UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM 10-Q

[X] QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

For the quarterly period ended **March 31, 2013**

or

[ ] TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

For the transition period from _______to_______

Commission File Number	**Exact name of registrant as specified in its charter, state of incorporation, address of principal executive offices and telephone number**	**I.R.S. Employer Identification Number**
001-32206	**GREAT PLAINS ENERGY INCORPORATED** (A Missouri Corporation) 1200 Main Street Kansas City, Missouri 64105 (816) 556-2200	43-1916803
000-51873	**KANSAS CITY POWER & LIGHT COMPANY** (A Missouri Corporation) 1200 Main Street Kansas City, Missouri 64105 (816) 556-2200	44-0308720

Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days.

Great Plains Energy Incorporated	Yes	X	No	_	Kansas City Power & Light Company	Yes	X	No _

Indicate by check mark whether the registrant has submitted electronically and posted on its corporate Web site, if any, every Interactive Data File required to be submitted and posted pursuant to Rule 405 of Regulation S-T (§232.405 of this chapter) during the preceding 12 months (or for such shorter period that the registrant was required to submit and post such files).

Great Plains Energy Incorporated	Yes	X	No	_	Kansas City Power & Light Company	Yes	X	No _

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, or a smaller reporting company. See the definitions of “large accelerated filer,” “accelerated filer” and “smaller reporting company” in Rule 12b-2 of the Exchange Act.

Great Plains Energy Incorporated	Large accelerated filer	X	Accelerated filer	_
	Non-accelerated filer	_	Smaller reporting company	_
Kansas City Power & Light Company	Large accelerated filer	_	Accelerated filer	_
	Non-accelerated filer	X	Smaller reporting company	_

Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act).

Great Plains Energy Incorporated	Yes	_	No	X	Kansas City Power & Light Company	Yes	_	No X

On May 6, 2013, Great Plains Energy Incorporated had 153,730,325 shares of common stock outstanding. On May 6, 2013, Kansas City Power & Light Company had one share of common stock outstanding and held by Great Plains Energy Incorporated.

Kansas City Power & Light Company meets the conditions set forth in General Instruction (H)(1)(a) and (b) of Form 10-Q and is therefore filing this Form 10-Q with the reduced disclosure format.

This combined Quarterly Report on Form 10-Q is being filed by Great Plains Energy Incorporated (Great Plains Energy) and Kansas City Power & Light Company (KCP&L). KCP&L is a wholly owned subsidiary of Great Plains Energy and represents a significant portion of its assets, liabilities, revenues, expenses and operations. Thus, all information contained in this report relates to, and is filed by, Great Plains Energy. Information that is specifically identified in this report as relating solely to Great Plains Energy, such as its financial statements and all information relating to Great Plains Energy's other operations, businesses and subsidiaries, including KCP&L Greater Missouri Operations Company (GMO), does not relate to, and is not filed by, KCP&L. KCP&L makes no representation as to that information. Neither Great Plains Energy nor its other subsidiaries have any obligation in respect of KCP&L's debt securities and holders of such securities should not consider Great Plains Energy's or its other subsidiaries' financial resources or results of operations in making a decision with respect to KCP&L's debt securities. Similarly, KCP&L has no obligation in respect of securities of Great Plains Energy or its other subsidiaries.

This report should be read in its entirety. No one section of the report deals with all aspects of the subject matter. It should be read in conjunction with the consolidated financial statements and related notes and with the management's discussion and analysis included in the 2012 Form 10-K for each of Great Plains Energy and KCP&L.

TABLE OF CONTENTS

CAUTIONARY STATEMENTS REGARDING CERTAIN FORWARD-LOOKING INFORMATION

Statements made in this report that are not based on historical facts are forward-looking, may involve risks and uncertainties, and are intended to be as of the date when made. Forward-looking statements include, but are not limited to, the outcome of regulatory proceedings, cost estimates of capital projects and other matters affecting future operations. In connection with the safe harbor provisions of the Private Securities Litigation Reform Act of 1995, Great Plains Energy and KCP&L are providing a number of important factors that could cause actual results to differ materially from the provided forward-looking information. These important factors include: future economic conditions in regional, national and international markets and their effects on sales, prices and costs; prices and availability of electricity in regional and national wholesale markets; market perception of the energy industry, Great Plains Energy and KCP&L; changes in business strategy, operations or development plans; the outcome of contract negotiations for goods and services including transportation and labor agreements; effects of current or proposed state and federal legislative and regulatory actions or developments, including, but not limited to, deregulation, re-regulation and restructuring of the electric utility industry; decisions of regulators regarding rates the Companies can charge for electricity; adverse changes in applicable laws, regulations, rules, principles or practices governing tax, accounting and environmental matters including, but not limited to, air and water quality; financial market conditions and performance including, but not limited to, changes in interest rates and credit spreads and in availability and cost of capital and the effects on nuclear decommissioning trust and pension plan assets and costs; impairments of long-lived assets or goodwill; credit ratings; inflation rates; effectiveness of risk management policies and procedures and the ability of counterparties to satisfy their contractual commitments; impact of terrorist acts, including, but not limited to, cyber terrorism; ability to carry out marketing and sales plans; weather conditions including, but not limited to, weather-related damage and their effects on sales, prices and costs; cost, availability, quality and deliverability of fuel; the inherent uncertainties in estimating the effects of weather, economic conditions and other factors on customer consumption and financial results; ability to achieve generation goals and the occurrence and duration of planned and unplanned generation outages; delays in the anticipated in-service dates and cost increases of generation, transmission, distribution or other projects; the inherent risks associated with the ownership and operation of a nuclear facility including, but not limited to, environmental, health, safety, regulatory and financial risks; workforce risks, including, but not limited to, increased costs of retirement, health care and other benefits; and other risks and uncertainties.

This list of factors is not all-inclusive because it is not possible to predict all factors. Part II Item 1A Risk Factors included in this report, together with the risk factors included in the 2012 Form 10-K for each of Great Plains Energy and KCP&L under Part I Item 1A, should be carefully read for further understanding of potential risks for each of Great Plains Energy and KCP&L. Other sections of this report and other periodic reports filed by each of Great Plains Energy and KCP&L with the Securities and Exchange Commission (SEC) should also be read for more information regarding risk factors. Each forward-looking statement speaks only as of the date of the particular statement. Great Plains Energy and KCP&L undertake no obligation to publicly update or revise any forward-looking statement, whether as a result of new information, future events or otherwise.

GLOSSARY OF TERMS

The following is a glossary of frequently used abbreviations or acronyms that are found throughout this report.

Abbreviation or Acronym	Definition
AEPTHC	AEP Transmission Holding Company, LLC
AFUDC	Allowance for Funds Used During Construction
ARO	Asset Retirement Obligation
BART	Best available retrofit technology
Board	Great Plains Energy Board of Directors
CAIR	Clean Air Interstate Rule
CAMR	Clean Air Mercury Rule
Clean Air Act	Clean Air Act Amendments of 1990
CO_2	Carbon dioxide
Company	Great Plains Energy Incorporated and its subsidiaries
Companies	Great Plains Energy Incorporated and its consolidated subsidiaries and KCP&L and its consolidated subsidiaries
CSAPR	Cross-State Air Pollution Rule
DOE	Department of Energy
EBITDA	Earnings before interest, income taxes, depreciation and amortization
ECA	Energy Cost Adjustment
EGU	Electric steam generating unit
EIRR	Environmental Improvement Revenue Refunding
EPA	Environmental Protection Agency
EPS	Earnings per common share
ERISA	Employee Retirement Income Security Act of 1974, as amended
FAC	Fuel Adjustment Clause
FERC	The Federal Energy Regulatory Commission
GAAP	Generally Accepted Accounting Principles
GMO	KCP&L Greater Missouri Operations Company, a wholly owned subsidiary of Great Plains Energy
GPETHC	GPE Transmission Holding Company, LLC, a wholly owned subsidiary of Great Plains Energy
Great Plains Energy	Great Plains Energy Incorporated and its subsidiaries
IRS	Internal Revenue Service
ISO	Independent System Operator
KCC	The State Corporation Commission of the State of Kansas
KCP&L	Kansas City Power & Light Company, a wholly owned subsidiary of Great Plains Energy
KCP&L Receivables Company	Kansas City Power & Light Receivables Company, a wholly owned subsidiary of KCP&L
KDHE	Kansas Department of Health and Environment
kV	Kilovolt
kW	Kilowatt
kWh	Kilowatt hour
L&P	St. Joseph Light & Power, a division of GMO
MACT	Maximum achievable control technology
MATS	Mercury and Air Toxics Standards
MD&A	Management's Discussion and Analysis of Financial Condition and Results of Operations

