

INTEGRYS ENERGY GROUP, INC.

Form 4

February 13, 2015

**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

(Last) (First) (Middle)  
1716 LAWRENCE DRIVE  
(Street)  
DE PERE, WI 54115  
(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
INTEGRYS ENERGY GROUP, INC. [TEG]

3. Date of Earliest Transaction (Month/Day/Year)  
02/12/2015

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

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

**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)
Common Stock				(A) or (D)	307.9245	D	
Common Stock				(A) or (D)	7,101.4044	I	By Employee Stock Ownership Plan
Common Stock				(A) or (D)	80	I	Daniel J. Verbanac & Jeanne M. Verbanac Rev. Trust

Common Stock	324.904	I	U/A/D 1/15/04  Daniel J. & Jeanne M. Verbanac Rev. Trust U/A/D 1/15/2004
-----------------	---------	---	--

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

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

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 Underlying Security (Instr. 3 and 4)	Amount Number Shares
				Code V	(A) (D)	Date Exercisable Expiration Date	Title	
Restricted Stock Units 2015	(1)	02/12/2015		A	6,260	02/12/2016 02/12/2019	Common Stock	
Performance Rights	\$ 0 (2)					01/01/2016(2) 03/15/2016	Common Stock	
Performance Rights	\$ 0 (2)					01/01/2017(2) 03/15/2017	Common Stock	
Phantom Stock Unit	(3)					(4) (4)	Common Stock	27,
Restricted Stock Units 2012	(1)					02/09/2013 02/09/2016	Common Stock	5
Restricted Stock Units 2013	(1)					02/14/2014 02/14/2017	Common Stock	1,4
Restricted Stock Units 2014	(1)					02/13/2015 02/13/2018	Common Stock	1,8

