WOLF BARTH J

Form 4

December 03, 2002

FORM 4							ON	IB APPROVAL		
[] Check this box if no longer										
subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).							OMB N 3235-02			
see instruction 1(0).		STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP 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(f) of the Investment Company Act of 1940						Expires: December 31, 2001		
	Public Utility							burden hours per response		
		2. Issuer Nan	ne and Ticker	4. Statemen	nt for	6. Relatio	0.5	eporting Person(s) to		
1. Name and Address of Report	or Trading Symbol WPS Resources Corporation WPS				Issuer					
Wolf, Barth Joel					(Check all applicable)					
(Last) (First)	(Middle)	3. I.R.S. Identification		5. If Amendment,		Director				
700 North Adams Street P. O. Box 19001	Number of Reporting Person, if an entity (voluntary)		Date of Original (Month/Year) Ot Of De - I		10% Owner Officer					
(Street) Green Bay, WI 54307-9001					Officer/Other Description Secretary and Manager - Legal Services					
(City) (State)					7. Indivio Filing X Indiv	ndividual or Joint/Group Filing (Check Applicable Line) Individual Filing				
Table I - Non-Derivative Se	curities Acquired, Dis	sposed of, or I	Beneficially Owned	<u> </u>].	_ Joint	/Group Filir	ng		
1. Title of Security 2. T	ransaction Date Month/Day/Year) 3.	Transaction Code and Voluntary Code (Instr. 8)	4. Securities Acqui Disposed (D) Of (Instr. 3, 4, and :	ared (A) or (5)	5. Amount of Securities Beneficially Owned at End of Month (Instr. 3 and 4)	Indirect (I		7. Nature of Indirect Beneficial Ownership (Instr. 4)		
Common Stock			ı Price		944.40	17	I	By ESOP		
		_	_							

(over)

SEC 1474 (3-99)

Wolf, Barth Joel - November 2002

Form 4 (continued)

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Table II -	Derivative S	Securities Ac	quired, Dispo	sed of, or Be	neficially Owned					
(e.g., puts, calls, warrants, options, convertible securities)										
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	Date (Month/	Code and Voluntary (V) Code (Instr.8)	5. Number of Derivative Securities Acquired (A) or Disposed (D) Of (Instr. 3,4 and 5)	Expiration Date(ED) (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr.5)	Securities Beneficially Owned at End of Month (Instr.4)	10. Owner- ship Form of Deriv- ative Security: Direct (D) or Indirect (I)	11. Nature of Indirect Beneficial Ownership (Instr.4)
Phantom Stock Unit	1-for-1	11/29/2002	Code V A (1)	(A) 5.8956	(DE) (ED) Varies (2) Varies (2)	Common Stock - 5.8956	\$36.8800	1,552.1181	D	
Employee Stock Option (Right to buy)	\$34.0900				12/13/2002 (3) 12/13/2011	Common Stock - 4,030.0000		4,030.0000	D	
Performance Rights	1-for-1				Varies (4) Varies (4)	Common Stock - 592.0000		592.0000	D	

Explanation of Responses:

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations.

See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

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.

12-03-2002

** Signature of Reporting Person Date

Barth J. Wolf (See POA filed August 2002) Barth Joel Wolf

> Page 2 SEC 1474 (3-99)

Wolf, Barth Joel - November 2002

Form 4 (continued)

FOOTNOTE Descriptions for WPS Resources Corporation WPS

Form 4 - November 2002

Barth Joel Wolf 700 North Adams Street P. O. Box 19001 Green Bay, WI 54307-9001

Explanation of responses:

- (1) Award of phantom stock units under WPS Resources Corporation Deferred Compensation Plan.
- (2) Unless the participant has selected a later commencement date, distribution of

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stock and equivalents will commence within 60 days following the end of the calendar year in which occurs the participant's retirement or termination as director.

Page 3