Edgar Filing: FERGUSON DIANA SUE - Form 4

FERGUSON Form 4 May 01, 2007									
							OMB A	PPROVAL	
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549								3235-0287	
Check this if no longe subject to Section 16 Form 4 or	er STATEM		F CHANGES IN BENEFICIAL OWNERSHIP O SECURITIES				Expires:January 31 2005Estimated average burden hours per response0.5		
Form 5 obligations may contin <i>See</i> Instruct 1(b).	s Section 17(a)	uant to Section 10) of the Public Ut 30(h) of the In	ility Hold	ing Com	pany Act c	of 1935 or Sectio	n		
(Print or Type Re	esponses)								
1. Name and Ad FERGUSON	Symbol INTEGI	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) 130 E. RANI	(First) (Ma DOLPH DRIVE	iddle) 3. Date of (Month/D 04/30/20	-	insaction		X Director Officer (give below)		Owner er (specify	
			ndment, Dat th/Day/Year)	-		6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person			
CHICAGO, I	IL 60601					Form filed by M Person	More than One Re	eporting	
(City)	(State) (Z	Zip) Table	e I - Non-De	erivative S	ecurities Ac	quired, Disposed o	f, or Beneficial	lly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)		Code (Instr. 8)	4. Securit onAcquired Disposed (Instr. 3, 4)	(A) or of (D) 4 and 5) (A) or	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		
Common Stock						1,765	D		

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

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 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

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1. Title of Derivative	2. Conversion	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if	4. 5. Number of TransactiorDerivative		6. Date Exercisable and Expiration Date		7. Title and Amount of Underlying Securities	
Security (Instr. 3)	or Exercise Price of Derivative Security	(any (Month/Day/Year)	Code (Instr. 8)	Securities	(Month/Day/Year)		(Instr. 3 and 4)	
				Code V	7 (A) (D	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Equivalents	<u>(1)</u>	04/30/2007		А	121.644	<u>(1)</u>	<u>(1)</u>	Common Stock	121.644
Deferred Stock Unit	<u>(2)</u>					(3)	(4)	Common Stock	804.052

Reporting Owners

Reporting Owner Name / AddressDirector10% OwnerOfficerOtherDirector10% OwnerOfficerOtherFERGUSON DIANA SUEXVVV130 E. RANDOLPH DRIVEXVVVCHICAGO, IL 60601XVVV

Signatures

By: Peter H. Kauffman, as Power of Attorney For: Ms. Ferguson

**Signature of Reporting Person

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).

Acquired under the Company's Directors Deferred Compensation Plan. Equivalents will be converted to an equal number of shares of
 Common Stock and distributed to the reporting person in accordance with the terms of the Plan. Acquisition of equivalents is exempt from Section 16(b) pursuant to Rule 16b-3.

- (2) These deferred stock units convert to common stock on a one-for-one basis.
- (3) 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.
- (4) 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:

Non-Derivative Footnote - Reflects April 3, 2007, sale of .5000 fractional share remaining in account upon issuance of stock c

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.

05/01/2007

Date