INTEGRYS ENERGY GROUP, INC.

Form 4 June 27, 2008

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

if no longer subject to Section 16. Form 4 or Form 5

Check this box

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue.

30(h) of the Investment Company Act of 1940 See Instruction

1(b).

(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]

(Last) (First) (Middle) 3. Date of Earliest Transaction

(Month/Day/Year) 06/26/2008

130 E. RANDOLPH DRIVE

4. If Amendment, Date Original

Filed(Month/Day/Year)

3.

5. Relationship of Reporting Person(s) to

Issuer

(Check all applicable)

OMB APPROVAL

3235-0287

January 31,

2005

0.5

OMB

Number:

Expires:

response...

Estimated average

burden hours per

Director 10% Owner _X__ Officer (give title Other (specify

below) Pres, PGL & NSG, subsidiaries

6. Individual or Joint/Group Filing(Check

Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting

Person

CHICAGO, IL 60601

(City) (State) (Zip)

(Street)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1.Title of 2. Transaction Date 2A. Deemed Security (Month/Day/Year) Execution Date, if (Instr. 3) (Month/Day/Year)

TransactionAcquired (A) or Code Disposed of (D) (Instr. 3, 4 and 5) (Instr. 8)

4. Securities

5. Amount of Securities Beneficially Owned Following

6. Ownership 7. Nature of Form: Direct Indirect (D) or Beneficial Indirect (I) Ownership (Instr. 4) (Instr. 4)

Reported Transaction(s)

or (Instr. 3 and 4) Code V Amount (D) Price

(A)

Common Stock

244.051 Ι By ESOP

SEC 1474

(9-02)

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

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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)	5. Number on f 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 So (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	\$

(Right to buy)									
Stock Option (Right to buy)	\$ 49.89	06/26/2008	M	100	10/03/2002	10/03/2011	Common Stock	100	4.
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	

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	М	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	4
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 4

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 Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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Signatures 5