

Plan

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1474
(9-02)

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 Amount of Underlying Securities (Instr. 3 and 4)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount Number Shares
Performance Rights	\$ 0 ⁽³⁾					01/01/2016 ⁽³⁾	03/15/2016	Common Stock	7,1
Performance Rights	\$ 0 ⁽³⁾					01/01/2017 ⁽³⁾	03/15/2017	Common Stock	6,9
Phantom Stock Unit	⁽⁴⁾					⁽⁵⁾	⁽⁵⁾	Common Stock	28,999
Restricted Stock Units 2011	⁽⁶⁾					02/10/2012	02/10/2015	Common Stock	620.4
Restricted Stock Units 2012	⁽⁶⁾					02/09/2013	02/09/2016	Common Stock	1,160
Restricted Stock Units 2013	⁽⁶⁾					02/14/2014	02/14/2017	Common Stock	1,647
Restricted Stock Units 2014	⁽⁶⁾					02/13/2015	02/13/2018	Common Stock	2,090

Reporting Owners

Reporting Owner Name / Address

Relationships

Edgar Filing: INTEGRYS ENERGY GROUP, INC. - Form 4

Director 10% Owner Officer

Other

RADTKE MARK A
700 NORTH ADAMS STREET
P. O. BOX 19001
GREEN BAY, WI 54307-9001

Exec VP Shd Srv & Chf Stg Ofc

Signatures

Dane E. Allen, as Power of Attorney for Mr.
Radtke

12/29/2014

__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) The transaction reported was effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on December 24, 2014.
- (2) Balance also reflects dividend reinvestment shares purchased on a quarterly basis.
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 reported target award.
- (4) These phantom stock units convert to common stock on a one-for-one basis.
Upon retirement or termination of service, distribution of phantom stock units will commence in January of the year that is both (1)
- (5) following the calendar year in which service terminates with the Company, and (2) at least six months following termination, or later if the participant selected a later 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. 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.