects dividends paid on Restricted Stock and reinvested in additional Restricted Stock under the company's 2 Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays

a currently valid OMB number.

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