Abbreviation or Acronym	Definition
MDNR	Missouri Department of Natural Resources
MEEIA	Missouri Energy Efficiency Investment Act
MGP	Manufactured gas plant
MPS Merchant	MPS Merchant Services, Inc., a wholly owned subsidiary of GMO
MPSC	Public Service Commission of the State of Missouri
MW	Megawatt
MWh	Megawatt hour
NAAQS	National Ambient Air Quality Standard
NERC	North American Electric Reliability Corporation
NEIL	Nuclear Electric Insurance Limited
NOL	Net operating loss
NO_x	Nitrogen oxide
NPNS	Normal purchases and normal sales
NRC	Nuclear Regulatory Commission
OCI	Other Comprehensive Income
PCB	Polychlorinated biphenyls
ppm	Parts per million
PRB	Powder River Basin
QCA	Quarterly Cost Adjustment
RTO	Regional Transmission Organization
SCR	Selective catalytic reduction
SEC	Securities and Exchange Commission
SERP	Supplemental Executive Retirement Plan
SO_2	Sulfur dioxide
SPP	Southwest Power Pool, Inc.
Syncora	Syncora Guarantee, Inc.
Transource	Transource Energy, LLC and its subsidiaries, 13.5% owned by GPETHC
Transource Missouri	Transource Missouri, LLC, a wholly owned subsidiary of Transource
WCNOC	Wolf Creek Nuclear Operating Corporation, 47% owned by KCP&L
Westar	Westar Energy, Inc., a Kansas utility company
Wolf Creek	Wolf Creek Generating Station, 47% owned by KCP&L

PART I - FINANCIAL INFORMATION
ITEM 1. FINANCIAL STATEMENTS

GREAT PLAINS ENERGY INCORPORATED

Consolidated Balance Sheets

(Unaudited)

	March 31 2013	December 31 2012
ASSETS	(millions, except share amounts)	
Current Assets		
Cash and cash equivalents	$ 11.6	$ 9.3
Funds on deposit	2.9	1.0
Receivables, net	137.6	154.5
Accounts receivable pledged as collateral	175.0	174.0
Fuel inventories, at average cost	102.6	95.1
Materials and supplies, at average cost	151.9	151.3
Deferred refueling outage costs	40.5	11.9
Refundable income taxes	9.7	9.5
Deferred income taxes	3.1	88.5
Derivative instruments	1.3	1.0
Prepaid expenses and other assets	28.3	27.6
Total	664.5	723.7
Utility Plant, at Original Cost		
Electric	11,211.0	11,160.5
Less - accumulated depreciation	4,482.2	4,424.2
Net utility plant in service	6,728.8	6,736.3
Construction work in progress	672.9	584.5
Nuclear fuel, net of amortization of $160.3 and $157.4	81.1	81.3
Total	7,482.8	7,402.1
Investments and Other Assets		
Nuclear decommissioning trust fund	164.3	154.7
Regulatory assets	1,101.1	1,120.9
Goodwill	169.0	169.0
Derivative instruments	5.4	5.5
Other	70.6	71.4
Total	1,510.4	1,521.5
Total	$ 9,657.7	$ 9,647.3

The accompanying Notes to Consolidated Financial Statements are an integral part of these statements.

GREAT PLAINS ENERGY INCORPORATED

Consolidated Balance Sheets

(Unaudited)

	March 31 2013	December 31 2012
LIABILITIES AND CAPITALIZATION	(millions, except share amounts)	
Current Liabilities		
Notes payable	$ **11.0**	$ 12.0
Collateralized note payable	**175.0**	174.0
Commercial paper	**367.0**	530.1
Current maturities of long-term debt	**257.1**	263.1
Accounts payable	**235.1**	330.2
Accrued taxes	**57.5**	27.1
Accrued interest	**62.0**	41.5
Accrued compensation and benefits	**37.7**	44.8
Pension and post-retirement liability	**2.8**	2.8
Other	**21.5**	23.9
Total	**1,226.7**	1,449.5
Deferred Credits and Other Liabilities		
Deferred income taxes	**759.9**	832.4
Deferred tax credits	**128.4**	128.8
Asset retirement obligations	**151.7**	149.3
Pension and post-retirement liability	**556.0**	557.5
Regulatory liabilities	**291.1**	283.8
Other	**113.2**	110.2
Total	**2,000.3**	2,062.0
Capitalization		
Great Plains Energy common shareholders' equity		
Common stock - 250,000,000 shares authorized without par value		
153,839,967 and 153,779,806 shares issued, stated value	**2,625.4**	2,624.7
Retained earnings	**750.9**	758.8
Treasury stock - 121,417 and 250,236 shares, at cost	**(2.6)**	(5.1)
Accumulated other comprehensive loss	**(35.2)**	(38.4)
Total	**3,338.5**	3,340.0
Cumulative preferred stock $100 par value		
3.80% - 100,000 shares issued	**10.0**	10.0
4.50% - 100,000 shares issued	**10.0**	10.0
4.20% - 70,000 shares issued	**7.0**	7.0
4.35% - 120,000 shares issued	**12.0**	12.0
Total	**39.0**	39.0
Long-term debt (Note 8)	**3,053.2**	2,756.8
Total	**6,430.7**	6,135.8
Commitments and Contingencies (Note 9)		
Total	$ **9,657.7**	$ 9,647.3

The accompanying Notes to Consolidated Financial Statements are an integral part of these statements.

GREAT PLAINS ENERGY INCORPORATED

Consolidated Statements of Income and Comprehensive Income

(Unaudited)

Three Months Ended March 31	**2013**	2012
Operating Revenues	(millions, except per share amounts)	
Electric revenues	**$ 542.2**	$ 479.7
Operating Expenses		
Fuel	**132.2**	119.3
Purchased power	**38.8**	24.7
Transmission of electricity by others	**11.4**	7.3
Utility operating and maintenance expenses	**155.2**	163.1
Depreciation and amortization	**70.2**	67.4
General taxes	**47.8**	44.5
Other	**0.5**	4.4
Total	**456.1**	430.7
Operating income	**86.1**	49.0
Non-operating income	**2.5**	0.9
Non-operating expenses	**(1.3)**	(1.8)
Interest charges	**(49.7)**	(66.9)
Income (loss) before income tax (expense) benefit and loss from equity investments	**37.6**	(18.8)
Income tax (expense) benefit	**(11.5)**	9.5
Loss from equity investments, net of income taxes	**(0.1)**	—
Net income (loss)	**26.0**	(9.3)
Less: Net loss attributable to noncontrolling interest	**—**	0.2
Net income (loss) attributable to Great Plains Energy	**26.0**	(9.1)
Preferred stock dividend requirements	**0.4**	0.4
Earnings (loss) available for common shareholders	**$ 25.6**	$ (9.5)
Average number of basic common shares outstanding	**153.4**	135.9
Average number of diluted common shares outstanding	**153.7**	135.9
Basic and diluted earnings (loss) per common share	**$ 0.17**	$ (0.07)
Cash dividends per common share	**$ 0.2175**	$ 0.2125
Comprehensive Income		
Net income (loss)	**$ 26.0**	$ (9.3)
Other comprehensive income		
Derivative hedging activity		
Loss on derivative hedging instruments	**—**	(0.3)
Income tax benefit	**—**	0.1
Net loss on derivative hedging instruments	**—**	(0.2)
Reclassification to expenses, net of tax	**3.2**	3.1
Derivative hedging activity, net of tax	**3.2**	2.9
Defined benefit pension plans		
Amortization of net losses included in net periodic benefit costs	**—**	0.1
Change in unrecognized pension expense, net of tax	**—**	0.1
Total other comprehensive income	**3.2**	3.0
Comprehensive income (loss)	**29.2**	(6.3)
Less: comprehensive loss attributable to noncontrolling interest	**—**	0.2
Comprehensive income (loss) attributable to Great Plains Energy	**$ 29.2**	$ (6.1)

The accompanying Notes to Consolidated Financial Statements are an integral part of these statements.

