

Edgar Filing: WPS RESOURCES CORP - Form 4

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 Number Shares |
| Employee Stock Option (Right to buy) | \$ 29.875 ⁽¹⁾ | | | | | 02/11/2000 | 02/11/2009 | Common Stock | 11,5 |
| Employee Stock Option (Right to buy) | \$ 34.09 ⁽²⁾ | | | | | 12/13/2002 | 12/13/2011 | Common Stock | 16,5 |
| Employee Stock Option (Right to buy) | \$ 37.96 ⁽³⁾ | | | | | 12/12/2003 | 12/12/2012 | Common Stock | 16,9 |
| Employee Stock Option (Right to buy) | \$ 44.73 ⁽⁴⁾ | | | | | 12/10/2004 | 12/10/2013 | Common Stock | 14,4 |
| Employee Stock Option (Right to Buy) | \$ 48.11 ⁽⁵⁾ | | | | | 12/08/2005 | 12/08/2014 | Common Stock | 16,0 |
| Performance Rights | \$ 0 ⁽⁶⁾ | | | | | 01/01/2006 ⁽⁶⁾ | 06/30/2006 | Common Stock | 2,2 |
| Performance Rights | \$ 0 ⁽⁶⁾ | | | | | 01/01/2007 ⁽⁶⁾ | 06/30/2007 | Common Stock | 1,9 |
| Performance Rights | \$ 0 ⁽⁶⁾ | | | | | 01/01/2008 ⁽⁶⁾ | 06/30/2008 | Common Stock | 1,8 |
| Phantom Stock Unit | \$ 0 ⁽⁷⁾ | | | | | ⁽⁸⁾ | ⁽⁸⁾ | Common Stock | 12,491 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|-----------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| SCHROCK CHARLES A 700 NORTH ADAMS STREET P. O. BOX 19001 GREEN BAY, WI 543079001 | | | Pres & COO-Gen, WPSC, a sub | |

Signatures

By: Barth J. Wolf (See POA filed August 2002) 06/08/2005

__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) The option vests in four equal annual installments beginning on February 11, 2000.
- (2) The option vests in four equal annual installments beginning on December 13, 2002.
- (3) The option vests in four equal annual installments beginning on December 12, 2003.
- (4) The option vests in four equal annual installments beginning on December 10, 2004.
- (5) The option vests in four equal annual installments beginning on December 8, 2005.
- (6) 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.
- (7) These phantom stock units convert to common stock on a one-for-one basis.
- (8) 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 of service.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. 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.