

INTEGRYS ENERGY GROUP, INC.
Form 425
June 12, 2015

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 (Date of earliest event reported):

June 12, 2015

**Commission
File Number**

001-09057

**Registrant; State of Incorporation
Address; and Telephone Number**

WISCONSIN ENERGY CORPORATION

**(A Wisconsin Corporation)
231 West Michigan Street
P.O. Box 1331
Milwaukee, WI 53201
(414) 221-2345**

**IRS Employer
Identification No.**

39-1391525

The name and address of the registrant have not changed since the last report.

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:

- x Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

 - o Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

 - o Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

 - o Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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WISCONSIN ENERGY CORPORATION

ITEM 8.01 OTHER EVENTS.

On June 12, 2015, Wisconsin Energy Corporation issued a news release announcing that its Board of Directors has declared pro rata dividends on its common stock in anticipation of the potential acquisition by Wisconsin Energy of Integrys Energy Group, Inc. closing before Wisconsin Energy's next common stock dividend record date. Additional information is contained in the news release attached hereto as Exhibit 99.1, which is incorporated herein by reference.

ITEM 9.01 FINANCIAL STATEMENTS AND EXHIBITS.

(d) Exhibits

99 **Additional Exhibits**

99.1 Press Release dated June 12, 2015 announcing the declaration of pro rata dividends.

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.

WISCONSIN ENERGY CORPORATION
(Registrant)

/s/ STEPHEN P. DICKSON
Stephen P. Dickson Vice President and Controller

Date: June 12, 2015