BORGARD LAWRENCE T

Form 4

September 08, 2010

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

OMB 3235-0287 Number:

Estimated average

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

January 31, Expires: 2005

0.5

OMB APPROVAL

Form 4 or Form 5 obligations may continue.

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,

burden hours per response...

See Instruction

1(b).

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)

(Last)

Security

(Instr. 3)

Stock

700 NORTH ADAMS

1. Name and Address of Reporting Person *

BORGARD LAWRENCE T

2. Issuer Name and Ticker or Trading

Symbol

INTEGRYS ENERGY GROUP,

5. Relationship of Reporting Person(s) to

Issuer

INC. [TEG]

(First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year)

(Check all applicable)

Pres & COO - Utilities, subs

X_ Officer (give title Other (specify below) below)

09/07/2010

STREET, P.O. BOX 19001 (Street)

4. If Amendment, Date Original

Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check

Applicable Line)

Director

X Form filed by One Reporting Person Form filed by More than One Reporting

D

GREEN BAY, WI 54307-9001

(State)

(City) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1. Title of 2. Transaction Date 2A. Deemed 3.

(Month/Day/Year) Execution Date, if

4. Securities TransactionAcquired (A) or Code Disposed of (D) (Instr. 3, 4 and 5) (Instr. 8)

5. Amount of Securities Beneficially (D) or Owned Indirect (I) Following (Instr. 4)

6. Ownership 7. Nature of Form: Direct Indirect Beneficial Ownership (Instr. 4)

10% Owner

Reported (A) Transaction(s)

or (Instr. 3 and 4) Price Code V Amount (D)

Common

2,972 D \$ 50 4,097.396

09/07/2010 S Stock

(Month/Day/Year)

Common 4,144.5178 By ESOP I

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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$\label{thm:convergence} \begin{tabular}{ll} Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned \\ (\emph{e.g.}, puts, calls, warrants, options, convertible securities) \\ \end{tabular}$

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. Transactic Code (Instr. 8)	5. onNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)			7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amoun Numbe Shares
Employee Stock Option (Right to buy)	\$ 41.58 (1)					02/11/2011	02/11/2020	Common Stock	43,
Employee Stock Option (Right to buy)	\$ 42.12 (2)					02/12/2010	02/12/2019	Common Stock	24,
Employee Stock Option (Right to buy)	\$ 44.73 (3)					12/10/2004	12/10/2013	Common Stock	6,1
Employee Stock Option (Right to buy)	\$ 48.11 (<u>4)</u>					12/08/2005	12/08/2014	Common Stock	11,
Employee Stock Option (Right to buy)	\$ 48.36 (5)					02/14/2009	02/14/2018	Common Stock	30,
Employee Stock Option (Right to buy)	\$ 52.73 (6)					12/07/2007	12/07/2016	Common Stock	11,
Employee Stock Option (Right to buy)	\$ 54.85 (7)					12/07/2006	12/07/2015	Common Stock	12,
Employee Stock Option (Right to buy)	\$ 58.65 (8)					05/17/2008	05/17/2017	Common Stock	14.

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Performance Rights	\$ 0 <u>(9)</u>	01/01/2011(10)	06/30/2011	Common Stock	5,:
Performance Rights	\$ 0 <u>(9)</u>	01/01/2012(10)	06/30/2012	Common Stock	5,9
Performance Rights	\$ 0 <u>(9)</u>	01/01/2013(10)	06/30/2013	Common Stock	11.
Phantom Stock Unit	(11)	(12)	(13)	Common Stock	23,63
Restricted Stock Units 2008	<u>(14)</u>	<u>(15)</u>	<u>(15)</u>	Common Stock	1,16
Restricted Stock Units 2009	<u>(14)</u>	<u>(16)</u>	(16)	Common Stock	1,65
Restricted Stock Units 2010	<u>(14)</u>	<u>(17)</u>	<u>(17)</u>	Common Stock	3,85

Reporting Owners

Reporting Owner Name / Address

Director 10% Owner Officer Other

BORGARD LAWRENCE T 700 NORTH ADAMS STREET P.O. BOX 19001 GREEN BAY, WI 54307-9001

Pres & COO - Utilities, subs

Signatures

By: Dane E. Allen, as Power of Attorney For: Mr.

Borgard 09/08/2010

**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) The option vests in four equal annual installments beginning on February 11, 2011.
- (2) The option vests in four equal annual installments beginning on February 12, 2010.
- (3) The option vests in four equal annual installments beginning on December 10, 2004.
- (4) The option vests in four equal annual installments beginning on December 8, 2005.
- (5) The option vests in four equal annual installments beginning on February 14, 2009.
- (6) The option vests in four equal annual installments beginning on December 7, 2007.
- (7) The option vests in four equal annual installments beginning on December 7, 2006.
- (8) The option vests in four equal annual installments beginning on May 17, 2008.

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- (9) Performance rights vest and are issued three years after the performance rights are awarded and the final number of shares issued is determined based on company performance against an established industry benchmark.
- (10) Performance rights vest and are issued three years after the performance rights are awarded and the final number of shares issued is determined based on company performance against an established industry benchmark.
- (11) These phantom stock units convert to common stock on a one-for-one basis.
- (12) 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.
- (13) 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.
- (14) Each restricted stock unit represent a contingent right to receive one share of TEG common stock.
- (15) The restricted stock units vest in four equal annual installments beginning on February 14, 2009.
- (16) The restricted stock units vest in four equal annual installments beginning on February 12, 2010.
- (17) The restricted stock units vest in four equal annual installments beginning on February 11, 2011.

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.