

SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549

SCHEDULE 14D-1

(Amendment No. 30)

Tender Offer Statement  
(Pursuant to Section 14(d)(1) of the Securities Exchange Act of 1934)

Kansas City Power & Light Company  
(Name of Subject Company)

Western Resources, Inc.  
(Bidder)

Common Stock, Without Par Value  
(Title of Class of Securities)

48513410  
(CUSIP Number of Class of Securities)

John K. Rosenberg  
Executive Vice President and General Counsel  
Western Resources, Inc.  
818 Kansas Avenue  
Topeka, Kansas 66612  
Phone: (913) 575-6300

(Name, Address, including Zip Code, and Telephone  
Number, including Area Code, of Agent for Service)

Copies to:

Neil T. Anderson  
Sullivan & Cromwell  
125 Broad Street  
New York, New York 10004  
(212) 558-4000

William S. Lamb  
LeBoeuf, Lamb, Greene & MacRae, L.L.P.  
125 West 55th Street  
New York, New York 10019  
(212) 424-8000

This Amendment No. 30 amends and supplements the Tender Offer Statement on Schedule 14D-1 (the "Schedule 14D-1"), originally filed by Western Resources, Inc., a Kansas corporation ("Western Resources"), on July 8, 1996 relating to the exchange offer disclosed therein to exchange all of the outstanding Shares for shares of Western Resources Common Stock upon the terms and subject to the conditions set forth in the Prospectus, dated July 3, 1996, and the related Letter of Transmittal. Capitalized terms used and not defined herein shall have the meanings set forth in the Schedule 14D-1.

Item 11. Material to be Filed as Exhibits.

Item 11 is hereby amended and supplemented by adding thereto the following:

- (a)(88) Letter sent to a KCPL shareowner on August 19, 1996
- (a)(89) Letter sent to a KCPL shareowner on August 19, 1996

SIGNATURE

After due inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

WESTERN RESOURCES, INC.

Date August 20, 1996

By /s/ JERRY D. COURINGTON  
Jerry D. Courington,  
Controller

INDEX TO EXHIBITS

Exhibit No.	Description	Sequentially Numbered Pages
(a)(88)	Letter sent to a KCPL shareowner on August 19, 1996	1
(a)(89)	Letter sent to a KCPL shareowner on August 19, 1996	1

The following letter was sent to a KCPL shareowner on August 19, 1996:

John E. Hayes, Jr.  
Chairman of the Board  
and Chief Executive Officer

August 19, 1996

Addressee

Dear Addressee,

Thank you for your recent letter and your comments concerning our proposed merger with Kansas City Power & Light. I know that you and many others have received significant information from both Kansas City Power & Light and us concerning the proposed merger. The information is simply intended to keep you advised as to our proposal. KCPL is, we believe, a high-quality company similar to ours in its dedication to customer service and managing for the new competitive environment. Building a larger, stronger company to meet the changing marketplace is our goal. Our merger proposal is an offer based on careful and professional review and certainly not on personal issues.

We, too, share your concerns regarding personal gain. Based on the proposed UtiliCorp/KCPL merger, much of the benefits go directly to executive management. Under their merger proposal, Mr. Jennings' compensation jumps 191 percent if he leaves KCPL following the merger for "good" reason. KCPL directors and executive officers, who currently own less than one percent of KCPL common stock, also would receive as much as \$16 million worth or 600,000 shares per year. Under their merger, executives also would benefit from a bonus plan that allows short-term cash bonuses up to \$2 million per person, per year.

Please know that we have worked hard to create a respected reputation on business matters that, above all else, benefit shareowners, customers and the communities we serve. Ours is clearly a well-thought, well-studied, sincere effort to build a partnership that will benefit all. Our experience with merging KGE and KPL demonstrated that employees do not have to lose for shareowners and customers to win. In the KGE merger of 1992, millions of dollars in savings were achieved with no layoffs. Through this combination, we also were able to offer \$32 million in customer rebates.

Again, thank you for sharing your concerns. If you have further questions about our offer, do not hesitate to contact me or Georgeson & Company Inc. at 1-800-223-2064.

Sincerely,

/s/ John E. Hayes, Jr.

This letter is neither an offer to exchange nor a solicitation of an offer to exchange shares of common stock of KCPL. Such offer is made solely by the Prospectus dated July 3, 1996, and the related Letter of Transmittal, and is not being made to, nor will tenders be accepted from or on behalf of, holders of shares of common stock of KCPL in any jurisdiction in which the making of such offer or the acceptance thereof would not be in compliance with the laws of such jurisdiction. In any jurisdictions where securities, blue sky or other laws require such offer to be made by a licensed broker or dealer, such offer shall be deemed to be made on behalf of Western Resources, Inc. by Salomon Brothers Inc or one or more registered brokers or dealers licensed under the laws of such jurisdiction.

The following letter was sent to a KCPL shareowner on August 19, 1996:

John E. Hayes, Jr.  
Chairman of the Board  
and Chief Executive Officer

August 19, 1996

Addressee

Dear Addressee,

Thank you for your recent letter concerning our proposed merger with Kansas City Power & Light.

I know that you and others have received significant information from both Kansas City Power & Light and us concerning the proposed merger. This correspondence is simply our intent to keep you advised as to our overall approach to this merger activity. We are confident that a Western Resources/KCPL combination would be beneficial to shareowners, customers and employees.

I appreciate your patience, willingness to discern the truth, and your serious consideration of the value of our offer. Please do not hesitate to contact me or Georgeson & Company at 1-800-223-2064 if you have additional questions about our proposal. Again, thank you for sharing your concerns.

Sincerely,

/s/ John E. Hayes, Jr.

This letter is neither an offer to exchange nor a solicitation of an offer to exchange shares of common stock of KCPL. Such offer is made solely by the Prospectus dated July 3, 1996, and the related Letter of Transmittal, and is not being made to, nor will tenders be accepted from or on behalf of, holders of shares of common stock of KCPL in any jurisdiction in which the making of such offer or the acceptance thereof would not be in compliance with the laws of such jurisdiction. In any jurisdictions where securities, blue sky or other laws require such offer to be made by a licensed broker or dealer, such offer shall be deemed to be made on behalf of Western Resources, Inc. by Salomon Brothers Inc or one or more registered brokers or dealers licensed under the laws of such jurisdiction.