

Schott James F.
Form 3
March 31, 2010

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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)

| | | | | | |
|--|---|--|--|---|---|
| <p>1. Name and Address of Reporting Person *</p> <p>Â Schott James F.</p> <p>(Last) (First) (Middle)</p> <p>700 NORTH ADAMS STREET,Â P. O. BOX 19001</p> <p>(Street)</p> <p>GREEN BAY,Â WIÂ 54307-9001</p> <p>(City) (State) (Zip)</p> | <p>2. Date of Event Requiring Statement</p> <p>(Month/Day/Year)</p> <p>03/21/2010</p> | <p>3. Issuer Name and Ticker or Trading Symbol</p> <p>INTEGRYS ENERGY GROUP, INC. [TEG]</p> | <p>4. Relationship of Reporting Person(s) to Issuer</p> <p>(Check all applicable)</p> <p><input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below) Vice Pres - External Affairs</p> | <p>5. If Amendment, Date Original Filed(Month/Day/Year)</p> | <p>6. Individual or Joint/Group Filing(Check Applicable Line)</p> <p><input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person</p> |
|--|---|--|--|---|---|

Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|------------------------------------|--|---|--|
| Common Stock | 277 | D | Â |
| Common Stock | 1,529.0722 | I | By ESOP |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | 4. Conversion or Exercise Price of | 5. Ownership Form of Derivative | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---|---|--|------------------------------------|---------------------------------|--|
|---|---|--|------------------------------------|---------------------------------|--|

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| | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | Derivative Security | Security: Direct (D) or Indirect (I) (Instr. 5) | |
|--------------------------------------|---------------------------|-------------------|--------------|----------------------------|-------------------------|---|---|
| Employee Stock Option (Right to buy) | 02/11/2011 | 02/11/2020 | Common Stock | 4,989 | \$ 41.58 ⁽¹⁾ | D | Â |
| Employee Stock Option (Right to buy) | 02/12/2010 | 02/12/2019 | Common Stock | 5,418 | \$ 42.12 ⁽²⁾ | D | Â |
| Employee Stock Option (Right to buy) | 12/10/2004 | 12/10/2013 | Common Stock | 3,918 | \$ 44.73 ⁽³⁾ | D | Â |
| Employee Stock Option (Right to buy) | 12/08/2005 | 12/08/2014 | Common Stock | 5,094 | \$ 48.11 ⁽⁴⁾ | D | Â |
| Employee Stock Option (Right to buy) | 02/14/2009 | 02/14/2018 | Common Stock | 6,320 | \$ 48.36 ⁽⁵⁾ | D | Â |
| Employee Stock Option (Right to buy) | 12/07/2007 | 12/07/2016 | Common Stock | 5,630 | \$ 52.73 ⁽⁶⁾ | D | Â |
| Employee Stock Option (Right to buy) | 12/07/2006 | 12/07/2015 | Common Stock | 5,255 | \$ 54.85 ⁽⁷⁾ | D | Â |
| Employee Stock Option (Right to buy) | 05/17/2008 | 05/17/2017 | Common Stock | 1,320 | \$ 58.65 ⁽⁸⁾ | D | Â |
| Performance Rights | 01/01/2011 ⁽⁹⁾ | 06/30/2011 | Common Stock | 1,160 | \$ 0 ⁽¹⁰⁾ | D | Â |
| Performance Rights | 01/01/2012 ⁽⁹⁾ | 06/30/2012 | Common Stock | 1,284 | \$ 0 ⁽¹⁰⁾ | D | Â |
| Performance Rights | 01/01/2013 ⁽⁹⁾ | 06/30/2013 | Common Stock | 1,355 | \$ 0 ⁽¹⁰⁾ | D | Â |
| Phantom Stock Unit | Â ⁽¹¹⁾ | Â ⁽¹²⁾ | Common Stock | 3,877.5103 | \$ ⁽¹³⁾ | D | Â |
| Restricted Stock Units 2008 | Â ⁽¹⁴⁾ | Â ⁽¹⁴⁾ | Common Stock | 239.552 | \$ ⁽¹⁵⁾ | D | Â |
| Restricted Stock Units 2009 | Â ⁽¹⁶⁾ | Â ⁽¹⁶⁾ | Common Stock | 353.064 | \$ ⁽¹⁵⁾ | D | Â |
| Restricted Stock Units 2010 | Â ⁽¹⁷⁾ | Â ⁽¹⁷⁾ | Common Stock | 435.336 | \$ ⁽¹⁵⁾ | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|--------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Schott James F. 700 NORTH ADAMS STREET P. O. BOX 19001 | Â | Â | Â Vice Pres - External Affairs | Â |

GREEN BAY, WI 54307-9001

Signatures

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

03/31/2010

__Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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.
- (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) 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.
- (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) These phantom stock units convert to common stock on a one-for-one basis.
- (14) The restricted stock units vest in four equal annual installments beginning on February 14, 2009.
- (15) Each restricted stock unit represent a contingent right to receive one share of TEG common stock.
- (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.