GREAT PLAINS ENERGY INCORPORATED

Consolidated Statements of Cash Flows

(Unaudited)

Three Months Ended March 31	**2013**	2012
Cash Flows from Operating Activities	(millions)	
Net income (loss)	**$ 26.0**	$ (9.3)
Adjustments to reconcile income to net cash from operating activities:		
Depreciation and amortization	**70.2**	67.4
Amortization of:		
Nuclear fuel	**2.9**	1.4
Other	**14.1**	4.5
Deferred income taxes, net	**12.2**	(9.1)
Investment tax credit amortization	**(0.4)**	(0.6)
Loss from equity investments, net of income taxes	**0.1**	—
Other operating activities (Note 2)	**(36.1)**	(0.2)
Net cash from operating activities	**89.0**	54.1
Cash Flows from Investing Activities		
Utility capital expenditures	**(172.2)**	(126.5)
Allowance for borrowed funds used during construction	**(1.7)**	(1.5)
Purchases of nuclear decommissioning trust investments	**(44.2)**	(7.3)
Proceeds from nuclear decommissioning trust investments	**43.3**	6.5
Other investing activities	**(3.7)**	(2.0)
Net cash from investing activities	**(178.5)**	(130.8)
Cash Flows from Financing Activities		
Issuance of common stock	**1.3**	1.5
Issuance of long-term debt	**299.7**	—
Issuance fees	**(2.0)**	(1.9)
Repayment of long-term debt	**(9.3)**	(13.4)
Net change in short-term borrowings	**(164.1)**	107.8
Net change in collateralized short-term borrowings	**1.0**	15.0
Dividends paid	**(33.8)**	(29.3)
Other financing activities	**(1.0)**	(3.0)
Net cash from financing activities	**91.8**	76.7
Net Change in Cash and Cash Equivalents	**2.3**	—
Cash and Cash Equivalents at Beginning of Year	**9.3**	6.2
Cash and Cash Equivalents at End of Period	**$ 11.6**	$ 6.2

The accompanying Notes to Consolidated Financial Statements are an integral part of these statements.

GREAT PLAINS ENERGY INCORPORATED

Consolidated Statements of Common Shareholders' Equity and Noncontrolling Interest

(Unaudited)

Three Months Ended March 31	**2013**		2012	
	Shares	**Amount**	Shares	Amount
Common Stock		(millions, except share amounts)		
Beginning balance	**153,779,806**	**$ 2,624.7**	136,406,306	$ 2,330.6
Issuance of common stock	**60,161**	**1.3**	75,168	1.5
Equity compensation expense, net of forfeitures		**0.1**		0.1
Unearned Compensation				
Issuance of restricted common stock		**(1.7)**		(2.8)
Compensation expense recognized		**0.5**		0.5
Other		**0.5**		0.4
Ending balance	**153,839,967**	**2,625.4**	136,481,474	2,330.3
Retained Earnings				
Beginning balance		**758.8**		684.7
Net income (loss) attributable to Great Plains Energy		**26.0**		(9.1)
Loss on reissuance of treasury stock		**—**		(0.2)
Dividends:				
Common stock ($0.2175 and $0.2125 per share)		**(33.4)**		(28.9)
Preferred stock - at required rates		**(0.4)**		(0.4)
Performance shares		**(0.1)**		—
Ending balance		**750.9**		646.1
Treasury Stock				
Beginning balance	**(250,236)**	**(5.1)**	(264,567)	(5.6)
Treasury shares acquired	**(52,778)**	**(1.2)**	(63,145)	(1.3)
Treasury shares reissued	**181,597**	**3.7**	142,644	3.0
Ending balance	**(121,417)**	**(2.6)**	(185,068)	(3.9)
Accumulated Other Comprehensive Income (Loss)				
Beginning balance		**(38.4)**		(49.8)
Derivative hedging activity, net of tax		**3.2**		2.9
Change in unrecognized pension expense, net of tax		**—**		0.1
Ending balance		**(35.2)**		(46.8)
Total Great Plains Energy Common Shareholders' Equity		**$ 3,338.5**		$ 2,925.7
Noncontrolling Interest				
Beginning balance		**$ —**		$ 1.0
Net loss attributable to noncontrolling interest		**—**		(0.2)
Distribution		**—**		(0.6)
Ending balance		**$ —**		$ 0.2

The accompanying Notes to Consolidated Financial Statements are an integral part of these statements.

KANSAS CITY POWER & LIGHT COMPANY

Consolidated Balance Sheets

(Unaudited)

	March 31 2013	December 31 2012
ASSETS	(millions, except share amounts)	
Current Assets		
Cash and cash equivalents	$ 4.3	$ 5.2
Funds on deposit	1.2	0.1
Receivables, net	145.5	163.2
Accounts receivable pledged as collateral	110.0	110.0
Fuel inventories, at average cost	70.3	63.6
Materials and supplies, at average cost	110.4	110.1
Deferred refueling outage costs	40.5	11.9
Refundable income taxes	4.3	9.1
Deferred income taxes	—	4.6
Prepaid expenses and other assets	25.9	23.8
Total	512.4	501.6
Utility Plant, at Original Cost		
Electric	7,994.0	7,971.4
Less - accumulated depreciation	3,416.5	3,374.4
Net utility plant in service	4,577.5	4,597.0
Construction work in progress	580.4	486.5
Nuclear fuel, net of amortization of $160.3 and $157.4	81.1	81.3
Total	5,239.0	5,164.8
Investments and Other Assets		
Nuclear decommissioning trust fund	164.3	154.7
Regulatory assets	833.7	853.2
Other	29.5	29.5
Total	1,027.5	1,037.4
Total	$ 6,778.9	$ 6,703.8

The disclosures regarding KCP&L included in the accompanying Notes to Consolidated Financial Statements are an integral part of these statements.

KANSAS CITY POWER & LIGHT COMPANY
Consolidated Balance Sheets
(Unaudited)

	March 31 2013	December 31 2012
LIABILITIES AND CAPITALIZATION	(millions, except share amounts)	
Current Liabilities		
Collateralized note payable	$ **110.0**	$ 110.0
Commercial paper	**156.0**	361.0
Current maturities of long-term debt	**—**	0.4
Accounts payable	**202.7**	254.0
Accrued taxes	**43.2**	21.9
Accrued interest	**41.7**	27.7
Accrued compensation and benefits	**37.7**	44.8
Pension and post-retirement liability	**1.4**	1.4
Deferred income taxes	**5.6**	—
Other	**12.2**	12.8
Total	**610.5**	834.0
Deferred Credits and Other Liabilities		
Deferred income taxes	**831.2**	836.4
Deferred tax credits	**125.8**	126.1
Asset retirement obligations	**135.2**	133.2
Pension and post-retirement liability	**533.1**	534.5
Regulatory liabilities	**159.4**	153.0
Other	**93.0**	88.2
Total	**1,877.7**	1,871.4
Capitalization		
Common shareholder's equity		
Common stock - 1,000 shares authorized without par value		
1 share issued, stated value	**1,563.1**	1,563.1
Retained earnings	**552.6**	559.4
Accumulated other comprehensive loss	**(24.3)**	(25.8)
Total	**2,091.4**	2,096.7
Long-term debt (Note 8)	**2,199.3**	1,901.7
Total	**4,290.7**	3,998.4
Commitments and Contingencies (Note 9)		
Total	$ **6,778.9**	$ 6,703.8

The disclosures regarding KCP&L included in the accompanying Notes to Consolidated Financial Statements are an integral part of these statements.

KANSAS CITY POWER & LIGHT COMPANY

Consolidated Statements of Income and Comprehensive Income

(Unaudited)

Three Months Ended March 31	**2013**	2012
Operating Revenues	(millions)	
Electric revenues	**$ 366.7**	$ 327.0
Operating Expenses		
Fuel	**94.5**	84.6
Purchased power	**19.1**	7.0
Transmission of electricity by others	**8.0**	5.0
Operating and maintenance expenses	**108.2**	117.9
Depreciation and amortization	**47.6**	45.7
General taxes	**37.0**	35.2
Total	**314.4**	295.4
Operating income	**52.3**	31.6
Non-operating income	**1.7**	0.5
Non-operating expenses	**(0.4)**	(0.7)
Interest charges	**(32.0)**	(32.4)
Income (loss) before income tax (expense) benefit	**21.6**	(1.0)
Income tax (expense) benefit	**(5.4)**	3.3
Net income	**$ 16.2**	$ 2.3
Comprehensive Income		
Net income	**$ 16.2**	$ 2.3
Other comprehensive income		
Derivative hedging activity		
Loss on derivative hedging instruments	**—**	(0.3)
Income tax benefit	**—**	0.1
Net loss on derivative hedging instruments	**—**	(0.2)
Reclassification to expenses, net of tax	**1.5**	1.4
Derivative hedging activity, net of tax	**1.5**	1.2
Total other comprehensive income	**1.5**	1.2
Comprehensive income	**$ 17.7**	$ 3.5

The disclosures regarding KCP&L included in the accompanying Notes to Consolidated Financial Statements are an integral part of these statements.

