

INTEGRYS ENERGY GROUP, INC.  
Form 4  
December 03, 2014

**FORM 4** UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2015  
Estimated average burden hours per response... 0.5

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 \*  
VERBANAC DANIEL J

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)  
1716 LAWRENCE DRIVE  
(Street)

3. Date of Earliest Transaction (Month/Day/Year)  
12/01/2014

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
Executive VP - IBS

DE PERE, WI 54115

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

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

(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 Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	12/01/2014		M		13,326	A	\$ 56
							13,895.0742
Common Stock	12/01/2014		S		13,326	D	\$ 73.781
							569.0742
Common Stock	12/02/2014		M		1,122	A	\$ 55.23
							1,691.0742
Common Stock	12/02/2014		S		1,122	D	\$ 74.1
							569.0742
Common Stock							7,039.577
						I	By Employee

Common Stock	80	I	Stock Ownership Plan By Joint Trust
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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. 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)	\$ 56	12/01/2014		M	13,326	02/14/2014 <sup>(2)</sup> 02/14/2023	Common Stock		
Employee Stock Option (Right to Buy)	\$ 55.23	12/02/2014		M	1,122	02/13/2015 <sup>(2)</sup> 02/13/2024	Common Stock		
Performance Rights	\$ 0 <sup>(3)</sup>					01/01/2016 <sup>(3)</sup> 03/15/2016	Common Stock		
Performance Rights	\$ 0 <sup>(3)</sup>					01/01/2017 <sup>(3)</sup> 03/15/2017	Common Stock		
Performance Rights	\$ 0 <sup>(3)</sup>					01/01/2015 <sup>(3)</sup> 03/15/2015	Common Stock		
Phantom Stock Unit	<sup>(4)</sup>					<sup>(5)</sup> <sup>(5)</sup>	Common Stock		27
Restricted Stock Units 2011	<sup>(6)</sup>					02/10/2012 02/10/2015	Common Stock		
Restricted Stock Units	<sup>(6)</sup>					02/09/2013 02/09/2016	Common Stock		1

