

WISCONSIN ENERGY CORP
 Form 4
 January 04, 2013

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 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 *
LEVERETT ALLEN L

(Last) (First) (Middle)
 231 WEST MICHIGAN STREET
 (Street)

MILWAUKEE, WI 53203

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
**WISCONSIN ENERGY CORP
 [WEC]**

3. Date of Earliest Transaction
 (Month/Day/Year)
 01/02/2013

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 Vice President

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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | Code | V | Amount | (D) | Price |
| Common Stock | 01/02/2013 | | A | | 7,677 | A | \$ 0 |
| Common Stock | | | | | 43,437 | D | |
| | | | | | 2,607.363 ⁽¹⁾ | I | ERSP |

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

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 (9-02)

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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 Securities (Instr. 3 and 4) | | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--------------|-------------------------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount Number of Shares |
| Stock Option (Right to buy) | \$ 37.46 | 01/02/2013 | | A | 197,360 | 01/02/2016 ⁽²⁾ | 01/02/2023 | Common Stock | 197,360 |
| Stock Option (Right to buy) | \$ 19.7375 ⁽³⁾ | | | | | 01/03/2009 | 01/03/2016 | Common Stock | 190,000 |
| Stock Option (Right to buy) | \$ 23.8775 ⁽⁴⁾ | | | | | 01/03/2010 | 01/03/2017 | Common Stock | 258,000 |
| Stock Option (Right to buy) | \$ 24.0175 ⁽⁵⁾ | | | | | 01/02/2011 | 01/02/2018 | Common Stock | 328,000 |
| Stock Option (Right to buy) | \$ 21.1075 ⁽⁶⁾ | | | | | 01/02/2012 | 01/02/2019 | Common Stock | 292,000 |
| Stock Option (Right to buy) | \$ 24.92 ⁽⁷⁾ | | | | | 01/04/2013 | 01/04/2020 | Common Stock | 68,200 |
| Stock Option (Right to buy) | \$ 29.3475 ⁽⁸⁾ | | | | | 01/03/2014 | 01/03/2021 | Common Stock | 56,500 |

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other
Executive Vice President

LEVERETT ALLEN L
231 WEST MICHIGAN STREET
MILWAUKEE, WI 53203

Signatures

/s/ Joshua M. Erickson, as
Attorney-in-Fact

01/04/2013

__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).

- Includes shares acquired under Wisconsin Energy Corporation's Employee Retirement Savings Plan (ERSP) in transactions exempt from Section 16(b) pursuant to Rule 16b-3(c) and exempt from reporting pursuant to Rule 16a-3(f)(1)(i)(B). The number of shares in the ERSP attributable to any one participant varies with the price of the Common Stock. The information in this report is based on a plan statement dated as of December 31, 2012.
- (1) Options vest 100% on the date indicated.
 - (2) This option was previously reported as covering 95,000 shares at an exercise price of \$39.475 per share, but was adjusted to reflect the 2-for-1 stock split that occurred on March 1, 2011.
 - (3) This option was previously reported as covering 129,000 shares at an exercise price of \$47.755 per share, but was adjusted to reflect the 2-for-1 stock split that occurred on March 1, 2011.
 - (4) This option was previously reported as covering 164,250 shares at an exercise price of \$48.035 per share, but was adjusted to reflect the 2-for-1 stock split that occurred on March 1, 2011.
 - (5) This option was previously reported as covering 146,000 shares at an exercise price of \$42.215 per share, but was adjusted to reflect the 2-for-1 stock split that occurred on March 1, 2011.
 - (6) This option was previously reported as covering 34,105 shares at an exercise price of \$49.84 per share, but was adjusted to reflect the 2-for-1 stock split that occurred on March 1, 2011.
 - (7) This option was previously reported as covering 28,270 shares at an exercise price of \$58.695 per share, but was adjusted to reflect the 2-for-1 stock split that occurred on March 1, 2011.
 - (8)

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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