

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

**INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES**

OMB APPROVAL	
OMB Number:	3235-0104
Expires:	February 28, 2011
Estimated average burden hours per response	0.5

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(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* <u>Stolper Thomas R</u> <hr/> (Last) (First) (Middle) <u>133 SOUTH BLAIR STREET</u> <u>POST OFFICE BOX 1231</u> <hr/> (Street) <u>MADISON WI</u> <u>53701-</u> <u>1231</u> <hr/> (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) <u>12/19/2008</u>	3. Issuer Name and Ticker or Trading Symbol <u>MGE ENERGY INC [ MGEE ]</u>	
		4. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner Officer (give title below) Other (specify below)	5. If Amendment, Date of Original Filed (Month/Day/Year)  6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person

**Table I - Non-Derivative Securities Beneficially Owned**

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
<u>MGEE Common Stock</u>	<u>800</u>	<u>D</u>	

**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			

**Explanation of Responses:**

/s/ Tom Stolper 12/19/2008

\*\* Signature of Reporting Person Date

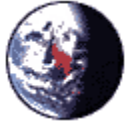
Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

\* If the form is filed by more than one reporting person, see Instruction 5 (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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

**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 Number.**



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12/29/2008 09:12 AM

To mge@mge.com, msteele@mge.com  
cc  
bcc  
Subject ACCEPTED FORM TYPE 3 (0001161728-08-000025)

THE FOLLOWING SUBMISSION HAS BEEN ACCEPTED BY THE U.S. SECURITIES AND EXCHANGE COMMISSION.

COMPANY: MGE ENERGY INC  
FORM TYPE: 3 NUMBER OF DOCUMENTS: 1  
RECEIVED DATE: 29-Dec-2008 10:11 ACCEPTED DATE: 29-Dec-2008 10:11  
FILING DATE: 29-Dec-2008 10:11  
TEST FILING: NO CONFIRMING COPY: NO

ACCESSION NUMBER: 0001161728-08-000025

FILE NUMBER(S):  
1. 000-49965

THE PASSWORD FOR LOGIN CIK 0001161728 WILL EXPIRE 20-Aug-2009 15:43.

PLEASE REFER TO THE ACCESSION NUMBER LISTED ABOVE FOR FUTURE INQUIRIES.

REPORTING OWNER(S):

1. CIK: 0001452687  
OWNER: Stolper Thomas R  
FORM TYPE: 3  
FILE NUMBER(S):  
1. 000-49965

ISSUER:

2. CIK: 0001161728  
COMPANY: MGE ENERGY INC

----- NOTICE -----

URGENT: Verify that all of your addresses on the EDGAR database are correct. An incorrect address in the EDGAR Accounting Contact Name and Address information may result in your fee Account Activity Statement being returned to the SEC as undeliverable. Please correct outdated addresses via the EDGAR filing website.

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