GALLAGHER ROBERT C Form 4

April 01, 2003

SEC Form 4

FORM 4		UN	ITED STATES (W	OMB AP	PROVAL				
[] Check this box if no subject to Section 16. For or Form 5 obligations may conti See Instruction 1(b). (Print or Type Responses	orm 4 nue. File		ATEMENT OF CHA	OMB Number: 3235-0287 Expires: January 31, 2005 Estimated average burden hours per response 0.5					
Hoi 1. Name and Address of Reporting Person* Gallagher, Robert C.			Company Act of 1935 or er Name and Ticker or Resources Corporation	Trading Symbol	npany Act of 1940 6. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
(Last) (Firs (Middle) 700 North Adams Stree P. O. Box 19001 (Street) Green Bay, WI 5430 (City) (State (Zip)	3. I.R. Nun Pers	S. Identification nber of Reporting son, if an entity untary)	4. Statement Month/Day March 31, 5. If Amendn Date of Or (Month/Day	y/Year , 2003 nent, iginal	X Director 10% Owner Officer Other 7. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person				
Table I - Non-Derivative Securities A 1. Title of Security (Instr. 3) 2. Transaction Da (Month/Day/Y)		Date	red, Disposed of, or Be 2A. Deemed Execution Date, if any (Month/Day/Year)		ed 4. Securities Acqui (A) or Disposed (D Of (Instr. 3, 4, and 5 Amount A/D Pri	 Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) 	6. Owner- ship Form: Direct(D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
Common Stock						4,217.810	1 I	By Stock Investment Plan	

Reminder: Report on a separate line for each class of securities beneficially 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 currently valid OMB control number. SEC 1474 (9-02)

* If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).

Gallagher, Robert C. - March 31, 2003

Form 4 (continued)

	Table II	l - Derivativ	ve Securities	Acquired, Disp	osed of, or B						
(e.g., puts, calls, warrants, options, convertible securities)											
			1	1	1	1	1	1	1	1	1

1. Title of Derivative Security (Instr. 3)		3. Transaction Date (Month/ Day/ Year)	(Month/ Day/	Transaction Code and Voluntary (V) Code (Instr.8)	of Derivative Securities Acquired	Exercisable(DE) and Expiration Date(ED) (Month/Day/Year)	Amount of Underlying Securities	of	Beneficially Owned Following Reported	Owner- ship Form of Deriv- ative Security:	11. Nature of Indirect Beneficial Ownership (Instr.4)
Phantom Stock Unit	1-for-1	03/31/2003		A (1)	(A) 41.6667	Varies (2) Varies (2)	Common Stock - 41.6667	\$40.0000	9,307.2898	D	
Deferred Stock Unit	1-for-1					Varies (2) Varies (2)	Common Stock - 2,759.3445		2,759.3445	D	
Stock Option (Right to buy)	\$25.4375					12/09/2000 12/09/2009	Common Stock - 3,000.0000		3,000.0000	D	

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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).

By: Barth J. Wolf (See POA filed August 2002) 04-01-2003

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** Signature of Reporting Person Date

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.

Gallagher, Robert C. - March 31, 2003

Form 4 (continued)

FOOTNOTE Descriptions for WPS Resources Corporation WPS Form 4 - March 2003 Robert C. Gallagher 700 North Adams Street P. O. Box 19001 Green Bay, WI 54307-001

Explanation of responses:

Power of Attorney

(1) Award of phantom stock units under WPS Resources Corporation

Non-Employee Director Deferred Compensation Plan.

(2) 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 as director.

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