INTEGRYS ENERGY GROUP, INC.

Form 4

February 12, 2015

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5

obligations

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

may continue. 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

Stock

(Print or Type Responses)

() F -	r									
1. Name and Address of Reporting Person * KALLAS LINDA 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) 200 EAST	(Mont			Date of Earliest Transaction Month/Day/Year) 2/10/2015				Director 10% OwnerX Officer (give title Other (specify below) Vice President & Controller		
(Street) CHICAGO, IL 60601			4. If Amendment, Date Original Filed(Month/Day/Year)					6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting		
								Person		
(City)	(State)	(Zip)	Ta	ble I - Non	-Derivative S	ecurit	ies Acq	uired, Disposed	of, or Benefic	cially Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deeme Execution I any (Month/Da	Date, if	Code (Instr. 3, 4 and 5) ear) (Instr. 8) (A)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. 7. Nature of Ownership Indirect Beneficia Form: Ownership Direct (D) (Instr. 4) or Indirect (I) (Instr. 4)		
				Code V	Amount	or (D)	Price	(Instr. 3 and 4)		
Common Stock	02/10/2015			M	138.3378	A	\$ 78.8	9,221.1486	D	
Common Stock	02/10/2015			F	50.3551	D	\$ 78.8	9,170.7935	D	
Common Stock								2,198.9084	I	By Employee Stock Ownership Plan
Common								187.0989	I	By PE

Employee Stock

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Ownership Plan By 401(k) Plan Common for 530.1327 I Stock Administrative **Employees**

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. Transacti Code (Instr. 8)	5. Number of orDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and A Underlying So (Instr. 3 and 4
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title
Restricted Stock Units 2011	(1)	02/10/2015		M		138.3378	02/10/2012	02/10/2015	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
Restricted Stock Units 2012	<u>(1)</u>						02/09/2013	02/09/2016	Common Stock
Restricted Stock Units 2013	(1)						02/14/2014	02/14/2017	Common Stock
Restricted Stock Units 2014	(1)						02/13/2015	02/13/2018	Common Stock

Reporting Owners

Reporting Owner Name / Address	ix autonships					
	Director	10% Owner	Officer	Other		

Reporting Owners 2 KALLAS LINDA M 200 EAST RANDOLPH STREET CHICAGO, IL 60601

Vice President & Controller

Signatures

Dane E. Allen, as Power of Attorney for Ms. Kallas

02/12/2015

**Signature of Reporting Person

Date

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).
- (1) Each restricted stock unit represent a contingent right to receive one share of Company common stock. The restricted stock units vest in four equal annual installments beginning on the exercisable date.
- Performance stock rights represent the right to receive shares of common stock of the Company, in the event certain performance goals (2) are satisfied. These goals are based on Company performance against an established industry benchmark, over a three year performance period. The final award of shares issued can be between 0% and 200% of the reported target award.

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.

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