

NICK BARBARA A

Form 4

December 30, 2002

|                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                       |                                                                                                                                                                                                                                                                                                                                                        |                                                                                                                     |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                         |  |                                                                                                                                                  |
|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--|--------------------------------------------------------------------------------------------------------------------------------------------------|
| <b>FORM 4</b><br><br>[ ] Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).                                                                                                                                                                                                                                                                                                                                                          | <b>UNITED STATES SECURITIES AND EXCHANGE COMMISSION</b><br><br>Washington, D.C. 20549<br><br><b>STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP</b><br><br>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 |                                                                                                                     |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                         |  | OMB APPROVAL<br><br><hr/> OMB Number:<br>3235-0287<br>Expires: December 31, 2001<br>Estimated average burden<br>hours per response. . . .<br>0.5 |
| 1. Name and Address of Reporting Person*<br><b>Nick, Barbara Anne</b><br><br><div style="display: flex; justify-content: space-between;"> <span>(Last)</span> <span>(First)</span> <span>(Middle)</span> </div> <b>700 North Adams Street</b><br><b>P. O. Box 19001</b><br><br><div style="text-align: center;">(Street)</div> <b>Green Bay, WI 54307-9001</b><br><br><div style="display: flex; justify-content: space-between;"> <span>(City)</span> <span>(State)</span> <span>(Zip)</span> </div> | 2. Issuer Name and Ticker or Trading Symbol<br><br><b>WPS Resources Corporation</b><br><b>WPS</b><br><br>3. I.R.S. Identification Number of Reporting Person, if an entity (voluntary)                                                                                                                                                                 | 4. Statement for (Month/Year)<br><br><b>December 27, 2002</b><br><br>5. If Amendment, Date of Original (Month/Year) | 6. Relationship of Reporting Person(s) to Issuer<br><br>(Check all applicable)<br><br><div style="display: flex; justify-content: space-between;"> <span>_____ Director _____</span> </div> <div style="display: flex; justify-content: space-between;"> <span>10% Owner _____</span> </div> <div style="display: flex; justify-content: space-between;"> <span><input checked="" type="checkbox"/> Officer _____</span> </div> <div style="display: flex; justify-content: space-between;"> <span>Other _____</span> </div> <div style="display: flex; justify-content: space-between;"> <span>Officer/Other Description <b>Assistant Vice President - Corporate Services</b></span> </div><br>7. Individual or Joint/Group Filing (Check Applicable Line)<br><br><input checked="" type="checkbox"/> Individual Filing<br><input type="checkbox"/> Joint/Group Filing |  |                                                                                                                                                  |

| 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<br>  Price                                            |                                                                             |                                                         |                                                       |
| Common Stock                                                                     |                                      |                                                   |                                                                    | 30.0000                                                                     | I                                                       | By Custodian For Daughter                             |
| Common Stock                                                                     |                                      |                                                   |                                                                    | 34.0821                                                                     | I                                                       | By Custodian For Daughter by SIP                      |
| Common Stock                                                                     |                                      |                                                   |                                                                    | 5.2153                                                                      | I                                                       | By Custodian For Granddaughter by SIP                 |
| Common Stock                                                                     |                                      |                                                   |                                                                    | 15.0000                                                                     | I                                                       | By Custodian For Son                                  |
| Common Stock                                                                     |                                      |                                                   |                                                                    | 17.0410                                                                     | I                                                       | By Custodian For Son by SIP                           |
| Common Stock                                                                     |                                      |                                                   |                                                                    | 1,096.3800                                                                  | I                                                       | By ESOP                                               |

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|              |  |  |  |            |   |                                    |
|--------------|--|--|--|------------|---|------------------------------------|
| Common Stock |  |  |  | 2,641.3800 | I | By Spouse by ESOP                  |
| Common Stock |  |  |  | 4.4689     | I | By Spouse by Stock Investment Plan |
| Common Stock |  |  |  | 103.1310   | I | By Stock Investment Plan           |
|              |  |  |  |            |   |                                    |

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**Form 4 (continued)**

| Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned<br>(e.g., puts, calls, warrants, options, convertible securities) |                                                                    |                                                    |                                                                        |                                                                                                                         |                                                                              |                                                                              |                                                       |                                                                                                      |                                                                                                    |                                                                   |
|-------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------|----------------------------------------------------|------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------|------------------------------------------------------------------------------|-------------------------------------------------------|------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------|-------------------------------------------------------------------|
| 1. Title of<br>Derivative<br>Security<br>(Instr. 3)                                                                                             | 2. Conversion or<br>Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction<br>Date<br>(Month/<br>Day/<br>Year) | 4. Transaction<br>Code<br>and<br>Voluntary<br>(V)<br>Code<br>(Instr.8) | 5. Number<br>of<br>Derivative<br>Securities<br>Acquired<br>(A)<br>or<br>Disposed<br>(D) Of<br><br>(Instr. 3,4<br>and 5) | 6. Date<br>Exercisable(DE) and<br>Expiration<br>Date(ED)<br>(Month/Day/Year) | 7. Title and<br>Amount of<br>Underlying<br>Securities<br>(Instr. 3<br>and 4) | 8. Price<br>of<br>Derivative<br>Security<br>(Instr.5) | 9. Number of<br>Derivative<br>Securities<br>Beneficially<br>Owned<br>at End of<br>Month<br>(Instr.4) | 10. Owner-<br>ship<br>Form of<br>Derivative<br>Security:<br>Direct<br>(D)<br>or<br>Indirect<br>(I) | 11. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr.4) |
| Phantom<br>Stock Unit                                                                                                                           | 1-for-1                                                            | 12/27/2002                                         | A (1)<br>  &nbsp;nbsp;nbsp;                                            | (A)<br>27.2409                                                                                                          | Varies (2)<br>  Varies (2)                                                   | Common<br>Stock -<br>27.2409                                                 | \$38.4800                                             | 710.8709                                                                                             | D                                                                                                  |                                                                   |
| Employee<br>Stock Option<br>(Right to<br>buy)                                                                                                   | \$34.0900                                                          |                                                    |                                                                        |                                                                                                                         | 12/13/2002 (3)<br>  12/13/2011                                               | Common<br>Stock -<br>3,873.0000                                              |                                                       | 3,873.0000                                                                                           | D                                                                                                  |                                                                   |
| Employee<br>Stock Option<br>(Right to<br>buy)                                                                                                   | \$37.9600                                                          |                                                    |                                                                        |                                                                                                                         | 12/12/2003 (4)<br>  12/12/2012                                               | Common<br>Stock -<br>4,162.0000                                              |                                                       | 4,162.0000                                                                                           | D                                                                                                  |                                                                   |
| Employee<br>Stock Option<br>(Right to<br>buy)                                                                                                   | \$34.0900                                                          |                                                    |                                                                        |                                                                                                                         | 12/13/2002 (3)<br>  12/13/2011                                               | Common<br>Stock -<br>500.0000                                                |                                                       | 500.0000                                                                                             | I                                                                                                  | By Spouse                                                         |
| Performance<br>Rights                                                                                                                           | 1-for-1                                                            |                                                    |                                                                        |                                                                                                                         | Varies (5)<br>  Varies (5)                                                   | Common<br>Stock -<br>1,114.0000                                              |                                                       | 1,114.0000                                                                                           | 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).

12-30-2002

\*\* 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)**  
**Barbara Anne Nick**

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.

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Form 4 (continued)

**FOOTNOTE Descriptions for WPS Resources Corporation WPS**

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**Barbara Anne Nick  
700 North Adams Street  
P. O. Box 19001  
Green Bay, WI 54307-9001**

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**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 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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