Martin Susan H. Form 3 March 09, 2012

FORM 3

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

OMB APPROVAL

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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 2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol Person * Statement WISCONSIN ENERGY CORP [WEC] Martin Susan H. (Month/Day/Year) 03/01/2012 (Last) (First) (Middle) 4. Relationship of Reporting 5. If Amendment, Date Original Person(s) to Issuer Filed(Month/Day/Year) 231 WEST MICHIGAN (Check all applicable) **STREET** (Street) 6. Individual or Joint/Group 10% Owner Director _X__ Officer Other Filing(Check Applicable Line) (give title below) (specify below) _X_ Form filed by One Reporting Executive VP & General Counsel Person MILWAUKEE, WIÂ 53203 Form filed by More than One Reporting Person (City) (State) (Zip) Table I - Non-Derivative Securities Beneficially Owned 4. Nature of Indirect Beneficial 1. Title of Security 2. Amount of Securities Beneficially Owned Ownership Ownership (Instr. 4) (Instr. 5) (Instr. 4) Form: Direct (D) or Indirect (I) (Instr. 5) Â Common Stock 2,009.8479 D Common Stock $3,022.887 \frac{(1)}{}$ I **ERSP** Reminder: Report on a separate line for each class of securities beneficially SEC 1473 (7-02) owned directly or indirectly. Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a

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

currently valid OMB control number.

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

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	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(2)	01/18/2015	Common Stock	6,070	\$ 17.1	D	Â
Stock Option (Right to buy)	01/03/2009(2)	01/03/2016	Common Stock	6,278	\$ 19.7375	D	Â
Stock Option (Right to buy)	01/03/2010(2)	01/03/2017	Common Stock	5,830	\$ 23.8775	D	Â
Stock Option (Right to buy)	01/02/2011(2)	01/02/2018	Common Stock	15,520	\$ 24.0175	D	Â
Stock Option (Right to buy)	01/02/2012(2)	01/02/2019	Common Stock	16,530	\$ 21.1075	D	Â
Stock Option (Right to buy)	01/04/2013(2)	01/04/2020	Common Stock	3,690	\$ 24.92	D	Â
Stock Option (Right to buy)	01/03/2014(2)	01/03/2021	Common Stock	3,390	\$ 29.3475	D	Â
Stock Option (Right to buy)	01/03/2015(2)	01/03/2022	Common Stock	6,530	\$ 34.875	D	Â
Phantom Stock Units	(3)	(3)	Common Stock	2.0715	\$ <u>(4)</u>	D	Â

Reporting Owners

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

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.

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.

Reporting Owners 2

(4) One-for-one.

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Remarks:

Exhibit List: Exhibit 24 - Power of 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.