KANSAS CITY POWER & LIGHT COMPANY

Consolidated Statements of Cash Flows

(Unaudited)

Three Months Ended March 31	**2013**	2012
Cash Flows from Operating Activities	(millions)	
Net income	**$ 16.2**	$ 2.3
Adjustments to reconcile income to net cash from operating activities:		
Depreciation and amortization	**47.6**	45.7
Amortization of:		
Nuclear fuel	**2.9**	1.4
Other	**8.3**	7.2
Deferred income taxes, net	**5.3**	(3.4)
Investment tax credit amortization	**(0.3)**	(0.5)
Other operating activities (Note 2)	**0.7**	43.9
Net cash from operating activities	**80.7**	96.6
Cash Flows from Investing Activities		
Utility capital expenditures	**(140.4)**	(100.5)
Allowance for borrowed funds used during construction	**(1.3)**	(0.7)
Purchases of nuclear decommissioning trust investments	**(44.2)**	(7.3)
Proceeds from nuclear decommissioning trust investments	**43.3**	6.5
Other investing activities	**(2.3)**	(2.4)
Net cash from investing activities	**(144.9)**	(104.4)
Cash Flows from Financing Activities		
Issuance of long-term debt	**299.7**	—
Issuance fees	**(2.0)**	—
Repayment of long-term debt	**(2.6)**	(12.3)
Net change in short-term borrowings	**(205.0)**	29.0
Net change in collateralized short-term borrowings	**—**	15.0
Net money pool borrowings	**(3.8)**	1.6
Dividends paid to Great Plains Energy	**(23.0)**	(25.0)
Net cash from financing activities	**63.3**	8.3
Net Change in Cash and Cash Equivalents	**(0.9)**	0.5
Cash and Cash Equivalents at Beginning of Year	**5.2**	1.9
Cash and Cash Equivalents at End of Period	**$ 4.3**	$ 2.4

The disclosures regarding KCP&L included in the accompanying Notes to Consolidated Financial Statements are an integral part of these statements.

KANSAS CITY POWER & LIGHT COMPANY

Consolidated Statements of Common Shareholder's Equity

(Unaudited)

Three Months Ended March 31	**2013**		2012	
	Shares	**Amount**	Shares	Amount
		(millions, except share amounts)		
Common Stock	**1**	**$ 1,563.1**	1	$ 1,563.1
Retained Earnings				
Beginning balance		**559.4**		513.8
Net income		**16.2**		2.3
Dividends:				
Common stock held by Great Plains Energy		**(23.0)**		(25.0)
Ending balance		**552.6**		491.1
Accumulated Other Comprehensive Income (Loss)				
Beginning balance		**(25.8)**		(31.4)
Derivative hedging activity, net of tax		**1.5**		1.2
Ending balance		**(24.3)**		(30.2)
Total Common Shareholder's Equity		**$ 2,091.4**		$ 2,024.0

The disclosures regarding KCP&L included in the accompanying Notes to Consolidated Financial Statements are an integral part of these statements.

GREAT PLAINS ENERGY INCORPORATED
KANSAS CITY POWER & LIGHT COMPANY

Notes to Unaudited Consolidated Financial Statements

The notes to unaudited consolidated financial statements that follow are a combined presentation for Great Plains Energy Incorporated and Kansas City Power & Light Company, both registrants under this filing. The terms "Great Plains Energy," "Company," "KCP&L" and "Companies" are used throughout this report. "Great Plains Energy" and the "Company" refer to Great Plains Energy Incorporated and its consolidated subsidiaries, unless otherwise indicated. "KCP&L" refers to Kansas City Power & Light Company and its consolidated subsidiaries. "Companies" refers to Great Plains Energy Incorporated and its consolidated subsidiaries and KCP&L and its consolidated subsidiaries. The Companies' interim financial statements reflect all adjustments (which include normal, recurring adjustments) that are necessary, in the opinion of management, for a fair presentation of the results for the interim periods presented.

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Organization
Great Plains Energy, a Missouri corporation incorporated in 2001, is a public utility holding company and does not own or operate any significant assets other than the stock of its subsidiaries. Great Plains Energy's wholly owned direct subsidiaries with operations or active subsidiaries are as follows:

- KCP&L is an integrated, regulated electric utility that provides electricity to customers primarily in the states of Missouri and Kansas. KCP&L has one active wholly owned subsidiary, Kansas City Power & Light Receivables Company (KCP&L Receivables Company).
- KCP&L Greater Missouri Operations Company (GMO) is an integrated, regulated electric utility that primarily provides electricity to customers in the state of Missouri. GMO also provides regulated steam service to certain customers in the St. Joseph, Missouri area. GMO has two active wholly owned subsidiaries, GMO Receivables Company and MPS Merchant Services, Inc. (MPS Merchant). MPS Merchant has certain long-term natural gas contracts remaining from its former non-regulated trading operations.

Each of Great Plains Energy's and KCP&L's consolidated financial statements includes the accounts of their subsidiaries. Intercompany transactions have been eliminated.

Great Plains Energy's sole reportable business segment is electric utility. See Note 16 for additional information.

Basic and Diluted Earnings per Common Share Calculation
To determine basic EPS, preferred stock dividend requirements and net loss attributable to noncontrolling interest are deducted from net income (loss) before dividing by the average number of common shares outstanding. The effect of dilutive securities, calculated using the treasury stock method, assumes the issuance of common shares applicable to performance shares, restricted stock and Equity Units. Great Plains Energy settled the Equity Units in June 2012.

The following table reconciles Great Plains Energy's basic and diluted EPS.

Three Months Ended March 31	2013	2012
Income	(millions, except per share amounts)	
Net income (loss)	$ 26.0	$ (9.3)
Less: net loss attributable to noncontrolling interest	—	(0.2)
Less: preferred stock dividend requirements	0.4	0.4
Earnings (loss) available for common shareholders	$ 25.6	$ (9.5)
Common Shares Outstanding		
Average number of common shares outstanding	153.4	135.9
Add: effect of dilutive securities	0.3	—
Diluted average number of common shares outstanding	153.7	135.9
Basic and Diluted EPS	$ 0.17	$ (0.07)

Great Plains Energy had a net loss for the three months ended March 31, 2012; therefore, no potential common shares were included in the diluted EPS calculation for that period because the effect is always anti-dilutive.

Anti-dilutive shares excluded from the computation of diluted EPS are detailed in the following table.

Three Months Ended March 31	2013	2012
Performance shares	408,707	—
Restricted stock shares	78,509	390,322
Equity Units	N/A	17,106,364

Dividends Declared
In May 2013, Great Plains Energy's Board of Directors (Board) declared a quarterly dividend of $0.2175 per share on Great Plains Energy's common stock. The common dividend is payable June 20, 2013, to shareholders of record as of May 30, 2013. The Board also declared regular dividends on Great Plains Energy's preferred stock, payable September 1, 2013, to shareholders of record as of August 12, 2013.

In May 2013, KCP&L’s Board of Directors declared a cash dividend payable to Great Plains Energy of $23 million payable on June 19, 2013.

2. SUPPLEMENTAL CASH FLOW INFORMATION

Great Plains Energy Other Operating Activities

Three Months Ended March 31	**2013**	**2012**
Cash flows affected by changes in:	(millions)	
Receivables	$ 17.1	$ 54.9
Accounts receivable pledged as collateral	(1.0)	(15.0)
Fuel inventories	(7.5)	(19.1)
Materials and supplies	(0.6)	(2.6)
Accounts payable	(70.5)	(50.2)
Accrued taxes	30.5	27.9
Accrued interest	20.5	1.1
Deferred refueling outage costs	(28.6)	4.5
Pension and post-retirement benefit obligations	12.7	3.3
Allowance for equity funds used during construction	(1.3)	(0.1)
Fuel recovery mechanism	(4.0)	3.6
Other	(3.4)	(8.5)
Total other operating activities	$ (36.1)	$ (0.2)
Cash paid during the period:		
Interest	$ 23.1	$ 67.7
Income taxes	$ 0.1	$ —
Non-cash investing activities:		
Liabilities accrued for capital expenditures	$ 37.0	$ 42.5

KCP&L Other Operating Activities

Three Months Ended March 31	**2013**	**2012**
Cash flows affected by changes in:	(millions)	
Receivables	$ 21.5	$ 61.6
Accounts receivable pledged as collateral	—	(15.0)
Fuel inventories	(6.7)	(14.3)
Materials and supplies	(0.3)	(1.7)
Accounts payable	(32.2)	(16.1)
Accrued taxes	26.2	24.8
Accrued interest	14.0	13.4
Deferred refueling outage costs	(28.6)	4.5
Pension and post-retirement benefit obligations	13.4	4.2
Allowance for equity funds used during construction	(1.3)	—
Fuel recovery mechanism	(1.0)	(5.8)
Other	(4.3)	(11.7)
Total other operating activities	$ 0.7	$ 43.9
Cash paid during the period:		
Interest	$ 15.1	$ 16.1
Income taxes	$ —	$ —
Non-cash investing activities:		
Liabilities accrued for capital expenditures	$ 33.3	$ 39.2

3. RECEIVABLES

Great Plains Energy's and KCP&L's receivables are detailed in the following table.

