CORNOG ROBERT A
Form 4
May 06, 2013

FORM 4

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

STATEMENT OF CHANGES IN 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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. *See* Instruction 1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person *
CORNOG ROBERT A

(Last) (First) (Middle)

231 WEST MICHIGAN STREET

(Street)

MILWAUKEE,, WI 53203

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading Symbol
WISCONSIN ENERGY CORP [WEC]

3. Date of Earliest Transaction (Month/Day/Year)
05/02/2013

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

__X__ Director _____ 10% Owner
_____ Officer (give title below) _____ Other (specify below)

6. Individual or Joint/Group Filing(Check Applicable Line)
_X_ Form filed by One Reporting Person
___ Form filed by More than One Reporting Person

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

1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			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)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	05/02/2013		D		2,750.993	D	(1)	9,998.8273 (4)	D	
Common Stock	05/02/2013		D		2,389.2005	D	(2)	7,609.6268 (4)	D	
Common Stock	05/02/2013		D		2,153.6268	D	(3)	5,456	D	
Common Stock								307	I	by Spouse
Common Stock								16,042 (5)	I	by Trust

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. Transaction Code (Instr. 8)		5. Number of 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)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Phantom Stock Units	(6)	05/02/2013		A		2,750.993		(7)	(7)	Common Stock	2,750.9
Phantom Stock Units	(6)	05/02/2013		A		2,389.2005		(7)	(7)	Common Stock	2,389.20
Phantom Stock Units	(6)	05/02/2013		A		2,153.6268		(7)	(7)	Common Stock	2,153.62

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
CORNOG ROBERT A 231 WEST MICHIGAN STREET MILWAUKEE,, WI 53203	X			

Signatures

/s/ Joshua M. Erickson, as Attorney-in-Fact — 05/06/2013

**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) Upon the vesting of restricted stock granted to the reporting person on January 3, 2011, the reporting person deferred the receipt of 2,750.9930 shares of common stock and instead received 2,750.9930 phantom stock units pursuant to the Wisconsin Energy Corporation Directors' Deferred Compensation Plan (DDCP). As a result, the reporting person is reporting the disposition of 2,750.9930 shares of common stock in exchange for an equal number of phantom stock units.

(2) Upon the vesting of restricted stock granted to the reporting person on January 3, 2012, the reporting person deferred the receipt of 2,389.2005 shares of common stock and instead received 2,389.2005 phantom stock units pursuant to the DDCP. As a result, the reporting person is reporting the disposition of 2,389.2005 shares of common stock in exchange for an equal number of phantom stock units.

(3) Upon the vesting of restricted stock granted to the reporting person on January 2, 2013, the reporting person deferred the receipt of 2,153.6268 shares of common stock and instead received 2,153.6268 phantom stock units pursuant to the DDCP. As a result, the reporting person is reporting the disposition of 2,153.6268 shares of common stock in exchange for an equal number of phantom stock units.

(4) Includes shares acquired pursuant to a dividend reinvestment feature of Wisconsin Energy Corporation's Stock Plus Investment Plan in transactions exempt from Section 16 pursuant to Rule 16a-11.

(5) Includes shares acquired pursuant to dividend reinvestment in transactions exempt from Section 16 pursuant to Rule 16a-11.

(6) One-for-one.

(7) These phantom stock units were accrued under the DDCP and are to be settled following the reporting person's termination of service as a director.

(8) Includes phantom stock units accrued pursuant to a dividend reinvestment feature of the DDCP in transactions exempt from Section 16 pursuant to Rule 16a-11.

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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