

---

United States  
**SECURITIES AND EXCHANGE COMMISSION**  
Washington, D.C. 20549

**FORM 15**

*Certification and Notice of Termination of Registration Under Section 12(g)  
of the Securities Exchange Act of 1934 or Suspension of Duty to File Reports  
under Section 13 or 15(d) of the Securities Exchange Act of 1934*

---

**Commission File Number 0-1125**

---

**Madison Gas and Electric Company**

(Exact name of registrant as specified in its charter)

**133 South Blair Street  
Post Office Box 1231  
Madison, Wisconsin 53701-1231  
(608) 252-7000**

(Address, including ZIP code, and telephone number, including area code,  
of registrant's principal executive offices)

**Common Stock, Par Value \$1 Per Share**

(Title of each class of securities covered by this form)

**Cumulative Preferred Stock, Par Value \$25 Per Share**

(Titles of all other classes of securities for which a duty  
to file reports under Section 13(a) or 15(d) remains)

Place an X in the box(es) to designate the appropriate rule provision(s) relied upon to terminate or suspend the duty to file reports:

Rule 12g-4(a)(1)(i)	<input checked="" type="checkbox"/>	Rule 12h-3(b)(1)(ii)	<input type="checkbox"/>
Rule 12g-4(a)(1)(ii)	<input type="checkbox"/>	Rule 12h-3(b)(2)(i)	<input type="checkbox"/>
Rule 12g-4(a)(2)(i)	<input type="checkbox"/>	Rule 12h-3(b)(2)(ii)	<input type="checkbox"/>
Rule 12g-4(a)(2)(ii)	<input type="checkbox"/>	Rule 15d-6	<input type="checkbox"/>
Rule 12h-3(b)(1)(i)	<input checked="" type="checkbox"/>		

Approximate number of holders of record as of the certificate or notice date: 1

---

## **Signature**

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.

### **Madison Gas and Electric Company**

Date: August 12, 2002

/s/ Jeffrey C. Newman

Jeffrey C. Newman  
Vice President and Treasurer