

WEC ENERGY GROUP, INC.

Form 3

April 08, 2016

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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

(Print or Type Responses)

1. Name and Address of Reporting Person *

Â Metcalfe Tom
 (Last) (First) (Middle)

231 W. MICHIGAN STREET

(Street)

MILWAUKEE, Â WI Â 53203

(City) (State) (Zip)

2. Date of Event Requiring Statement

(Month/Day/Year)
 04/01/2016

3. Issuer Name and Ticker or Trading Symbol
 WEC ENERGY GROUP, INC. [WEC]

4. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer Other
 (give title below) (specify below)
 Exec. VP - Generation

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

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

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)

2. Amount of Securities Beneficially Owned (Instr. 4)

3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)

4. Nature of Indirect Beneficial Ownership (Instr. 5)

Common Stock

5,198

D

Â

Common Stock

2,413.353 ⁽¹⁾

I

ERSP

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

SEC 1473 (7-02)

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.

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)

2. Date Exercisable and Expiration Date (Month/Day/Year)

3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)

4. Conversion or Exercise Price of Derivative

5. Ownership Form of Derivative Security:

6. Nature of Indirect Beneficial Ownership (Instr. 5)

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| | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | Security | Direct (D) or Indirect (I) (Instr. 5) | |
|-----------------------------|---------------------------|------------------|--------------|----------------------------|-------------------|---------------------------------------|---|
| Stock Option (Right to buy) | 01/03/2014 | 01/03/2021 | Common Stock | 4,860 | \$ 29.3475 | D | Â |
| Stock Option (Right to buy) | 01/03/2015 | 01/03/2022 | Common Stock | 10,090 | \$ 34.875 | D | Â |
| Stock Option (Right to buy) | 01/02/2016 | 01/02/2023 | Common Stock | 17,935 | \$ 37.46 | D | Â |
| Stock Option (Right to buy) | 01/02/2017 ⁽³⁾ | 01/02/2024 | Common Stock | 13,675 | \$ 41.025 | D | Â |
| Stock Option (Right to buy) | 01/02/2018 ⁽³⁾ | 01/02/2025 | Common Stock | 8,835 | \$ 52.895 | D | Â |
| Stock Option (Right to buy) | 01/04/2019 ⁽³⁾ | 01/04/2026 | Common Stock | 9,525 | \$ 50.925 | D | Â |
| Phantom Stock Units | Â ⁽²⁾ | Â ⁽²⁾ | Common Stock | 19,774.446 | \$ ⁽⁴⁾ | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|-------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Metcalf Tom 231 W. MICHIGAN STREET MILWAUKEE, WI 53203 | Â | Â | Â Exec. VP - Generation | Â |

Signatures

/s/ Joshua M. Erickson, as
Attorney-in-fact

04/08/2016

**Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 5(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) Includes shares acquired under WEC Energy Group's Employee Retirement Savings Plan ("ERSP") in transactions exempt from Section 16(b) pursuant to Rule 16b-3(c) and exempt from reporting pursuant to Rule 16a-3(f)(1)(i)(B). The number of shares in the ERSP attributable to any one participant varies with the price of the Common Stock. The information in this report is based on a plan statement dated as of April 1, 2016.

(2) These phantom stock units were accrued under the WEC Energy Group Executive Deferred Compensation Plan ("EDCP") and are to be settled following the reporting person's retirement or other termination of employment. The reporting person may transfer these phantom stock units into an alternate investment account at any time.

(3) Options vest 100% on the date indicated.

(4) One-for-one.

Â

Remarks:

ExhibitÂ List:Â ExhibitÂ 24Â -Â PowerÂ ofÂ Attorney

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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