

INTEGRYS ENERGY GROUP, INC.

Form 4

June 27, 2008

**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 \*  
ROGERS DESIREE G

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) (First) (Middle)  
130 E. RANDOLPH DRIVE  
(Street)

3. Date of Earliest Transaction (Month/Day/Year)  
06/26/2008

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
Pres, PGL & NSG, subsidiaries

CHICAGO, IL 60601

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

(City) (State) (Zip)

**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)
Common Stock				(A) or (D) Price	244.051	I	By ESOP

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

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SEC 1474 (9-02)

**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 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)	8. D S (I)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option (Right to buy)	\$ 49.89	06/26/2008		M	1,069	10/03/2002	10/03/2011	Common Stock	1,069
Stock Option (Right to buy)	\$ 49.89	06/26/2008		M	800	10/03/2002	10/03/2011	Common Stock	800
Stock Option (Right to buy)	\$ 49.89	06/26/2008		M	300	10/03/2002	10/03/2011	Common Stock	300
Stock Option (Right to buy)	\$ 49.89	06/26/2008		M	200	10/03/2002	10/03/2011	Common Stock	200
Stock Option (Right to buy)	\$ 49.89	06/26/2008		M	100	10/03/2002	10/03/2011	Common Stock	100
Stock Option (Right to buy)	\$ 49.89	06/26/2008		M	900	10/03/2002	10/03/2011	Common Stock	900
Stock Option (Right to buy)	\$ 49.89	06/26/2008		M	500	10/03/2002	10/03/2011	Common Stock	500
Stock Option (Right to buy)	\$ 49.89	06/26/2008		M	900	10/03/2002	10/03/2011	Common Stock	900
Stock Option	\$ 49.89	06/26/2008		M	100	10/03/2002	10/03/2011	Common Stock	100

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(Right to buy)

Stock Option (Right to buy)

\$ 49.89

06/26/2008

M

100

10/03/2002 10/03/2011

Common Stock

100

Stock Option (Right to buy)

\$ 49.89

06/26/2008

M

516

10/03/2002 10/03/2011

Common Stock

516

Stock Option (Right to buy)

\$ 49.89

06/26/2008

M

500

10/03/2002 10/03/2011

Common Stock

500

Stock Option (Right to buy)

\$ 49.89

06/26/2008

M

100

10/03/2002 10/03/2011

Common Stock

100

Stock Option (Right to buy)

\$ 49.89

06/26/2008

M

200

10/03/2002 10/03/2011

Common Stock

200

Stock Option (Right to buy)

\$ 49.89

06/26/2008

M

100

10/03/2002 10/03/2011

Common Stock

100

Stock Option (Right to buy)

\$ 49.89

06/26/2008

M

1,400

10/03/2002 10/03/2011

Common Stock

1,400

Stock Option (Right to buy)

\$ 49.89

06/26/2008

M

866

10/03/2002 10/03/2011

Common Stock

866

Stock Option (Right to buy)

\$ 49.89

06/26/2008

M

118

10/03/2002 10/03/2011

Common Stock

118

Stock Option (Right to buy)

\$ 49.89

06/26/2008

M

200

10/03/2002 10/03/2011

Common Stock

200

Stock Option (Right to

\$ 49.89

06/26/2008

M

100

10/03/2002 10/03/2011

Common Stock

100

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buy)

Stock Option (Right to buy)	\$ 49.89	06/26/2008	M	300	10/03/2002	10/03/2011	Common Stock	300	\$
Stock Option (Right to buy)	\$ 49.89	06/26/2008	M	700	10/03/2002	10/03/2011	Common Stock	700	\$
Stock Option (Right to buy)	\$ 49.89	06/26/2008	M	300	10/03/2002	10/03/2011	Common Stock	300	\$
Stock Option (Right to buy)	\$ 49.89	06/26/2008	M	1,400	10/03/2002	10/03/2011	Common Stock	1,400	\$
Stock Option (Right to buy)	\$ 49.89	06/26/2008	M	1,000	10/03/2002	10/03/2011	Common Stock	1,000	\$
Stock Option (Right to buy)	\$ 49.89	06/26/2008	M	581	10/03/2002	10/03/2011	Common Stock	581	\$
Stock Option (Right to buy)	\$ 49.89	06/26/2008	M	300	10/03/2002	10/03/2011	Common Stock	300	\$
Stock Option (Right to buy)	\$ 49.89	06/26/2008	M	100	10/03/2002	10/03/2011	Common Stock	100	\$
Stock Option (Right to buy)	\$ 49.89	06/26/2008	M	10	10/03/2002	10/03/2011	Common Stock	10	\$
Stock Option (Right to buy)	\$ 49.89	06/26/2008	M	100	10/03/2002	10/03/2011	Common Stock	100	\$

## Reporting Owners

Reporting Owner Name / Address

Relationships

Reporting Owners

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Director 10% Owner Officer

Other

ROGERS DESIREE G  
130 E. RANDOLPH DRIVE  
CHICAGO, IL 60601

Pres, PGL & NSG, subsidiaries

## Signatures

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

06/27/2008

\_\_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).

### Remarks:

Table 1 reflects dividends paid on Restricted Stock Awards and reinvested in additional Restricted Stock, and Table 2 reflects

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