## FORM 5

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, DC 20549

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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(f) of the Investment Company Act of 1940

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL OMB Number: 3235-0287 Expires: January 31, 2005 Estimated average burden hours per response...0.5

(Print or Type Responses)

1. Name and Address of Reporting Person*	2. l:	2. Issuer Name <b>and</b> Ticker or Trading Symbol					nt for ear	6. Relationship of Reporting Person(s) to Issuer (Check all applicable)						
HERDEGEN, William P. (III)  (Last) (First) (Middle)		reat Plains Er corporated (C				200	)2	Direct	or er (give title below)		0% Owner Other (specify below)			
1201 Walnut								Vice President-Distribution Operations - Kansas City Power & Light Company (a						
(Street)							wholly-owned subsidiary of Great Plains Energy Incorporated)							
Kansas City, MO 64106	F	3. I.R.S. Identification Number of Reporting Person, if an entity (Voluntary)					ment,	7. Individual or Joint/Group Filing (Check Applicable Line)						
(City (State) (Zip)							ay/	X Form filed by One Reporting Person  ——Form filed by More than One Reporting Person						
		Table I ¾ Non-Der	ivative Se	ecurities /	Acquired, [	Dispos	ed of, or I	Beneficial	ly Owned					
1. Title of Security (Instr. 3)	2. Transaction Date (Month/Dayear)	Execution	Code o		or Dispo	ecurities Acquired (A) Disposed of (D) nstr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned at End of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)			
		Dayricary	Code	v	Amount	(A) or (D)	Pr	ice	(msa. 5 tala 4)	(1130.4)	(1130. 4)			
Common Stock(1)	(1)	(1)	P		64	A	(	1)	64	I	401-k			

(1) Shares acquired through automatic payroll deduction/investment through participation in the Company's 401-k Plan.

FORM 5 (continued)  Table II ` Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities															
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/ Year)	3A. Deemed Execution Date, if any (Month/ Day/Year)	4. Transaction Code (Instr.8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned at End of Year (Instr. 4)	10. Ownership Form of Derivative Securities Beneficially Owned at End of Month (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Stock Options (Right to Buy)(2)													12,000	D	
Performance Shares(3)													4,500	D	

## Explanation of Responses:

(2) Options were granted in tandem with stock appreciation rights exercisable automatically in the event of a change in control as defined by the Long-Term Incentive Plan under which they are granted. Options may be exercised with cash or previously-owned shares of Common Stock.

(3) Award of Performance Shares under the Long-Term Incentive Plan. Payment to which Grantee shall be entitled at the end of 2004 upon the performance of certain goals will be equal to the Fair Market Value of the number of shares of the Company's Common Stock equal to the number of Performance Shares earned. Payment will be made in Common Stock unless deemed otherwise.

/s/William H. Herdegen January 17, 2003

\*\*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 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).

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