

INTEGRYS ENERGY GROUP, INC.
Form DEFA14A
April 11, 2008

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

SCHEDULE 14A

Proxy Statement Pursuant to Section 14(a) of
the Securities Exchange Act of 1934 (Amendment No.)

Filed by the Registrant
Filed by a Party other than the Registrant
Check the appropriate box:

- Preliminary Proxy Statement
Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))
- Definitive Proxy Statement
- Definitive Additional Materials
- Soliciting Material Pursuant to §240.14a-12

Integrys Energy Group, Inc.

(Name of Registrant as Specified In Its Charter)

(Name of Person(s) Filing Proxy Statement, if other than the Registrant)

Payment of Filing Fee (Check the appropriate box):

- No fee required.
- Fee computed on table below per Exchange Act Rules 14a-6(i)(1) and 0-11.
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- Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the Form or Schedule and the date of its filing.
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Integrys Energy Group, Inc. Proxy Statement – Additional Materials Dated April 11, 2008

Diana S. Ferguson, who had been a class C director with a term set to expire in 2009, notified the board of directors on April 7, 2008 that she was resigning as a director from Integrys Energy Group, Inc. effective immediately. As a result, our board of directors unanimously approved an amendment to our By-Laws that provides that the board of directors will consist of 14 directors. This amendment will be effective upon the election of the five class B directors at this year's annual meeting.