	March 31 2013	December 31 2012
Great Plains Energy	(millions)	
Customer accounts receivable - unbilled	$ 59.3	$ 58.3
Allowance for doubtful accounts - customer accounts receivable	(3.5)	(2.6)
Other receivables	81.8	98.8
Total	$ 137.6	$ 154.5
KCP&L		
Customer accounts receivable - unbilled	$ 42.7	$ 42.9
Allowance for doubtful accounts - customer accounts receivable	(1.9)	(1.5)
Intercompany receivables	33.8	40.0
Other receivables	70.9	81.8
Total	$ 145.5	$ 163.2

Great Plains Energy's and KCP&L's other receivables at March 31, 2013, and December 31, 2012, consisted primarily of receivables from partners in jointly owned electric utility plants and wholesale sales receivables.

Sale of Accounts Receivable – KCP&L and GMO
KCP&L and GMO sell all of their retail electric and steam service accounts receivable to their wholly owned subsidiaries, KCP&L Receivables Company and GMO Receivables Company, respectively, which in turn sell an undivided percentage ownership interest in the accounts receivable to Victory Receivables Corporation, an independent outside investor. Each of KCP&L Receivables Company's and GMO Receivables Company's sale of the undivided percentage ownership interest in accounts receivable to Victory Receivables Corporation is accounted for as a secured borrowing with accounts receivable pledged as collateral and a corresponding short-term collateralized note payable recognized on the balance sheets. At March 31, 2013, and December 31, 2012, Great Plains Energy's accounts receivable pledged as collateral and the corresponding short-term collateralized note payable were $175.0 million and $174.0 million, respectively. At March 31, 2013, and December 31, 2012, KCP&L's accounts receivable pledged as collateral and the corresponding short-term collateralized note payable were $110.0 million.

KCP&L and GMO each sell their receivables at a fixed price based upon the expected cost of funds and charge-offs. These costs comprise KCP&L's and GMO's loss on the sale of accounts receivable. KCP&L and GMO service the receivables and receive annual servicing fees of 1.5% and 1.25%, respectively, of the outstanding principal amount of the receivables sold to KCP&L Receivables Company and GMO Receivables Company. KCP&L and GMO do not recognize a servicing asset or liability because management determined the collection agent fees earned by KCP&L and GMO approximate market value. KCP&L's agreement expires in September 2014 and allows for $110 million in aggregate outstanding principal amount at any time. GMO's agreement expires in September 2014 and allows for $80 million in aggregate outstanding principal during the period of June 1 through October 31 and $65 million in aggregate outstanding principal during the period of November 1 through May 31 of each year.

Information regarding KCP&L's sale of accounts receivable to KCP&L Receivables Company and GMO's sale of accounts receivable to GMO Receivables Company is reflected in the following tables.

Three Months Ended March 31, 2013	KCP&L	KCP&L Receivables Company	Consolidated KCP&L	GMO	GMO Receivables Company	Consolidated Great Plains Energy
			(millions)			
Receivables (sold) purchased	$ (334.7)	$ 334.7	$ —	$ (185.4)	$ 185.4	$ —
Gain (loss) on sale of accounts receivable [a]	(4.2)	4.2	—	(2.3)	2.3	—
Servicing fees received (paid)	0.6	(0.6)	—	0.3	(0.3)	—
Fees paid to outside investor	—	(0.3)	(0.3)	—	(0.2)	(0.5)
Cash from customers (transferred) received	(336.7)	336.7	—	(184.9)	184.9	—
Cash received from (paid for) receivables purchased	332.5	(332.5)	—	182.6	(182.6)	—
Interest on intercompany note received (paid)	0.1	(0.1)	—	—	—	—

Three Months Ended March 31, 2012	KCP&L	KCP&L Receivables Company	Consolidated KCP&L
		(millions)	
Receivables (sold) purchased	$ (293.5)	$ 293.5	$ —
Gain (loss) on sale of accounts receivable [a]	(3.7)	4.1	0.4
Servicing fees received (paid)	0.5	(0.5)	—
Fees paid to outside investor	—	(0.3)	(0.3)
Cash from customers (transferred) received	(327.2)	327.2	—
Cash received from (paid for) receivables purchased	323.1	(323.1)	—
Interest on intercompany note received (paid)	0.1	(0.1)	—

[a] Any net gain (loss) is the result of the timing difference inherent in collecting receivables and over the life of the agreement will net to zero.

4. NUCLEAR PLANT

KCP&L owns 47% of Wolf Creek Generating Station (Wolf Creek), its only nuclear generating unit. Wolf Creek is located in Coffey County, Kansas, just northeast of Burlington, Kansas. Wolf Creek's operating license expires in 2045. Wolf Creek is regulated by the Nuclear Regulatory Commission (NRC), with respect to licensing, operations and safety-related requirements.

Spent Nuclear Fuel and High-Level Radioactive Waste

Under the Nuclear Waste Policy Act of 1982, the Department of Energy (DOE) is responsible for the permanent disposal of spent nuclear fuel. KCP&L pays the DOE a quarterly fee of one-tenth of a cent for each kWh of net nuclear generation delivered and sold for the future disposal of spent nuclear fuel. These disposal costs are charged to fuel expense. In 2010, the DOE filed a motion with the NRC to withdraw its then pending application to the NRC to construct a national repository for the disposal of spent nuclear fuel and high-level radioactive waste at Yucca Mountain, Nevada. An NRC board denied the DOE's motion to withdraw its application, and the DOE appealed that decision to the full NRC. In 2011, the NRC issued an evenly split decision on the appeal and ordered the licensing board to close out its work on the DOE's application due to a lack of funding. These agency actions prompted multiple states and a municipality to file a lawsuit in a federal court of appeals asking the court to compel the NRC to resume its review and to issue a decision on the license application. The court has not yet issued a final decision in the case. Wolf Creek has an on-site storage facility designed to hold all spent fuel generated at the plant through 2025, and believes it will be able to expand on-site storage as needed past 2025. Management cannot predict when, or if, an alternative disposal site will be available to receive Wolf Creek's spent nuclear fuel and will continue to monitor this activity.

Low-Level Radioactive Waste

Wolf Creek disposes of most of its low-level radioactive waste (Class A waste) at an existing third-party repository in Utah. Management expects that the site located in Utah will remain available to Wolf Creek for disposal of its Class A waste. Wolf Creek has contracted with a waste processor that will process, take title and dispose in another state most of the remainder of Wolf Creek's low-level radioactive waste (Classes B and C waste, which is higher in radioactivity but much lower in volume). Should on-site waste storage be needed in the future, Wolf Creek has current storage capacity on site for about four years' generation of Classes B and C waste and believes it will be able to expand that storage capacity as needed if it becomes necessary to do so.

Nuclear Decommissioning Trust Fund

The following table summarizes the change in Great Plains Energy's and KCP&L's nuclear decommissioning trust fund.

	March 31 2013	December 31 2012
Decommissioning Trust	(millions)	
Beginning balance January 1	$ 154.7	$ 135.3
Contributions	0.9	3.3
Earned income, net of fees	0.8	3.0
Net realized gains	1.1	1.0
Net unrealized gains	6.8	12.1
Ending balance	$ 164.3	$ 154.7

The nuclear decommissioning trust is reported at fair value on the balance sheets and is invested in assets as detailed in the following table.

	March 31 2013				December 31 2012			
	Cost Basis	Unrealized Gains	Unrealized Losses	Fair Value	Cost Basis	Unrealized Gains	Unrealized Losses	Fair Value
	(millions)							
Equity securities	$ 82.0	$ 28.1	$ (1.4)	$ 108.7	$ 80.6	$ 21.1	$ (1.6)	$ 100.1
Debt securities	48.3	4.4	—	52.7	46.6	4.9	(0.1)	51.4
Other	2.9	—	—	2.9	3.2	—	—	3.2
Total	$ 133.2	$ 32.5	$ (1.4)	$ 164.3	$ 130.4	$ 26.0	$ (1.7)	$ 154.7

The weighted-average maturity of debt securities held by the trust at March 31, 2013, was approximately 7 years. The costs of securities sold are determined on the basis of specific identification. The following table summarizes the realized gains and losses from the sale of securities in the nuclear decommissioning trust fund.

