

INTEGRYS ENERGY GROUP, INC.

Form 4

December 04, 2014

FORM 4

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

OMB APPROVAL

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

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

(Print or Type Responses)

1. Name and Address of Reporting Person *
BORGARD LAWRENCE T

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

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

___ Director ___ 10% Owner
X Officer (give title below) ___ Other (specify below)

700 NORTH ADAMS STREET, P. O. BOX 19001

12/03/2014

President & COO

(Street)

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

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

GREEN BAY, WI 54307-9001

(City) (State) (Zip)

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)	
				(A) or (D)				
			Code	V	Amount			
Common Stock	12/03/2014		M		3,308	A	\$ 49.4 6,004.0986	D
Common Stock	12/03/2014		M		15,688	A	\$ 53.24 21,692.0986	D
Common Stock	12/03/2014		M		1,823	A	\$ 56 23,515.0986	D
Common Stock	12/03/2014		M		20,819	A	\$ 56 44,334.0986	D
Common Stock	12/03/2014		M		4,023	A	\$ 56 48,357.0986	D

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Common Stock	12/03/2014		M	16,796	A	\$ 55.23	65,153.0986	D	
Common Stock	12/03/2014		M	20,819	A	\$ 55.23	85,972.0986	D	
Common Stock	12/03/2014		S	20,819	D	\$ 74.0025 (1)	65,153.0986	D	
Common Stock	12/03/2014		S	20,819	D	\$ 74.0226 (2)	44,334.0986	D	
Common Stock	12/03/2014		S	20,819	D	\$ 74.1235 (3)	23,515.0986	D	
Common Stock	12/03/2014		S	20,819	D	\$ 74.1362 (4)	2,696.0986	D	
Common Stock							6,146.0607	I	By Employee Stock Ownership 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 Security (Instr. 3 and 4)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount
Employee Stock Option (Right to buy)	\$ 49.4	12/03/2014		M	3,308	02/10/2012 ⁽⁵⁾	02/10/2021	Common Stock	
Employee Stock Option	\$ 53.24	12/03/2014		M	15,688	02/09/2013 ⁽⁵⁾	02/09/2022	Common Stock	

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(Right to buy)									
Employee Stock Option (Right to buy)	\$ 56	12/03/2014	M	1,823	02/14/2014 ⁽⁵⁾	02/14/2023		Common Stock	
Employee Stock Option (Right to buy)	\$ 56	12/03/2014	M	20,819	02/14/2014 ⁽⁵⁾	02/14/2023		Common Stock	
Employee Stock Option (Right to buy)	\$ 56	12/03/2014	M	4,023	02/14/2014 ⁽⁵⁾	02/14/2023		Common Stock	
Employee Stock Option (Right to Buy)	\$ 55.23	12/03/2014	M	16,796	02/13/2015 ⁽⁵⁾	02/13/2024		Common Stock	
Employee Stock Option (Right to Buy)	\$ 55.23	12/03/2014	M	20,819	02/13/2015 ⁽⁵⁾	02/13/2024		Common Stock	
Performance Rights	\$ 0 ⁽⁶⁾				01/01/2017 ⁽⁶⁾	03/15/2017		Common Stock	
Performance Rights	\$ 0 ⁽⁶⁾				01/01/2016 ⁽⁶⁾	03/15/2016		Common Stock	
Performance Rights	\$ 0 ⁽⁶⁾				01/01/2015 ⁽⁶⁾	03/15/2015		Common Stock	
Phantom Stock Unit	⁽⁷⁾				⁽⁸⁾	⁽⁸⁾		Common Stock	29
Restricted Stock Units 2011	⁽⁹⁾				02/10/2012	02/10/2015		Common Stock	1
Restricted Stock Units 2012	⁽⁹⁾				02/09/2013	02/09/2016		Common Stock	2
Restricted Stock Units 2013	⁽⁹⁾				02/14/2014	02/14/2017		Common Stock	2
Restricted Stock Units 2014	⁽⁹⁾				02/13/2015	02/13/2018		Common Stock	4

