

NICK BARBARA A  
 Form 4  
 January 07, 2003

<p><b>FORM 4</b></p> <p>[ ] Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).</p>	<p><b>UNITED STATES SECURITIES AND EXCHANGE COMMISSION</b></p> <p>Washington, D.C. 20549</p> <p><b>STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP</b></p> <p>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(f) of the Investment Company Act of 1940</p>	<p>OMB APPROVAL</p> <hr/> <p>OMB Number: 3235-0287</p> <p>Expires: December 31, 2001</p> <p>Estimated average burden hours per response. . . . . 0.5</p>
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<p>1. Name and Address of Reporting Person*</p> <p><b>Nick, Barbara Anne</b></p> <hr/> <p>(Last) (First) (Middle)</p> <p><b>700 North Adams Street</b> <b>P. O. Box 19001</b></p> <hr/> <p>(Street)</p> <p><b>Green Bay, WI 54307-9001</b></p> <hr/> <p>(City) (State) (Zip)</p>	<p>2. Issuer Name and Ticker or Trading Symbol</p> <p><b>WPS Resources Corporation</b> <b>WPS</b></p> <hr/> <p>3. I.R.S. Identification Number of Reporting Person, if an entity (voluntary)</p>	<p>4. Statement for (Month/Year)</p> <p><b>December 12, 2002</b></p> <hr/> <p>5. If Amendment, Date of Original (Month/Year)</p>	<p>6. Relationship of Reporting Person(s) to Issuer</p> <p>(Check all applicable)</p> <p>_____ Director _____</p> <p>10% Owner _____</p> <p><input checked="" type="checkbox"/> Officer _____</p> <p>Other _____</p> <p>Officer/Other Description <b>Assistant Vice President - Corporate Services</b></p> <hr/> <p>7. Individual or Joint/Group Filing (Check Applicable Line)</p> <p><input checked="" type="checkbox"/> Individual Filing</p> <p><input type="checkbox"/> Joint/Group Filing</p>
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Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned						
1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	3. Transaction Code and Voluntary Code (Instr. 8)	4. Securities Acquired (A) or Disposed (D) Of (Instr. 3, 4, and 5)	5. Amount of Securities Beneficially Owned at End of Month (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/D   Price			
Common Stock	01/06/2003	A	0.3710   A   \$40.4850	103.5020	I	By Stock Investment Plan
Common Stock				30.0000	I	By Custodian For Daughter
Common Stock				34.0821	I	By Custodian For Daughter by SIP
Common Stock				5.2153	I	By Custodian For Granddaughter by SIP
Common Stock				15.0000	I	By Custodian For Son

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Common Stock				17,0410	I	By Custodian For Son by SIP
Common Stock				1,096,3800	I	By ESOP
Common Stock				2,641,3800	I	By Spouse by ESOP
Common Stock				4,4689	I	By Spouse by Stock Investment Plan

(over)  
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**Form 4 (continued)**

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)	4. Transaction Code and Voluntary Code (V) (Instr.8)	5. Number of Derivative Securities Acquired (A) or Disposed (D) Of (Instr. 3,4 and 5)	6. Date Exercisable(DE) and Expiration Date(ED) (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr.5)	9. Number of Derivative Securities Beneficially Owned at End of Month (Instr.4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I)	11. Nature of Indirect Beneficial Ownership (Instr.4)
Employee Stock Option (Right to buy)	\$37.9600	12/12/2002	A (1)  &nbsp;	(A) 500.0000	12/12/2003 (1)   12/12/2012	Common Stock - 500.0000	\$37.9600	500.0000	I	By Spouse
Employee Stock Option (Right to buy)	\$34.0900				12/13/2002 (2)   12/13/2011	Common Stock - 3,873.0000		3,873.0000	D	
Employee Stock Option (Right to buy)	\$37.9600				12/12/2003 (1)   12/12/2012	Common Stock - 4,162.0000		4,162.0000	D	
Employee Stock Option (Right to buy)	\$34.0900				12/13/2002 (2)   12/13/2011	Common Stock - 500.0000		500.0000	I	By Spouse
Performance Rights	1-for-1				Varies (3)   Varies (3)	Common Stock - 1,114.0000		1,114.0000	D	
Phantom Stock Unit	1-for-1				Varies (4)   Varies (4)	Common Stock - 710.8709		710.8709	D	

Explanation of Responses :

\*\* Intentional misstatements or omissions of facts \_\_\_\_\_  
constitute Federal Criminal Violations. 01-07-2003  
See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a). \*\* Signature of Reporting Person  
Date

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient,

See Instruction 6 for procedure.

**Barth J. Wolf (See POA filed August 2002)**  
**Barbara Anne Nick**

Potential persons who are to respond to the collection of information contained in this form are not

required to respond unless the form displays a currently valid OMB number.

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FOOTNOTE Descriptions for WPS Resources Corporation WPS

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**Barbara Anne Nick**  
**700 North Adams Street**  
**P. O. Box 19001**  
**Green Bay, WI 54307-9001**

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**Explanation of responses:**

- (1) The option vests in four equal annual installments beginning on December 12, 2003.
- (2) The option vests in four equal annual installments beginning on December 13, 2002.
- (3) Performance shares vest and are issued three years after the performance shares are awarded and the final number of shares issued is determined based on company performance against an established industry benchmark.
- (4) Unless the participant has selected a later commencement date, distribution of stock and equivalents will commence within 60 days following the end of the calendar year in which occurs the participant's retirement or termination as director.

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