

WEYERS LARRY L
Form 4
December 19, 2002

<p style="text-align: center;">FORM 4</p> <p>[] Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).</p>	<p>UNITED STATES SECURITIES AND EXCHANGE COMMISSION</p> <p>Washington, D.C. 20549</p> <p>STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP</p> <p>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</p>	<p style="text-align: center;">OMB APPROVAL</p> <hr/> <p>OMB Number: 3235-0287 Expires: December 31, 2001 Estimated average burden hours per response. 0.5</p>
---	---	--

<p>1. Name and Address of Reporting Person* Weyers, Larry Lee</p> <p style="text-align: center;">(Last) (First) (Middle)</p> <p>700 North Adams Street P. O. Box 19001</p> <p style="text-align: center;">(Street)</p> <p>Green Bay, WI 54307-9001</p> <p style="text-align: center;">(City) (State) (Zip)</p>	<p>2. Issuer Name and Ticker or Trading Symbol WPS Resources Corporation WPS</p> <p>3. I.R.S. Identification Number of Reporting Person, if an entity (voluntary)</p>	<p>4. Statement for (Month/Year) December 12, 2002</p> <p>5. If Amendment, Date of Original (Month/Year)</p>	<p>6. Relationship of Reporting Person(s) to Issuer (Check all applicable)</p> <p><input checked="" type="checkbox"/> Director _____</p> <p><input type="checkbox"/> 10% Owner _____</p> <p><input checked="" type="checkbox"/> Officer _____</p> <p>Other _____</p> <p>Officer/Other Description <u>Chairman, President, and Chief Executive Officer</u></p> <p>7. Individual or Joint/Group Filing (Check Applicable Line)</p> <p><input checked="" type="checkbox"/> Individual Filing</p> <p><input type="checkbox"/> Joint/Group Filing</p>
---	--	---	--

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned						
1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	3. Transaction Code and Voluntary Code (Instr. 8)	4. Securities Acquired (A) or Disposed (D) Of (Instr. 3, 4, and 5)	5. Amount of Securities Beneficially Owned at End of Month (Instr. 3 and 4)	6. Ownership Form: Direct(D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
		Code V	Amount A/D Price			
Common Stock	11/11/2002	A 	198.0000(1) A	2,351.0000	D	
Common Stock	11/11/2002	D 	198.0000(1) D	864.4194	I	By ESOP

(over)
SEC 1474 (3-99)

Weyers, Larry Lee - December 2002

Form 4 (continued)

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)	4. Transaction Code and Voluntary Code (Instr.8)	5. Number of Derivative Securities Acquired (A) or Disposed (D) Of (Instr. 3,4 and 5)	6. Date Exercisable(DE) and Expiration Date(ED) (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr.5)	9. Number of Derivative Securities Beneficially Owned at End of Month (Instr.4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I)	11. Nature of Indirect Beneficial Ownership (Instr.4)
			Code V		(DE) (ED)					
Employee Stock Option (Right to buy)	\$37.9600	12/12/2002	A nbsp;nbsp;	(A) 99,027.0000	12/12/2003 (2) 12/12/2012	Common Stock - 99,027.0000	\$37.9600	99,027.0000	D	
Performance Rights	1-for-1	12/12/2002	A nbsp;nbsp;	(A) 12,965.0000	Varies (3) Varies (3)	Common Stock - 12,965.0000	\$37.9600	37,315.0000	D	
Employee Stock Option (Right to buy)	\$29.8750				02/11/2000 (4) 02/11/2009	Common Stock - 34,000.0000		34,000.0000	D	
Employee Stock Option (Right to buy)	\$34.7500				12/14/2001 (5) 12/14/2010	Common Stock - 74,840.0000		74,840.0000	D	
Employee Stock Option (Right to buy)	\$34.0900				12/13/2002 (6) 12/13/2011	Common Stock - 86,116.0000		86,116.0000	D	
Phantom Stock Unit	1-for-1				Varies (7) Varies (7)	Common Stock - 28,381.7430		28,381.7430	D	

Explanation of Responses :

** Intentional misstatements or omissions of facts _____
constitute Federal Criminal Violations. 12-18-2002 -

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

Barth J. Wolf (See POA filed August 2002)
Larry Lee Weyers

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.

Weyers, Larry Lee - December 2002

Form 4 (continued)

FOOTNOTE Descriptions for WPS Resources Corporation WPS

Form 4 - December 2002

Larry Lee Weyers
700 North Adams Street
P. O. Box 19001
Green Bay, WI 54307-9001

Explanation of responses:

- (1) Reflects shares allocated by the company's ESOP program and transferred to an individual account.
- (2) The option vests in four equal annual installments beginning on December 12, 2003.
- (3) 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.

Page 3