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

**FORM 8-K**

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

**August 6, 2009**  
Date of report (*date of earliest event reported*)

<b>Commission File No.</b>	<b>Name of Registrant, State of Incorporation, Address of Principal Executive Offices, and Telephone No.</b>	<b>IRS Employer Identification No.</b>
000-49965	<b>MGE Energy, Inc.</b> (a Wisconsin Corporation) 133 South Blair Street Madison, Wisconsin 53703 (608) 252-7000 www.mgeenergy.com	39-2040501
000-1125	<b>Madison Gas and Electric Company</b> (a Wisconsin Corporation) 133 South Blair Street Madison, Wisconsin 53703 (608) 252-7000 www.mge.com	39-0444025

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))

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**Item 2.02. Results of Operations and Financial Condition.**

On August 6, 2009, MGE Energy, Inc. (the Company) issued a press release announcing its second-quarter 2009 earnings. The Company is furnishing a copy of that press release as Exhibit 99.1 to this report.

This combined Form 8-K is being furnished separately by the Company and Madison Gas and Electric Company. Information contained herein relating to any individual registrant has been furnished by such registrant on its own behalf. Neither registrant makes any representation as to information relating to the other registrant.

**Item 9.01. Financial Statements and Exhibits.**

- (a) Financial statements of businesses acquired:

Not applicable.

- (b) Pro forma financial information:

Not applicable.

- (c) Shell company transactions:

Not applicable.

- (d) Exhibit(s):

Exhibit 99.1: Press release of MGE Energy, Inc., issued on August 6, 2009.

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## 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.

**MGE Energy, Inc.**  
**Madison Gas and Electric Company**  
*(Registrant)*

Date: August 6, 2009

/s/ Jeffrey C. Newman  
Jeffrey C. Newman  
Vice President, Chief Financial Officer,  
Secretary and Treasurer

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**MGE Energy, Inc.**  
**Madison Gas and Electric Company**

**Exhibit Index to Form 8-K**  
**Dated August 6, 2009**

Exhibit 99.1: Press release of MGE Energy, Inc., issued on August 6, 2009.

## EXHIBIT 99.1

# News

### MGE Energy Reports Second-Quarter Earnings

Madison, Wis., Aug. 6, 2009—MGE Energy, Inc. (Nasdaq: MGEE) today reported earnings for the three months ended June 30, 2009, of \$9.9 million or 43 cents per share, compared to \$10.6 million or 48 cents per share for the same period in the prior year.

Earnings from the electric utility decreased \$1.0 million for the quarter ending June 30, 2009, compared to the second quarter of 2008. A 3.4% decrease in electric revenue is due, in part, to reduced economic activity, which resulted in less customer demand. This also led to reduced sales to other utilities.

For the three months ended June 30, 2009, a 7.0% reduction in overall operations and maintenance expense helped offset the decrease in electric revenues, when compared to the prior period. Lower overhead line maintenance expenses, generating station expenses, and administrative and general costs were main contributors to the reduced expenses for the quarter ended June 30, 2009. Also, customers benefited from lower fuel costs during the second quarter, resulting in reduced costs for customers of over \$17 million compared to the same period last year.

MGE Energy is a public utility holding company. Its principal subsidiary, Madison Gas and Electric, generates and distributes electricity to 137,000 customers in Dane County, Wis., and purchases and distributes natural gas to 141,000 customers in seven south-central and western Wisconsin counties. MGE's roots in the Madison area date back more than 150 years.

#### **MGE Energy, Inc.**

*(In thousands, except per-share amounts)*  
(Unaudited)

	<b>2009</b>	<b>2008</b>
<b>Three Months Ended June 30,</b>		
Operating revenue .....	\$107,556	\$124,737
Operating income .....	\$16,674	\$18,242
Net income .....	\$9,893	\$10,557
Earnings per share (basic and diluted) .....	\$0.43	\$0.48
Weighted average shares outstanding (basic and diluted).....	23,095	22,105
<b>Six Months Ended June 30,</b>		
Operating revenue .....	\$288,700	\$314,733
Operating income .....	\$41,010	\$42,550
Net income .....	\$24,845	\$24,394
Earnings per share (basic and diluted) .....	\$1.08	\$1.11
Weighted average shares outstanding (basic and diluted).....	23,026	22,047

#### **Contact:**

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