Three Months Ended March 31	**2013**	**2012**
	(millions)	
Realized gains	$ 1.5	$ 0.5
Realized losses	(0.4)	(0.1)

5. PENSION PLANS AND OTHER EMPLOYEE BENEFITS

Great Plains Energy maintains defined benefit pension plans for substantially all active and inactive employees, including officers, of KCP&L, GMO and Wolf Creek Nuclear Operating Corporation (WCNOC) and incurs significant costs in providing the plans. Pension benefits under these plans reflect the employees' compensation, years of service and age at retirement. In addition to providing pension benefits, Great Plains Energy provides certain post-retirement health care and life insurance benefits for substantially all retired employees of KCP&L, GMO and WCNOC.

KCP&L and GMO record pension and post-retirement expense in accordance with rate orders from the Public Service Commission of the State of Missouri (MPSC) and The State Corporation Commission of the State of Kansas (KCC) that allow the difference between pension and post-retirement costs under Generally Accepted Accounting Principles (GAAP) and costs for ratemaking to be recognized as a regulatory asset or liability. This difference between financial and regulatory accounting methods is due to timing and will be eliminated over the life of the plans.

The following table provides Great Plains Energy's components of net periodic benefit costs prior to the effects of capitalization and sharing with joint owners of power plants.

	Pension Benefits		Other Benefits	
Three Months Ended March 31	**2013**	**2012**	**2013**	**2012**
Components of net periodic benefit costs		(millions)		
Service cost	$ 10.5	$ 8.9	$ 1.1	$ 0.8
Interest cost	11.8	12.2	1.9	1.9
Expected return on plan assets	(11.8)	(10.7)	(0.5)	(0.5)
Prior service cost	0.5	1.1	1.8	1.8
Recognized net actuarial loss	13.7	11.1	0.5	—
Transition obligation	—	—	—	0.3
Net periodic benefit costs before regulatory adjustment	24.7	22.6	4.8	4.3
Regulatory adjustment	(3.6)	(3.9)	(0.5)	0.4
Net periodic benefit costs	$ 21.1	$ 18.7	$ 4.3	$ 4.7

6. EQUITY COMPENSATION

Great Plains Energy's Long-Term Incentive Plan is an equity compensation plan approved by Great Plains Energy's shareholders. The Long-Term Incentive Plan permits the grant of restricted stock, restricted stock units, bonus shares, stock options, stock appreciation rights, limited stock appreciation rights, director shares, director deferred share units and performance shares to directors, officers and other employees of Great Plains Energy and KCP&L. Forfeiture rates are based on historical forfeitures and future expectations and are reevaluated annually.

The following table summarizes Great Plains Energy's and KCP&L's equity compensation expense and the associated income tax benefit.

Three Months Ended March 31	**2013**	**2012**
Great Plains Energy	(millions)	
Equity compensation expense	$ 1.8	$ 1.0
Income tax benefit	0.6	0.6
KCP&L		
Equity compensation expense	$ 1.3	$ 0.7
Income tax benefit	0.4	0.5

Performance Shares
Performance share activity for the three months ended March 31, 2013, is summarized in the following table. Performance adjustment represents the number of shares of common stock related to performance shares ultimately issued that can vary from the number of performance shares initially granted depending on Great Plains Energy's performance over a stated period of time.

	Performance Shares	Grant Date Fair Value*
Beginning balance	370,560	$ 23.05
Granted	224,121	24.16
Earned	(104,453)	23.37
Performance adjustment	(51,542)	23.37
Ending balance	438,686	23.50

* weighted-average

At March 31, 2013, the remaining weighted-average contractual term was 2.1 years. The weighted-average grant-date fair value of shares granted was $24.16 and $18.71 for the three months ended March 31, 2013, and 2012, respectively. At March 31, 2013, there was $6.3 million of total unrecognized compensation expense, net of forfeiture rates, related to performance shares granted under the Long-Term Incentive Plan, which will be recognized over the remaining weighted-average contractual term. The total fair value of performance shares earned and paid for the three months ended March 31, 2013, was $2.4 million. There were no performance shares earned and paid for the three months ended March 31, 2012.

The fair value of performance share awards is estimated using a Monte Carlo simulation technique that uses the closing stock price at the valuation date and incorporates assumptions for inputs of expected volatilities, dividend yield and risk-free rates. Expected volatility is based on daily stock price change during a historical period commensurate with the remaining term of the performance period of the grant. The risk-free rate is based upon the rate at the time of the evaluation for zero-coupon government bonds with a maturity consistent with the remaining performance period of the grant. The dividend yield is based on the most recent dividends paid and the actual closing stock price on the valuation date. For shares granted in 2013, inputs for expected volatility, dividend yield and risk-free rates were 19%, 3.88% and 0.35%, respectively.

Restricted Stock
Restricted stock activity for the three months ended March 31, 2013, is summarized in the following table.

	Nonvested Restricted Stock	Grant Date Fair Value*
Beginning balance	277,439	$ 19.03
Granted and issued	74,728	22.45
Vested	(28,802)	17.50
Ending balance	323,365	19.94

* weighted-average

At March 31, 2013, the remaining weighted-average contractual term was 1.8 years. The weighted-average grant-date fair value of shares granted for the three months ended March 31, 2013, and 2012, was $22.45 and $19.66, respectively. At March 31, 2013, there was $3.6 million of total unrecognized compensation expense, net of forfeiture rates, related to nonvested restricted stock granted under the Long-Term Incentive Plan, which will be recognized over the remaining weighted-average contractual term. The total fair value of shares vested was $0.5 million and $2.0 million for the three months ended March 31, 2013, and 2012, respectively.

7. SHORT-TERM BORROWINGS AND SHORT-TERM BANK LINES OF CREDIT

Great Plains Energy's $200 Million Revolving Credit Facility
Great Plains Energy's $200 million revolving credit facility with a group of banks expires in December 2016. The facility's terms permit transfers of unused commitments between this facility and the KCP&L and GMO facilities discussed below, with the total amount of the facility not exceeding $400 million at any one time. A default by Great Plains Energy or any of its significant subsidiaries on other indebtedness totaling more than $50.0 million is a default under the facility. Under the terms of this facility, Great Plains Energy is required to maintain a consolidated indebtedness to consolidated capitalization ratio, as defined in the facility, not greater than 0.65 to 1.00 at all times. At March 31, 2013, Great Plains Energy was in compliance with this covenant. At March 31, 2013, Great Plains Energy had $11.0 million of outstanding cash borrowings at a weighted-average interest rate of 1.94% and had issued letters of credit totaling $1.8 million under the credit facility. At December 31, 2012, Great Plains Energy had $12.0 million of outstanding cash borrowings at a weighted-average interest rate of 2.00% and had issued letters of credit totaling $1.8 million under the credit facility.

KCP&L's $600 Million Revolving Credit Facility and Commercial Paper
KCP&L's $600 million revolving credit facility with a group of banks provides support for its issuance of commercial paper and other general corporate purposes and expires in December 2016. Great Plains Energy and KCP&L may transfer up to $200 million of unused commitments between Great Plains Energy's and KCP&L's facilities. A default by KCP&L on other indebtedness totaling more than $50.0 million is a default under the facility. Under the terms of this facility, KCP&L is required to maintain a consolidated indebtedness to consolidated capitalization ratio, as defined in the facility, not greater than 0.65 to 1.00 at all times. At March 31, 2013, KCP&L was in compliance with this covenant. At March 31, 2013, KCP&L had $156.0 million of commercial paper outstanding at a weighted-average interest rate of 0.42%, had issued letters of credit totaling $5.3 million and had no outstanding cash borrowings under the credit facility. At December 31, 2012, KCP&L had $361.0 million of commercial paper outstanding at a weighted-average interest rate of 0.48%, had issued letters of credit totaling $13.9 million and had no outstanding cash borrowings under the credit facility.

