




**Integrys Energy Group, Inc.**

TEG NYSE

Utilities - Multiline

Market Capitalization USD:

**\$3,806.36 mm****CONCERN LEVEL: AVERAGE**

- 1 The CEO's total remuneration is within the typical market range for the relevant industry and market cap.
- 2 The ratio between the CEO's pay and the median pay of the other named executive officers is 3X or less.
- 3 The CEO's annual cash incentives rose or fell in line with annual performance.
- 4 The CEO received no more than one annual cash bonus this fiscal year.
- 5 The CEO's equity remuneration reflected the company's share price movement over the last five years.
- 6 The company only pays long-term incentives to the CEO for above median performance against a peer group. 
- 7 The company's dilution from equity incentives is 10 percent or less.
- 8 Unvested equity lapses when the CEO's employment is terminated. 
- 9 The CEO's potential cash severance payment is capped at two times annual cash remuneration. 
- 10 The accrued benefits of the CEO's post-retirement income are within the typical market range for the relevant market cap bracket.

**CEO: Charles A. Schrock****Age: 58****CEO Since: 2009**

	2009	2010	2011
<b>Base Salary</b>	\$806,519	\$817,693	\$865,385
<b>Discretionary Bonus</b>	\$0	\$0	\$0
<b>Annual Cash Incentive</b>	\$818,796	\$748,654	\$550,542
<b>Benefits and Perquisites</b>	\$82,567	\$22,963	\$22,578
<b>TOTAL ANNUAL COMPENSATION</b>	<b>\$1,707,882</b>	<b>\$1,589,310</b>	<b>\$1,438,505</b>
<b>Increase in Post-Retirement Benefits</b>	\$926,281	\$2,639,979	\$3,034,687
<b>Stock Option Awards</b>	\$347,495	\$567,763	\$403,115
<b>Stock Awards</b>	\$1,141,631	\$1,716,700	\$1,393,658
<b>TOTAL COMPENSATION</b>	<b>\$4,123,289</b>	<b>\$6,513,752</b>	<b>\$6,269,965</b>
<b>Median of Other Named Executive Officers Total Compensation</b>	\$2,710,026	\$3,229,575	\$1,546,823
<b>Value Realized on Exercise of Stock Option</b>	\$0	\$200,921	\$217,008
<b>Value Realized on Vesting of Stock</b>	\$87,535	\$411,527	\$1,148,716
<b>TOTAL REALIZED EQUITY COMPENSATION</b>	<b>\$87,535</b>	<b>\$612,448</b>	<b>\$1,365,724</b>

Proxy Date: 26 Mar 2012

Annual Meeting Date: 10 May 2012

Equity Reserves: 8.60%

Stock Option Run Rate: 0.31%

# IntegrYS Energy Group, Inc.

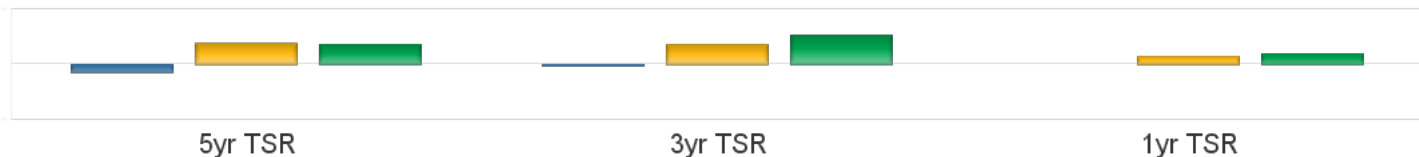
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## Performance Comparison

■ S&P500 ■ Industry ■ TEG



## Peer Comparisons (TRBC) =Utilities - Multiline

### Total Summary CEO Compensation

Ticker	Company Name	2009	2010	2011	Market Cap
TEG	IntegrYS Energy Group, Inc.	\$4,123,289	\$6,513,752	\$6,269,965	\$3,806,357,989
CNP	CenterPoint Energy, Inc.	\$7,618,537	\$5,393,270	\$6,472,256	\$8,355,300,488
WEC	Wisconsin Energy Corporation	\$11,579,228	\$10,315,819	\$11,346,447	\$7,313,922,696
AEE	Ameren Corporation	\$1,807,585	\$4,718,228	\$5,695,059	\$7,194,407,447
CPN	Calpine Corporation	\$4,413,488	\$3,804,065		\$6,469,764,195
NI	NiSource Inc.	\$4,138,377	\$5,767,363		\$5,999,519,131
SCG	SCANA Corporation	\$5,033,358	\$4,997,410	\$5,016,831	\$5,178,351,116

To insure consistency, peer comparisons are based on a combination of TRBC Industry and Sector classifications and company market caps.

Missing peer pay figures for 2011 are due to differences in company filing schedules.

### Pay Peer Group

AGL Resources Inc., Northeast Utilities System, Allegheny Energy, Inc., NSTAR, Alliant Energy Corporation, NV Energy, Inc., Ameren Corporation, OGE Energy Corp., Atmos Energy Corporation, Pepco Holdings, Inc., Avista Corporation, Pinnacle West Capital Corporation, CenterPoint Energy, Inc., PNM Resources, Inc., CMS Energy Corporation, Portland General Electric Company, DPL Inc., PPL Corporation, DTE Energy Company, Progress Energy, Inc., Energen Corporation, SCANA Corporation, EQT Corporation, TECO Energy, Inc., Hawaiian Electric Industries, Inc., Westar Energy, Inc., MDU Resources Group, Inc., Wisconsin Energy Corporation, Nicor, Inc., Xcel Energy Inc.

### Performance Peer Group

70 energy/utility companies referred to as the performance share peer group.

## COMPENSATION COMMITTEE MEMBERS

Director	Membership	Age	Gender	Tenure	Independence
John W. Higgins	Chairman	65	Male	5	Outside
Albert J. Budnev	Member	64	Male	10	Outside Related
Kathryn M. Hasselblad-Pascale	Member	64	Female	25	Outside Related
Paul W. Jones	Member	63	Male	1	Outside
William J. Brodsky	Member	68	Male	5	Outside

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