Stolper Thomas R Form 4/A March 11, 2011

FORM 4

OMB APPROVAL

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

OMB 3235-0287 Number:

Check this box if no longer subject to Section 16. Form 4 or

January 31, Expires: 2005

Estimated average burden hours per response... 0.5

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. See Instruction

30(h) of the Investment Company Act of 1940

1(b).

Common

Stock

(Print or Type Responses)

1. Name and Address of Reporting Person * Stolper Thomas R			2. Issuer Name and Ticker or Trading Symbol MGE ENERGY INC [MGEE]					_	5. Relationship of Reporting Person(s) to Issuer			
(Last)	3. Date of Earliest Transaction						(Check all applicable)					
(====)	(First) (Middle)	(Month/I			2011			_X_ Director	10%	Owner	
133 SOUTH BLAIR			03/08/2011						Officer (give t		er (specify	
STREET, F	POST OFFICE BO	OX 1231							below)	below)		
(Street)			4. If Amendment, Date Original						6. Individual or Joint/Group Filing(Check			
									Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting			
MADISON	, WI 53701-1231								Person	ore man One Re	porting	
(City)	(State)	(Zip)	Tab	le I - Noi	n-Deriva	ative	Secu	rities Acqu	iired, Disposed of,	or Beneficial	ly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	EXA. Deem Execution any (Month/D	Date, if	3. Transac Code (Instr. 8	tiomr D (Inst	ispos r. 3, 4			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
MGEE Common Stock	03/08/2011			Р	200		A	\$ 40.9164	700	I	By IRA	
MGEE												

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

1,200

 $D^{(1)}$

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date		4.	5.	6. Date Exer		7. Title a		8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if		onNumber	Expiration D		Amount		Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Underly	_	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securitie	es	(Instr. 5)	Bene
	Derivative				Securities	S		(Instr. 3	and 4)		Own
	Security				Acquired						Follo
	,				(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						(IIISti
					4, and 5)						
					4, and 3)						
								A	mount		
						D.	E	01	r		
						Date Exercisable	Expiration Date	Title N	umber		
								of			
				Code V	(A) (D)				hares		

Reporting Owners

Reporting Owner Name / Address	Relationships					
•	Director	10% Owner	Officer	Other		
Stolper Thomas R 133 SOUTH BLAIR STREET POST OFFICE BOX 1231 MADISON, WI 53701-1231	X					

Signatures

Reporting Person

/s/ Thomas R. 03/11/2010 Stolper **Signature of Date

Explanation of Responses:

- If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) This amendment is being filed because the original Form 4 incorrectly showed 200 shares held by IRA and 1,700 shares held direct. 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.

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