WEC ENERGY GROUP, INC.
Form 8-K
March 08, 2019

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):
March 4, 2019

Commission File Number	Registrant; State of Incorporation; Address; and Telephone Number	IRS Employer Identification No.
001-09057	**WEC ENERGY GROUP, INC.** (A Wisconsin Corporation) 231 West Michigan Street P.O. Box 1331 Milwaukee, WI 53201 (414) 221-2345	39-1391525

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:

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

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

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

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

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company ¨

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act. ¨

WEC ENERGY GROUP, INC.

ITEM 8.01 OTHER EVENTS.

On March 4, 2019, WEC Energy Group, Inc. (the "Company") entered into an Underwriting Agreement covering the issue and sale by the Company of $350,000,000 aggregate principal amount of 3.10% Senior Notes due March 8, 2022 (the "Notes"). The Notes are being issued and sold by the Company in an offering registered under the Securities Act of 1933, as amended, pursuant to a registration statement on Form S-3, Registration No. 333-225349 (the "Registration Statement"). The exhibits filed herewith under Item 9.01 are incorporated by reference as part of the Registration Statement.

ITEM 9.01 FINANCIAL STATEMENTS AND EXHIBITS.

(d) *Exhibits*

1.1	Underwriting Agreement, dated March 4, 2019, among the Company and Barclays Capital Inc. and J.P. Morgan Securities LLC, as representatives of the several underwriters, relating to $350,000,000 aggregate principal amount of the Company's 3.10% Senior Notes due March 8, 2022.
4.1	Securities Resolution No. 8 of the Company, dated as of March 4, 2019, under the Indenture for Debt Securities, dated as of March 15, 1999, between the Company and The Bank of New York Mellon Trust Company, N.A. (as successor to The First National Bank of Chicago), as Trustee.
5.1	Opinion of Joshua M. Erickson, Director — Legal Services — Corporate and Finance.
23.1	Consent of Joshua M. Erickson, Director — Legal Services — Corporate and Finance (included in Exhibit 5.1).

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.

WEC ENERGY GROUP, INC.
(Registrant)

Date: March 8, 2019 /s/ William J. Guc
William J. Guc — Vice President and Controller