

MIKULSKY PHILLIP M
Form 4
May 20, 2013

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

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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 *
MIKULSKY PHILLIP M

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)
700 NORTH ADAMS STREET, P. O. BOX 19001
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
05/16/2013

____ Director
 Officer (give title below) _____ Other (specify below)
Exec VP Corp Init & Chf Sec Of

GREEN BAY, WI 54307-9001

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 Indirect Ownership (Instr. 4)
				(A) or (D)			
			Code	V Amount	(D) Price		
Common Stock	05/16/2013		M ⁽¹⁾	4,067	A \$ 49.4	4,088.9923	D
Common Stock	05/16/2013		S ⁽¹⁾	4,067	D \$ 61.03	21.9923	D
Common Stock						5,966.1838	I

By
Employee
Stock
Ownership
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. 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)	\$ 49.4	05/16/2013		M ⁽¹⁾	4,067	02/10/2012 ⁽²⁾	02/10/2021	Common Stock	
Employee Stock Option (Right to buy)	\$ 41.58					02/11/2011 ⁽²⁾	02/11/2020	Common Stock	
Employee Stock Option (Right to buy)	\$ 53.24					02/09/2013 ⁽²⁾	02/09/2022	Common Stock	
Employee Stock Option (Right to buy)	\$ 58.65					05/17/2008 ⁽²⁾	05/17/2017	Common Stock	
Employee Stock Option (Right to buy)	\$ 56					02/14/2014 ⁽²⁾	02/14/2023	Common Stock	
Performance Rights	\$ 0 ⁽³⁾					01/01/2016 ⁽³⁾	06/30/2016	Common Stock	
Performance Rights	\$ 0 ⁽³⁾					01/01/2014 ⁽³⁾	06/30/2014	Common Stock	
Performance Rights	\$ 0 ⁽³⁾					01/01/2015 ⁽³⁾	06/30/2015	Common Stock	
Phantom Stock Unit	⁽⁴⁾					⁽⁵⁾	⁽⁵⁾	Common Stock	33.

