SCHROCK CHARLES A

Form 4

August 16, 2011

FORM 4

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

SECURITIES

OMB

Check this box if no longer STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

3235-0287 Number: January 31, Expires:

OMB APPROVAL

subject to

2005 Estimated average

Section 16. Form 4 or Form 5

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

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obligations may continue. See Instruction

Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * SCHROCK CHARLES A			Issuer Name and Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer		
			INTEGRYS ENERGY GROUP, INC. [TEG]	(Check all applicable)		
(Last) 130 EAST R	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 08/12/2011	_X Director 10% Owner _X Officer (give title Other (specify below)		
	(Street)		4. If Amendment, Date Original Filed(Month/Day/Year)	6. Individual or Joint/Group Filing(Check Applicable Line)		
CHICAGO, IL 60601				_X_ Form filed by One Reporting Person Form filed by More than One Reporting Person		
(City)	(State)	(Zip)	Table I - Non-Derivative Securities A	cquired, Disposed of, or Beneficially Owne		
1 Title of	2 Transactio	n Data 2A Da	amad 2 A Sagurities	5 Amount of 6 Ownership 7 Natur		

(City)	(State) (Z	Table	I - Non-De	erivative S	Securities A	equired, Disposed	of, or Beneficia	lly Owned
1.Title of Security	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if	3. Transactio	4. Securit		5. Amount of Securities	6. Ownership Form: Direct	7. Nature of Indirect
(Instr. 3)	•	any	Code	Disposed	of (D)	Beneficially	(D) or	Beneficial
		(Month/Day/Year)	(Instr. 8) Code V	(Instr. 3, Amount	4 and 5) (A) or (D) Price	Owned Following Reported Transaction(s) (Instr. 3 and 4)	Indirect (I) (Instr. 4)	Ownership (Instr. 4)
Common Stock						3,236.445	D	
Common Stock						5,665.059	I	By ESOP
Common Stock						1,439.437	I	by Stk Invest Plan

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

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number.

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. 5. Number of TransactionDerivative Code Securities (Instr. 8) Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and An Underlying Sec (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title N	
Phantom Stock Unit	(1)	08/12/2011		A	28.496	(2)	(2)	Common Stock	
Employee Stock Option (Right to buy)	\$ 41.58 (3)					02/11/2011	02/11/2020	Common Stock	
Employee Stock Option (Right to buy)	\$ 42.12 (4)					02/12/2010	02/12/2019	Common Stock	
Employee Stock Option (Right to buy)	\$ 44.73 (5)					12/10/2004	12/10/2013	Common Stock	
Employee Stock Option (Right to buy)	\$ 48.11 (6)					12/08/2005	12/08/2014	Common Stock	
Employee Stock Option (Right to buy)	\$ 48.36 (7)					02/14/2009	02/14/2018	Common Stock	
Employee Stock Option (Right to buy)	\$ 49.4 (8)					02/10/2012	02/10/2021	Common Stock	
Employee Stock Option (Right to buy)	\$ 52.73 (9)					12/07/2007	12/07/2016	Common Stock	
Employee Stock Option	\$ 54.85 (10)					12/07/2006	12/07/2015	Common Stock	

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(Right to buy)					
Employee Stock Option (Right to buy)	\$ 58.65 (11)	05/17/2008	05/17/2017	Common Stock	
Performance Rights	\$ 0 <u>(12)</u>	01/01/2012(12)	06/30/2012	Common Stock	
Performance Rights	\$ 0 <u>(12)</u>	01/01/2013(12)	06/30/2013	Common Stock	
Performance Rights	\$ 0 <u>(12)</u>	01/01/2014(12)	06/30/2014	Common Stock	
Restricted Stock Units 2008	(13)	(14)	(14)	Common Stock	
Restricted Stock Units 2009	<u>(13)</u>	<u>(15)</u>	(15)	Common Stock	
Restricted Stock Units 2010	<u>(13)</u>	<u>(16)</u>	(16)	Common Stock	1
Restricted Stock Units 2011	(13)	<u>(17)</u>	(17)	Common Stock	3

Reporting Owners

Reporting Owner Name / Address	Relationships					
nopolang o mior ramo, raanoss	Director	10% Owner	Officer	Other		
SCHROCK CHARLES A 130 EAST RANDOLPH STREET CHICAGO, IL 60601	X		Chairman, President & CEO			

Signatures

By: Dane E. Allen, as Power of Attorney For: Mr.
Schrock 08/16/2011

**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) These phantom stock units convert to common stock on a one-for-one basis.
- 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.

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- (3) The option vests in four equal annual installments beginning on February 11, 2011.
- (4) The option vests in four equal annual installments beginning on February 12, 2010.
- (5) The option vests in four equal annual installments beginning on December 10, 2004.
- (6) The option vests in four equal annual installments beginning on December 8, 2005.
- (7) The option vests in four equal annual installments beginning on February 14, 2009.
- (8) The option vests in four equal annual installments beginning on February 10, 2012.
- (9) The option vests in four equal annual installments beginning on December 7, 2007.
- (10) The option vests in four equal annual installments beginning on December 7, 2006.
- (11) The option vests in four equal annual installments beginning on May 17, 2008.
- Performance stock rights represent the right to receive shares of common stock of the Company, in the event certain performance goals (12) 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 target award.
- (13) Each restricted stock unit represent a contingent right to receive one share of Company common stock.
- (14) The restricted stock units vest in four equal annual installments beginning on February 14, 2009.
- (15) The restricted stock units vest in four equal annual installments beginning on February 12, 2010.
- (16) The restricted stock units vest in four equal annual installments beginning on February 11, 2011.
- (17) The restricted stock units vest in four equal annual installments beginning on February 10, 2012.

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.