GMO's $450 Million Revolving Credit Facility and Commercial Paper
GMO's $450 million revolving credit facility with a group of banks provides support for its issuance of commercial paper and other general corporate purposes and expires in December 2016. Great Plains Energy and GMO may transfer up to $200 million of unused commitments between Great Plains Energy's and GMO's facilities. A default by GMO, Great Plains Energy or any of their significant subsidiaries on other indebtedness totaling more than $50.0 million is a default under the facility. Great Plains Energy currently guarantees this GMO credit facility. Under the terms of this facility, GMO is required to maintain a consolidated indebtedness to consolidated capitalization ratio, as defined in the facility, not greater than 0.65 to 1.00 at all times. At March 31, 2013, GMO was in compliance with this covenant. At March 31, 2013, GMO had $211.0 million of commercial paper outstanding at a weighted-average interest rate of 0.86%, had issued letters of credit totaling $15.1 million and had no outstanding cash borrowings under the credit facility. At December 31, 2012, GMO had $169.1 million of commercial paper outstanding at a weighted-average interest rate of 0.94%, had issued letters of credit totaling $15.1 million and had no outstanding cash borrowings under the credit facility.

Table of Contents

8. LONG-TERM DEBT

Great Plains Energy's and KCP&L's long-term debt is detailed in the following table.

	Year Due	March 31 2013	December 31 2012
KCP&L		(millions)	
General Mortgage Bonds			
4.97% EIRR bonds[a]	2015-2035	$ 106.9	$ 106.9
7.15% Series 2009A (8.59% rate)[b]	2019	400.0	400.0
4.65% EIRR Series 2005	2035	50.0	50.0
5.375% EIRR Series 2007B	2035	73.2	73.2
Senior Notes			
5.85% Series (5.72% rate)[b]	2017	250.0	250.0
6.375% Series (7.49% rate)[b]	2018	350.0	350.0
3.15% Series	2023	300.0	—
6.05% Series (5.78% rate)[b]	2035	250.0	250.0
5.30% Series	2041	400.0	400.0
EIRR bonds 4.90% Series 2008	2038	23.4	23.4
Other		—	2.6
Current maturities		—	(0.4)
Unamortized discount		(4.2)	(4.0)
Total KCP&L excluding current maturities[c]		2,199.3	1,901.7
Other Great Plains Energy			
GMO First Mortgage Bonds 9.44% Series	2014-2021	9.0	10.1
GMO Pollution Control Bonds			
0.221% Wamego Series 1996[d]	2026	7.3	7.3
0.221% State Environmental 1993[d]	2028	5.0	5.0
5.85% SJLP Pollution Control		—	5.6
GMO 8.27% Senior Notes	2021	80.9	80.9
GMO Medium Term Notes			
7.16% Series	2013	6.0	6.0
7.33% Series	2023	3.0	3.0
7.17% Series	2023	7.0	7.0
Great Plains Energy Senior Notes			
2.75% Series (3.67% rate)[b]	2013	250.0	250.0
6.875% Series (7.33% rate)[b]	2017	100.0	100.0
4.85% Series (7.34% rate)[b]	2021	350.0	350.0
5.292% Series	2022	287.5	287.5
Current maturities		(257.1)	(262.7)
Unamortized discount and premium, net		5.3	5.4
Total Great Plains Energy excluding current maturities[c]		$ 3,053.2	$ 2,756.8

[a] Weighted-average interest rates at March 31, 2013
[b] Rate after amortizing gains/losses recognized in OCI on settlements of interest rate hedging instruments
[c] Does not include $39.5 million EIRR Series 1993B, $63.3 million EIRR Series 2007 A-1 and $10.0 million EIRR Series 2007 A-2 bonds because the bonds had been repurchased and were held by KCP&L
[d] Variable rate

Fair Value of Long-Term Debt
The fair value of long-term debt is categorized as a Level 2 liability within the fair value hierarchy as it is based on quoted market prices, with the incremental borrowing rate for similar debt used to determine fair value if quoted market prices are not available. At March 31, 2013, the book value and fair value of Great Plains Energy's long-term debt, including current maturities, were $3.3 billion and $3.8 billion, respectively. At December 31, 2012, the book value and fair value of Great Plains Energy's long-term debt, including current maturities, were $3.0 billion and $3.5 billion, respectively. At March 31, 2013, the book value and fair value of KCP&L's long-term debt, including current maturities, were $2.2 billion and $2.5 billion, respectively. At December 31, 2012, the book value and fair value of KCP&L's long-term debt, including current maturities, were $1.9 billion and $2.2 billion, respectively.

KCP&L Senior Notes
In March 2013, KCP&L issued, at a discount, $300.0 million of 3.15% unsecured Senior Notes, maturing in 2023.

EIRR Bond Remarketing
On April 1, 2013, KCP&L remarketed the following series of Environmental Improvement Revenue Refunding (EIRR) bonds:

- secured Series 1992 EIRR bonds maturing in 2017 totaling $31.0 million at a fixed rate of 1.25% through maturity;
- secured Series 1993B EIRR bonds totaling $39.5 million and previously held by KCP&L and 1993A EIRR bonds totaling $40.0 million maturing in 2023 at a fixed rate of 2.95% through maturity;
- unsecured Series 2007 A-1 and 2007 A-2 EIRR bonds totaling $10.0 million and $63.3 million, respectively, maturing in 2035 and previously held by KCP&L into one series: Series 2007A totaling $73.3 million at a variable rate that will be determined weekly; and
- unsecured Series 2007B EIRR bonds maturing in 2035 totaling $73.2 million at a variable rate that will be determined weekly.

In connection with the remarketing of the bonds, the municipal bond insurance policies issued by Syncora Guarantee Inc. relating to the Series 1992 EIRR bonds and the Series 1993 EIRR bonds and by Financial Guaranty Insurance Company (FGIC) relating to the Series 2007 EIRR bond were cancelled. In connection with the cancellation of the policy relating to the Series 2007 EIRR bonds, KCP&L’s Mortgage Bond Series 2007 EIRR Insurer due 2035 was retired. The mortgage bond, in the amount of $146.5 million, was issued and delivered to FGIC in 2009 to collateralize FGIC’s claim on KCP&L under the related insurance agreement.

9. COMMITMENTS AND CONTINGENCIES

Environmental Matters
Great Plains Energy and KCP&L are subject to extensive federal, state and local environmental laws, regulations and permit requirements relating to air and water quality, waste management and disposal, natural resources and health and safety. In addition to imposing continuing compliance obligations and remediation costs, these laws, regulations and permits authorize the imposition of substantial penalties for noncompliance, including fines, injunctive relief and other sanctions. The cost of complying with current and future environmental requirements is expected to be material to Great Plains Energy and KCP&L. Failure to comply with environmental requirements or to timely recover environmental costs through rates could have a material effect on Great Plains Energy's and KCP&L's results of operations, financial position and cash flows.

The following discussion groups environmental and certain associated matters into the broad categories of air and climate change, water, solid waste and remediation.

Air and Climate Change Overview
The Clean Air Act and associated regulations enacted by the Environmental Protection Agency (EPA) form a comprehensive program to preserve and enhance air quality. States are required to establish regulations and programs to address all requirements of the Clean Air Act and have the flexibility to enact more stringent

requirements. All of Great Plains Energy's and KCP&L's generating facilities, and certain of their other facilities, are subject to the Clean Air Act.

Great Plains Energy's and KCP&L's current estimate of capital expenditures (exclusive of AFUDC and property taxes) to comply with the currently-effective Clean Air Interstate Rule (CAIR), the replacement to CAIR or the Cross-State Air Pollution Rule (CSAPR), the best available retrofit technology (BART) rule, the SO_2 National Ambient Air Quality Standard (NAAQS), the industrial boiler rule and the Mercury and Air Toxics Standards (MATS) rule, (all of which are discussed below) is approximately $1 billion. The actual cost of compliance with any existing, proposed or future rules may be significantly different from the cost estimate provided.

The approximate $1 billion current estimate of capital expenditures reflects the following capital projects:

- KCP&L's La Cygne No. 1 scrubber and baghouse installed by June 2015;
- KCP&L's La Cygne No. 2 full air quality control system (AQCS) installed by June 2015;
- KCP&L's Montrose No. 3 full AQCS installed by approximately 2020; and
- GMO's Sibley No. 3 scrubber and baghouse installed by approximately 2017.

In September 2011, KCP&L commenced construction of the La Cygne projects and at March 31, 2013, had incurred approximately $275 million of cash capital expenditures, which is included in the approximate $1 billion estimate above. Other capital projects at KCP&L's Montrose Nos. 1 and 2 and GMO's Sibley Nos. 1 and 2 and Lake Road No. 4/6 are possible but are currently considered less likely. The Companies are continuously evaluating the approximate $1 billion estimate and the capital projects contained therein. Any capacity and energy requirements resulting from a decision not to proceed with the less likely projects are currently expected to be met through renewable energy additions required under Missouri and Kansas renewable energy standards, demand side management programs, construction of combustion turbines and/or combined cycle units, and/or power purchase agreements.

