

INTEGRYS ENERGY GROUP, INC.

Form 8-K

November 14, 2012

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

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of  
the Securities Exchange Act of 1934

Date of Report: November 8, 2012  
(Date of earliest event reported)

| Commission<br>File Number | Registrant; State of Incorporation<br>Address; and Telephone Number  | IRS Employer<br>Identification No. |
|---------------------------|--|------------------------------------|
| 1-11337                   | INTEGRYS ENERGY GROUP, INC.<br>(A Wisconsin Corporation)<br>130 East Randolph Street<br>Chicago, Illinois 60601-6207<br>(312) 228-5400 | 39-1775292                         |

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
-

Item 5.02

Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

On November 8, 2012, Mr. Keith E. Bailey provided notice of his intention to not stand for re-election to the Board of Directors of Integrys Energy Group, Inc. Mr. Bailey will remain on the Board of Directors until the election of the directors at the 2013 annual meeting of shareholders scheduled for May 16, 2013. Mr. Bailey's decision is not due to any disagreement with Integrys Energy Group.

2

---

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

INTEGRYS ENERGY GROUP, INC.

By: /s/ Jodi J. Caro  
Jodi J. Caro  
Vice President, General Counsel and Secretary

Date: November 14, 2012

