

INTEGRYS ENERGY GROUP, INC.

Form 4

December 19, 2014

# FORM 4

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

OMB APPROVAL

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## 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)

3. Date of Earliest Transaction (Month/Day/Year)  
12/17/2014

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

1716 LAWRENCE DRIVE

(Street)

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

DE PERE, WI 54115

(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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	12/17/2014		M		6,187	A	\$ 75.68
Common Stock	12/17/2014		D		2,475 <sup>(1)</sup>	D	\$ 75.68
Common Stock	12/17/2014		F		1,899.3146	D	\$ 75.68
Common Stock	12/02/2014		G	V	273	D	\$ 0
							324.904 <sup>(2)</sup> <sup>(3)</sup>
						I	Daniel J. & Jeanne M. Verbanac Rev. Trust U/A/D

Common Stock	7,039.577	I	1/15/2004 By Employee Stock Ownership Plan Daniel J. Verbanac & Jeanne M. Verbanac Rev. Trust U/A/D 1/15/04 <sup>(4)</sup>
Common Stock	80	I	

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

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(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 of Shares
Performance Rights	\$ 0 <sup>(5)</sup>	12/17/2014		M	5,288	01/01/2015 <sup>(6)</sup> 03/15/2015	Common Stock		
Performance Rights	\$ 0 <sup>(5)</sup>					01/01/2016 <sup>(5)</sup> 03/15/2016	Common Stock		
Performance Rights	\$ 0 <sup>(5)</sup>					01/01/2017 <sup>(5)</sup> 03/15/2017	Common Stock		
Phantom Stock Unit	<sup>(7)</sup>					<sup>(8)</sup> <sup>(8)</sup>	Common Stock		27,
Restricted Stock Units 2011	<sup>(9)</sup>					02/10/2012 02/10/2015	Common Stock		5,
	<sup>(9)</sup>					02/09/2013 02/09/2016			1,0



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