

Martin Susan H.  
Form 3  
March 09, 2012

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

OMB Number: 3235-0104  
Expires: January 31, 2005  
Estimated average burden hours per response... 0.5

**INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES**

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(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *		2. Date of Event Requiring Statement	3. Issuer Name <b>and</b> Ticker or Trading Symbol	
Â Martin Susan H.		(Month/Day/Year)	WISCONSIN ENERGY CORP [WEC]	
(Last)	(First)	(Middle)	03/01/2012	
231 WEST MICHIGAN STREET			4. Relationship of Reporting Person(s) to Issuer	5. If Amendment, Date Original Filed(Month/Day/Year)
(Street)			(Check all applicable)	
MILWAUKEE, Â WI Â 53203			<input type="checkbox"/> Director <input type="checkbox"/> 10% Owner	6. Individual or Joint/Group Filing(Check Applicable Line)
(City)	(State)	(Zip)	<input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other	<input checked="" type="checkbox"/> Form filed by One Reporting Person
			(give title below) (specify below)	<input type="checkbox"/> Form filed by More than One Reporting Person
			Executive VP & General Counsel	

**Table I - Non-Derivative Securities Beneficially Owned**

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	2,009.8479	D	Â
Common Stock	3,022.887 <sup>(1)</sup>	I	ERSP

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. SEC 1473 (7-02)

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of	5. Ownership Form of Derivative	6. Nature of Indirect Beneficial Ownership (Instr. 5)
--	--	---	------------------------------------	---------------------------------	---

## Edgar Filing: Martin Susan H. - Form 3

	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Derivative Security	Security: Direct (D) or Indirect (I) (Instr. 5)	
Stock Option (Right to buy)	01/18/2008 <sup>(2)</sup>	01/18/2015	Common Stock	6,070	\$ 17.1	D	Â
Stock Option (Right to buy)	01/03/2009 <sup>(2)</sup>	01/03/2016	Common Stock	6,278	\$ 19.7375	D	Â
Stock Option (Right to buy)	01/03/2010 <sup>(2)</sup>	01/03/2017	Common Stock	5,830	\$ 23.8775	D	Â
Stock Option (Right to buy)	01/02/2011 <sup>(2)</sup>	01/02/2018	Common Stock	15,520	\$ 24.0175	D	Â
Stock Option (Right to buy)	01/02/2012 <sup>(2)</sup>	01/02/2019	Common Stock	16,530	\$ 21.1075	D	Â
Stock Option (Right to buy)	01/04/2013 <sup>(2)</sup>	01/04/2020	Common Stock	3,690	\$ 24.92	D	Â
Stock Option (Right to buy)	01/03/2014 <sup>(2)</sup>	01/03/2021	Common Stock	3,390	\$ 29.3475	D	Â
Stock Option (Right to buy)	01/03/2015 <sup>(2)</sup>	01/03/2022	Common Stock	6,530	\$ 34.875	D	Â
Phantom Stock Units	Â <sup>(3)</sup>	Â <sup>(3)</sup>	Common Stock	2.0715	\$ <sup>(4)</sup>	D	Â

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Martin Susan H. 231 WEST MICHIGAN STREET MILWAUKEE, WI 53203	Â	Â	Â Executive VP & General Counsel	Â

## Signatures

Joshua M. Erickson, as  
Attorney-in-fact

03/09/2012

\_\_Signature of Reporting Person

Date

## Explanation of Responses:

\* If the form is filed by more than one reporting person, *see* Instruction 5(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 information in this report is based on a plan statement dated as of March 1, 2012.

(2) Options vest 100% on the date indicated.

(3) These phantom stock units were accrued under the Wisconsin Energy Corporation Executive Deferred Compensation Plan and are to be settled following the reporting person's retirement or other termination of employment. The reporting person may transfer these phantom stock units into an alternate investment account at any time.

(4) One-for-one.

Â

**Remarks:**

ExhibitÂ List:Â Â ExhibitÂ 24Â -Â PowerÂ ofÂ Attorney

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.