

WPS RESOURCES CORP  
Form 425  
July 10, 2006

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of  
the Securities Exchange Act of 1934

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Date of Report  
(Date of earliest  
event reported): July 10, 2006

WPS Resources Corporation

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(Exact name of registrant as specified in its charter)

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Wisconsin  
  
(State or other  
jurisdiction of  
incorporation)

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1-11337  
  
(Commission File  
Number)

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39-1775292  
  
(IRS Employer  
Identification No.)

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700 North Adams Street, P.O. Box 19001, Green Bay, Wisconsin 54307-9001

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(Address of principal executive offices, including zip code)

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(920) 433-1727

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(Registrant's telephone number)

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Not Applicable

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(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- ☒ Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)  
☐ Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)  
☐ Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))  
☐ Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Item 8.01.    Other Events.

On July 10, 2006, WPS Resources Corporation issued a press release announcing the execution of a definitive merger agreement with Peoples Energy Corporation. The press release is attached as exhibit 99.1 and is incorporated by reference into this Current Report on Form 8-K.

Item 9.01.    Financial Statements and Exhibits.

(a)    Financial Statements of Business Acquired.

Not applicable.

(b)    Pro Forma Financial Information.

Not applicable.

(c)    Shell Company Transactions.

Not applicable.

(d)    Exhibits. The following exhibit is being furnished herewith:

99.1    Press Release dated July 10, 2006.

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**WPS RESOURCES CORPORATION**

Date: July 10, 2006

By: /s/ Barth J. Wolf  
Barth J. Wolf  
Secretary and  
Manager-Legal Services

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**WPS RESOURCES CORPORATION**

**Exhibit Index to Form 8-K Dated July 10, 2006**

Exhibits

99.1 Press Release dated July 10, 2006.