WPS RESOURCES CORP

Form 4

September 22, 2005

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

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

(Print or Type Responses)

1(b).

(Last)

1. Name and Address of Reporting Person * NICK BARBARA A

2. Issuer Name and Ticker or Trading Symbol

WPS RESOURCES CORP [WPS]

5. Relationship of Reporting Person(s) to

Issuer

3. Date of Earliest Transaction

(Check all applicable)

700 NORTH ADAMS STREET, P.

(Middle)

(First)

(Month/Day/Year)

Director _X__ Officer (give title

10% Owner Other (specify

O. BOX 19001

09/20/2005

below) Vice Pres, Corporate Services

(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 543079001

(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. Transactic Code (Instr. 8)	4. Securi on(A) or Do (Instr. 3,	ispose 4 and (A) or	d of (D)	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)
Common Stock	09/20/2005		A	0.345	A	\$ 59.025	21.372	I	By Custodian For Son by SIP
Common Stock	09/20/2005		A	0.345	A	\$ 59.025	36.372	I	By Daughter by Stock Investment Plan
Common Stock	09/20/2005		A	1.027	A	\$ 59.025	108.298	I	Joint with Spouse by SIP

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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.					
Common Stock	3,548.7823	I	By Spouse by ESOP		
Common Stock	1,865.7616	I	By ESOP		
Common Stock	15	I	By Custodian For Son		
Common Stock	640	D			

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

number.

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. Transactic Code (Instr. 8)	5. Number of orDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisab Expiration Date (Month/Day/Year		7. Title and An Underlying Se (Instr. 3 and 4)
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title
Phantom Stock Unit	(1)	09/20/2005		A	31.3668	(2)	(2)	Common Stock
Employee Stock Option (Right to buy)	\$ 34.09 (3)					12/13/2002	12/13/2011	Common Stock
Employee Stock Option (Right to buy)	\$ 37.96 (4)					12/12/2003	12/12/2012	Common Stock
Employee Stock Option (Right to buy)	\$ 44.73 (5)					12/10/2004	12/10/2013	Common Stock
Employee Stock Option (Right to Buy)	\$ 48.11 (6)					12/08/2005	12/08/2014	Common Stock

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Employee Stock Option (Right to buy)	\$ 34.09 (3)	12/13/2002	12/13/2011	Common Stock
Employee Stock Option (Right to buy)	\$ 37.96 (4)	12/12/2003	12/12/2012	Common Stock
Employee Stock Option (Right to buy)	\$ 44.73 (5)	12/10/2004	12/10/2013	Common Stock
Performance Rights	\$ 0 <u>(7)</u>	01/01/2006(7)	06/30/2006	Common Stock
Performance Rights	\$ 0 <u>(7)</u>	01/01/2007(7)	06/30/2007	Common Stock
Performance Rights	\$ 0 <u>(7)</u>	01/01/2008(7)	06/30/2008	Common Stock
Performance Rights	\$ 0 <u>(7)</u>	01/01/2008(7)	06/30/2008	Common Stock

Reporting Owners

Reporting Owner Name / Address	Keiationsnips				
	Director	10% Owner	Officer	Other	

NICK BARBARA A 700 NORTH ADAMS STREET P. O. BOX 19001 GREEN BAY, WI 543079001

Vice Pres, Corporate Services

Signatures

By: Barth J. Wolf (See POA filed August 2002) 09/22/2005

**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) The option vests in four equal annual installments beginning on December 13, 2002.
- (4) 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.

Reporting Owners 3

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- (6) The option vests in four equal annual installments beginning on December 8, 2005.
- (7) Performance shares vest and are issued three years after the performance shares are awarded and the final number of shares issued is determined based on company performance against an established industry benchmark.

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.