INTEGRYS ENERGY GROUP, INC.

Form 4 April 24, 2007

FORM 4

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

OMB APPROVAL OMB 3235-0287

Check this box if no longer

Number: January 31, Expires:

2005

subject to Section 16. Form 4 or Form 5

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Estimated average burden hours per

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

response... 0.5

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * WEYERS LARRY L	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) 130 E. RANDOLPH DRIVE	3. Date of Earliest Transaction (Month/Day/Year) 04/23/2007	X Director 10% Owner Selective title Other (specify below) President and CEO		
(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		
CHICAGO, IL 60601		Form filed by More than One Reporting Person		

(City)	(State)	(Zip) Tabl	le I - Non-	Derivative	Secu	rities Acqui	red, Disposed of,	or Beneficiall	y Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. 4. Securities Acquired (A) Transactionr Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8)			5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
			Code V	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)	(Instr. 4)	
Common Stock	04/23/2007		M	5,638	A	\$ 34.09	14,727	D	
Common Stock	04/23/2007		S	5,638	D	\$ 55.8645 (1)	9,089	D	
Common Stock	04/23/2007		M	7,775	A	\$ 34.75	16,864	D	
Common Stock	04/23/2007		S	7,775	D	\$ 55.8645 (1)	9,089	D	

By ESOP

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Common Stock

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. Transacti Code (Instr. 8)	Secu Acq (A) Disp (D)	urities uired or posed of tr. 3, 4,	rivative Expiration Date (Month/Day/Year) red sed of 3, 4,		7. Title and Am Underlying Sect (Instr. 3 and 4)
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title N
Employee Stock Option (Right to buy)	\$ 34.09 (2)	04/23/2007		M		5,638	12/13/2002	12/13/2011	Common Stock
Employee Stock Option (Right to buy)	\$ 34.75 (3)	04/23/2007		M		7,775	12/14/2001	12/14/2010	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 (<u>6)</u>						12/08/2005	12/08/2014	Common Stock
Employee Stock Option (Right to buy)	\$ 52.73 (7)						12/07/2007	12/07/2016	Common Stock

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Employee Stock Option (Right to buy)	\$ 54.85 (<u>8)</u>	12/07/2006	12/07/2015	Common Stock	
Performance Rights	\$ 0 <u>(9)</u>	01/01/2008(10)	06/30/2008	Common Stock	
Performance Rights	\$ 0 <u>(9)</u>	01/01/2009(10)	06/30/2009	Common Stock	
Performance Rights	\$ 0 <u>(9)</u>	01/01/2010(10)	06/30/2010	Common Stock	
Phantom Stock Unit	(11)	(12)	(13)	Common Stock	5

Reporting Owners

Reporting Owner Name / Address	Relationships					
1 0	Director	10% Owner	Officer	Other		
WEYERS LARRY L 130 E. RANDOLPH DRIVE CHICAGO, IL 60601	X		President and CEO			

Signatures

By: Peter H. Kauffman, as Power of Attorney For: Mr.
Weyers

04/24/2007

**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) This average sale price reflects multiple transactions at prices ranging from \$55.75 to \$55.92.
- (2) The option vests in four equal annual installments beginning on December 13, 2002.
- (3) The option vests in four equal annual installments beginning on December 14, 2001.
- (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.
- (6) The option vests in four equal annual installments beginning on December 8, 2005.
- (7) The option vests in four equal annual installments beginning on December 7, 2007.
- (8) The option vests in four equal annual installments beginning on December 7, 2006.
- (9) 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.
- (10) 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.
- (11) These phantom stock units convert to common stock on a one-for-one basis.

(12)

Reporting Owners 3

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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.

(13) 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.