INTEGRYS ENERGY GROUP, INC.

Form 4

February 19, 2008

FORM 4

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

OMB 3235-0287 Number:

Estimated average

OMB APPROVAL

Check this box if no longer subject to Section 16.

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

January 31, Expires: 2005

Form 4 or Form 5 obligations may continue.

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

burden hours per response... 0.5

See Instruction 1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person ** RADTKE MARK A			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) 700 NORTH O. BOX 1900		(Middle) TREET, P.	3. Date of Earliest Transaction (Month/Day/Year) 02/14/2008	Director 10% Owner Officer (give title Other (specify below) Pres, Integrys Enrgy Ser a sub
GREEN BAY	(Street) Y, WI 5430	7-9001	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
(City)	(State)	(Zip)	Table I - Non-Derivative Securities Ac	quired, Disposed of, or Beneficially Owned

Toble I Non Don	ivotivo Commities	Acquired, Disposed	l of on Dor	oficially Owned
Table I - Non-Der	ivative Securities	Acquirea, Disposed	ı oı. or Ber	iencially Owned

1.Title of	2. Transaction Date	2A. Deemed	3.	4. Securities	5. Amount of	6. Ownership	7. Nature of
Security	(Month/Day/Year)	Execution Date, if	Transactio	nAcquired (A) or	Securities	Form: Direct	Indirect
(Instr. 3)		any	Code	Disposed of (D)	Beneficially	(D) or	Beneficial
		(Month/Day/Year)	(Instr. 8)	(Instr. 3, 4 and 5)	Owned	Indirect (I)	Ownership
					Following	(Instr. 4)	(Instr. 4)
				(4)	Reported		
				(A)	Transaction(s)		
			Code V	or Amount (D) Price	(Instr. 3 and 4)		
C			Code V	Amount (D) Price			
Common					1,401.182	D	
Stock					1,1011102		
C							
Common					3,275.4474	I	By ESOP
Stock					,		J
Common							by Jt Trust
					2,983	I	•
Stock							w/Spouse

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

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displays a currently valid OMB control number.

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. Transactio Code (Instr. 8)	5. Number of Derivative Securities Acquired Disposed (Instr. 3, 4)	(A) or of (D)	6. Date Exercisabl Expiration Date (Month/Day/Year)		7. Title and Underlying (Instr. 3 and
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title
Employee Stock Option (Right to buy)	\$ 48.36 (1)	02/14/2008		A	30,645		02/14/2009	02/14/2018	Common Stock
Performance Rights	\$ 0	02/14/2008		H(2)		2,518	01/01/2008	06/30/2008	Common Stock
Performance Rights	\$ 0 (3)	02/14/2008		A	5,624		01/01/2011(4)	06/30/2011	Common Stock
Restricted Stock Units	<u>(5)</u>	02/14/2008		A	2,002		<u>(6)</u>	<u>(6)</u>	Common Stock
Employee Stock Option (Right to buy)	\$ 23.1875 (7)						03/13/2001	03/13/2010	Common Stock
Employee Stock Option (Right to buy)	\$ 29.875 (8)						02/11/2000	02/11/2009	Common Stock
Employee Stock Option (Right to buy)	\$ 34.09 (<u>9)</u>						12/13/2002	12/13/2011	Common Stock
Employee Stock Option (Right to buy)	\$ 37.96 (10)						12/12/2003	12/12/2012	Common Stock
Employee Stock Option (Right to buy)	\$ 44.73 (11)						12/10/2004	12/10/2013	Common Stock
Employee Stock Option	\$ 48.11 (12)						12/08/2005	12/08/2014	Common Stock

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(Right to buy)				
Employee Stock Option (Right to buy)	\$ 52.73 (13)	12/07/2007	12/07/2016	Common Stock
Employee Stock Option (Right to buy)	\$ 54.85 (14)	12/07/2006	12/07/2015	Common Stock
Employee Stock Option (Right to buy)	\$ 58.65 (15)	05/17/2008	05/17/2017	Common Stock
Performance Rights	\$ 0 <u>(3)</u>	01/01/2009(4)	06/30/2009	Common Stock
Performance Rights	\$ 0 <u>(16)</u>	12/31/2009(16)	03/31/2010	Common Stock
Performance Rights	\$ 0 <u>(3)</u>	01/01/2010(4)	06/30/2010	Common Stock
Phantom Stock Unit	<u>(17)</u>	(18)	(19)	Common Stock

Reporting Owners

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

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

Pres, Integrys Enrgy Ser a sub

Date

Signatures

By: Barth J. Wolf, as Power of Attorney For: Mr.

**Signature of Reporting Person

Radtke 02/19/2008

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 February 14, 2009.
- (2) Cancellation of long term incentive award with no payout being made.
- (3) 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.

Reporting Owners 3

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- (4) 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.
- (5) Each restricted stock unit represent a contingent right to receive one share of TEG common stock.
- (6) The restricted stock units vest in four equal annual installments beginning on February 14, 2009.
- (7) The option vests in four equal annual installments beginning on March 13, 2001.
- (8) The option vests in four equal annual installments beginning on February 11, 2000.
- (9) The option vests in four equal annual installments beginning on December 13, 2002.
- (10) The option vests in four equal annual installments beginning on December 12, 2003.
- (11) The option vests in four equal annual installments beginning on December 10, 2004.
- (12) The option vests in four equal annual installments beginning on December 8, 2005.
- (13) The option vests in four equal annual installments beginning on December 7, 2007.
- (14) The option vests in four equal annual installments beginning on December 7, 2006.
- (15) The option vests in four equal annual installments beginning on May 17, 2008.
- The final number of shares issued will be based on company performance against an established industry benchmark for the performance period April 1, 2007, to December 31, 2009.
- (17) These phantom stock units convert to common stock on a one-for-one basis.
- (18) 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.
- (19) 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.

Remarks:

Table 1, Line 2 Reflects shares allocated by the company's ESOP program on December 31, 2007.

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.