

CORNOG ROBERT A

Form 4

January 06, 2010

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

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

**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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(Print or Type Responses)

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

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)
231 WEST MICHIGAN STREET
(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
01/04/2010

☒ Director ☐ 10% Owner
☐ Officer (give title below) ☐ Other (specify below)

MILWAUKEE,, WI 53203

4. 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

(City) (State) (Zip)

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)
Common Stock	01/04/2010		A	1,505	A \$ 0	(1)	D
Common Stock	01/04/2010		D	1,695.7021	D (2)	(1)	D
Common Stock					153.8482	I	by Spouse
Common Stock					4,853.6927	I	by Trust

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

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(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. 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 of Number of Shares
Phantom Stock Units	(3)	01/04/2010		A		1,695.7021		(4)	(4)	Common Stock	1,695.70

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

01/06/2010

**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) 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.
- Upon the vesting of restricted stock granted to the reporting person on January 3, 2007, the reporting person deferred the receipt of 1,695.7021 shares of common stock and received 1,695.7021 phantom stock units instead pursuant to the WEC Directors' Deferred Compensation Plan (DDCP). As a result, the reporting person is reporting the disposition of 1,695.7021 shares of common stock in exchange for an equal number of phantom stock units.
- (2) One-for-one.
- (3) 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.
- (4) 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.

Remarks:

Exhibit List

Exhibit 24 - Power of 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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