STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

2. Issuer Name and Ticker or Trading

INTEGRYS ENERGY GROUP, INC.

Form 4

February 12, 2015

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0287

Expires: January 31, 2005

Estimated average burden hours per response... 0.5

5. Relationship of Reporting Person(s) to

Issuer

16.712

Check this box if no longer subject to Section 16.

Section 16.

Form 4 or

Form 5

Silvent and the Securities Exchedular and the Securities Exchedu

Form 5 obligations may continue. See Instruction See Instruction 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

Symbol

1(b).

Common

Stock

(Print or Type Responses)

SCHROCK CHARLES A

1. Name and Address of Reporting Person *

			INTEGINC. [EN	ERGY GRO	UP,		(Check	all applicable)
(Last) 200 EAST	(First) RANDOLPH ST	(Middle)		/Day/Yea		Transaction		_	_X Director _X Officer (give t elow)		Owner er (specify
(Street) CHICAGO, IL 60601		4. If Amendment, Date Original Filed(Month/Day/Year)				A -	6. Individual or Joint/Group Filing(Check Applicable Line) _X_ 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										ly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deeme Execution I any (Month/Day	Date, if	Code	Transaction Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8) (A) or				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 Indirect Beneficial Ownership (Instr. 4)
Common Stock	02/10/2015			M		2,418.5555	A	Price \$ 78.8	20,151.6007	D	
Common Stock	02/10/2015			F		752.1707	D	\$ 78.8	19,399.43	D	
Common Stock									7,436.3243	I	By Employee Stock Ownership Plan

By Stock

Investment

Edgar Filing: INTEGRYS ENERGY GROUP, INC. - Form 4

			Plan
Common Stock	5,221	I	Charles & Elizabeth Schrock Rev Trust

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1474

(9-02)

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. Transactic Code (Instr. 8)	ransactionDerivative code Securities Acquired		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Underlying (Instr. 3 and
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title
Restricted Stock Units 2011	<u>(1)</u>	02/10/2015		M		2,418.5555	02/10/2012	02/10/2015	Common Stock
Performance Rights	\$ 0 (2)						01/01/2016(2)	03/15/2016	Common Stock
Performance Rights	\$ 0 (2)						01/01/2017(2)	03/15/2017	Common Stock
Phantom Stock Unit	<u>(3)</u>						<u>(4)</u>	<u>(4)</u>	Common Stock
Restricted Stock Units 2012	(1)						02/09/2013	02/09/2016	Common Stock
Restricted Stock Units 2013	(1)						02/14/2014	02/14/2017	Common Stock
Restricted Stock Units 2014	(1)						02/13/2015	02/13/2018	Common Stock

Reporting Owners

Reporting Owner Name / Address Relationships

Reporting Owners 2

Edgar Filing: INTEGRYS ENERGY GROUP, INC. - Form 4

Director 10% Owner Officer Other

SCHROCK CHARLES A

200 EAST RANDOLPH STREET X Chairman and CEO

CHICAGO, IL 60601

Signatures

Dane E. Allen, as Power of Attorney for Mr. Schrock 02/12/2015

**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) Each restricted stock unit represent a contingent right to receive one share of Company common stock. The restricted stock units vest in four equal annual installments beginning on the exercisable date.
- Performance stock rights represent the right to receive shares of common stock of the Company, in the event certain performance goals (2) 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 reported target award.
- (3) These phantom stock units convert to common stock on a one-for-one basis.
 - Upon retirement or termination of service, distribution of phantom stock units will commence in January of the year that is both (1)
- (4) following the calendar year in which service terminates with the Company, and (2) at least six months following termination, or later if the participant selected a later date.

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.

Signatures 3