#### WPS RESOURCES CORP

Form 4 March 01, 2006

# FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

OMB Number:

3235-0287

Expires:

January 31, 2005

0.5

Estimated average burden hours per

**OMB APPROVAL** 

response...

if no longer subject to Section 16. Form 4 or Form 5

Check this box

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * JOHNSON BRADLEY A			2. Issuer Name and Ticker or Trading Symbol WPS RESOURCES CORP [WPS]	5. Relationship of Reporting Person(s) to Issuer  (Check all applicable)		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction	(Check an applicable)		
700 NORTH . O. BOX 1900		TREET, P.	(Month/Day/Year) 02/27/2006	Director 10% Owner _X Officer (give title Other (specify below)  Vice President and Treasurer		
	(Street)		4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check		
GREEN BAY	, WI 5430°	79001	Filed(Month/Day/Year)	Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person		

(City)	(State)	(Zip) Tal	ole I - Non-	-Derivativ	e Seci	urities Acqu	ired, Disposed of	f, or Beneficia	ally 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)		sed of 4 and (A) or		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	02/27/2006		M	2,000	A	\$ 37.96	2,000	D	
Common Stock	02/27/2006		S	2,000	D	\$ 53.2017	0	D	
Common Stock	02/27/2006		M	1,000	A	\$ 34.09	1,000	D	
Common Stock	02/27/2006		S	1,000	D	\$ 53.2017	0	D	
Common Stock							2,388.8105	I	By ESOP

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Common			By Stock
	869.62	I	Investment
Stock			Plan

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

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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. Transactic Code (Instr. 8)	5. Number on Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ve Expiration Date (Month/Day/Year)		7. Title and Amou Underlying Securi (Instr. 3 and 4)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amo Nun Shar
Employee Stock Option (Right to buy)	\$ 34.09 (1)	02/27/2006		M		1,000	12/13/2002	12/13/2011	Common Stock	
Employee Stock Option (Right to buy)	\$ 37.96 (2)	02/27/2006		M		2,000	12/12/2003	12/12/2012	Common Stock	
Employee Stock Option (Right to buy)	\$ 44.73 (3)						12/10/2004	12/10/2013	Common Stock	
Employee Stock Option (Right to Buy)	\$ 48.11 ( <u>4)</u>						12/08/2005	12/08/2014	Common Stock	
Employee Stock Option (Right to Buy)	\$ 54.85 (5)						12/07/2006	12/07/2015	Common Stock	
Performance Rights	\$ 0 (6)						01/01/2007(6)	06/30/2007	Common Stock	
	\$ 0 (6)						01/01/2008(6)	06/30/2008		

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Performance Rights				Common Stock	
Performance Rights	\$ 0 (6)	01/01/2009 <u>(6)</u>	06/30/2009	Common Stock	
Phantom Stock Unit	\$ 0 <u>(7)</u>	<u>(8)</u>	(8)	Common Stock	7,1

## **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

JOHNSON BRADLEY A 700 NORTH ADAMS STREET P. O. BOX 19001 GREEN BAY, WI 543079001

Vice President and Treasurer

### **Signatures**

By: Barth J. Wolf (See POA filed August 2002)

03/01/2006

\*\*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 option vests in four equal annual installments beginning on December 13, 2002.
- (2) The option vests in four equal annual installments beginning on December 12, 2003.
- (3) The option vests in four equal annual installments beginning on December 10, 2004.
- (4) The option vests in four equal annual installments beginning on December 8, 2005.
- (5) The option vests in four equal annual installments beginning on December 7, 2006.
- 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.
- (7) These phantom stock units convert to common stock on a one-for-one basis.
- (8) 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.

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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