The approximate $1 billion current estimate of capital expenditures does not reflect the non-capital costs the Companies incur on an ongoing basis to comply with environmental laws, which may increase in the future due to current or future environmental laws. The Companies expect to seek recovery of the costs associated with environmental requirements through rate increases; however, there can be no assurance that such rate increases would be granted. The Companies may be subject to materially adverse rate treatment in response to competitive, economic, political, legislative or regulatory factors and/or public perception of the Companies' environmental reputation.

Clean Air Interstate Rule (CAIR) and Cross-State Air Pollution Rule (CSAPR)

The CAIR requires reductions in SO_2 and NO_x emissions in 28 states, including Missouri, accomplished through statewide caps. Great Plains Energy's and KCP&L's fossil fuel-fired plants located in Missouri are subject to CAIR, while their fossil fuel-fired plants in Kansas are not.

In July 2008, the U.S. Court of Appeals for the D.C. Circuit (D.C. Circuit Court) vacated CAIR in its entirety and remanded the matter to the EPA to promulgate a new rule consistent with its opinion. In December 2008, the court issued an order reinstating CAIR pending EPA's development of a replacement regulation on remand. In July 2011, the EPA finalized the CSAPR to replace the currently-effective CAIR. The CSAPR required states within its scope to reduce power plant SO_2 and NO_x emissions that contribute to ozone and fine particle nonattainment in other states. Compliance with the CSAPR was scheduled to begin in 2012. Multiple states, utilities and other parties, including KCP&L, filed requests for reconsideration and stays with the EPA and/or the D.C. Circuit Court. In August 2012, the D.C. Circuit Court issued its opinion in which it vacated the CSAPR and remanded the rule to the EPA to revise in accordance with its opinion. The D.C. Circuit Court directed the EPA to continue to administer the CAIR until a valid replacement is promulgated.

Best Available Retrofit Technology (BART) Rule

The EPA BART rule directs state air quality agencies to identify whether visibility-reducing emissions from sources subject to BART are below limits set by the state or whether retrofit measures are needed to reduce emissions. BART applies to specific eligible facilities including KCP&L's La Cygne Nos. 1 and 2 in Kansas; KCP&L's Iatan No. 1, in which GMO has an 18% interest, and KCP&L's Montrose No. 3 in Missouri; GMO's Sibley Unit No. 3 and Lake Road Unit No. 6 in Missouri; and Westar Energy, Inc.'s (Westar) Jeffrey Unit Nos. 1 and 2 in Kansas, in which GMO has an 8% interest. Both Missouri and Kansas have approved BART plans.

KCP&L has a consent agreement with the Kansas Department of Health and Environment (KDHE) incorporating limits for stack particulate matter emissions, as well as limits for NO_x and SO_2 emissions, at its La Cygne Station that will be below the presumptive limits under BART. KCP&L further agreed to use its best efforts to install emission control technologies to reduce those emissions from the La Cygne Station prior to the required compliance date under BART, but in no event later than June 1, 2015. In August 2011, KCC issued its order on KCP&L's predetermination request that would apply to the recovery of costs for its 50% share of the environmental equipment required to comply with BART at the La Cygne Station. In the order, KCC stated that KCP&L's decision to retrofit La Cygne was reasonable, reliable, efficient and prudent and the $1.23 billion cost estimate is reasonable. If the cost for the project is at or below the $1.23 billion estimate, absent a showing of fraud or other intentional imprudence, KCC stated that it will not re-evaluate the prudency of the cost of the project. If the cost of the project exceeds the $1.23 billion estimate and KCP&L seeks to recover amounts exceeding the estimate, KCP&L will bear the burden of proving that any additional costs were prudently incurred. KCP&L's 50% share of the estimated cost is $615 million. KCP&L began the project in September 2011.

Mercury and Air Toxics Standards (MATS) Rule

In December 2011, the EPA finalized the MATS Rule that will reduce emissions of toxic air pollutants, also known as hazardous air pollutants, from new and existing coal- and oil-fired electric utility generating units with a capacity of greater than 25 MWs. The rule establishes numerical emission limits for mercury, particulate matter (a surrogate for non-mercury metals) and hydrochloric acid (a surrogate for acid gases). The rule establishes work practices, instead of numerical emission limits, for organic air toxics, including dioxin/furan. Compliance with the rule would need to be achieved by installing additional emission control equipment, changes in plant operation, purchasing additional power in the wholesale market or a combination of these and other alternatives. The rule allows three to four years for compliance.

Industrial Boiler Rule

In December 2012, the EPA issued a final rule that would reduce emissions of hazardous air pollutants from new and existing industrial boilers. The final rule establishes numeric emission limits for mercury, particulate matter (as a surrogate for non-mercury metals), hydrogen chloride (as a surrogate for acid gases) and carbon monoxide (as a surrogate for non-dioxin organic hazardous air pollutants). The final rule establishes emission limits for KCP&L's and GMO's existing units that produce steam other than for the generation of electricity. The final rule does not apply to KCP&L's and GMO's electricity generating boilers, but would apply to most of GMO's Lake Road boilers, which also serve steam customers, and to auxiliary boilers at other generating facilities. The rule allows three to four years for compliance.

New Source Review

The Clean Air Act's New Source Review program requires companies to obtain permits and, if necessary, install control equipment to reduce emissions when making a major modification or a change in operation if either is expected to cause a significant net increase in regulated emissions.

In 2010, Westar settled a lawsuit filed by the Department of Justice on behalf of the EPA and agreed to install a selective catalytic reduction (SCR) system at one of the three Jeffrey Energy Center units by the end of 2014. The Jeffrey Energy Center is 92% owned by Westar and operated exclusively by Westar. GMO has an 8% interest in the Jeffrey Energy Center and is generally responsible for its 8% share of the facility's operating costs and capital expenditures. Westar has estimated the cost of this SCR at approximately $240 million. Depending on the NO_x emission reductions attained by that SCR and attainable through the installation of other controls at the other two units, the settlement agreement may require the installation of a second SCR system on one of the other two units by the end of 2016. Westar has informed the EPA that they believe that the terms of the settlement can be met through the installation of less expensive NO_x reduction equipment rather than a second SCR system. GMO expects to seek recovery of its share of these costs through rate increases; however, there can be no assurance that such rate increases would be granted.

SO_2 NAAQS

In June 2010, the EPA strengthened the primary NAAQS for SO_2 by establishing a new 1-hour standard at a level of 0.075 ppm and revoking the two existing primary standards of 0.140 ppm evaluated over 24 hours and 0.030 ppm evaluated over an entire year. In July 2011, the MDNR recommended to the EPA that part of Jackson County, Missouri, which is in the Companies' service territory, be designated a nonattainment area for the new 1-hour SO_2 standard. The EPA has not yet made its final designation.

Particulate Matter (PM) NAAQS

In December 2012, the EPA strengthened the annual primary NAAQS for fine particulate matter (PM2.5). With the final rule, the EPA provided recent ambient air monitoring data for the Kansas City area indicating it would be in attainment of the revised fine particle standard. States will now make recommendations to designate areas as meeting the standards or not meeting them with the EPA making the final designation.

Climate Change

The Companies are subject to existing greenhouse gas reporting regulations and certain greenhouse gas permitting requirements. Management believes it is possible that additional federal or relevant state or local laws or regulations could be enacted to address global climate change. At the international level, while the United States is not a current party to the international Kyoto Protocol, it has agreed to undertake certain voluntary actions under the non-binding Copenhagen Accord and pursuant to subsequent international discussions relating to climate change, including the establishment of a goal to reduce greenhouse gas emissions. International agreements legally binding on the United States may be reached in the future. Such new laws or regulations could mandate new or increased requirements to control or reduce the emission of greenhouse gases, such as CO_2, which are created in the combustion of fossil fuels. The Companies' current generation capacity is primarily coal-fired and is estimated to produce about one ton of CO_2 per MWh, or approximately 25 million tons and 19 million tons per year for Great Plains Energy and KCP&L, respectively.

Legislation concerning the reduction of emissions of greenhouse gases, including CO_2, is being considered at the federal and state levels. The timing and effects of any such legislation cannot be determined at this time. In the absence of new Congressional mandates, the EPA is proceeding with the regulation of greenhouse gases under the existing Clean Air Act. In March 2012, the EPA proposed new source performance standards for emissions of CO_2 for new affected fossil-fuel-fired electric utility generating units. This action pursuant to the Clean Air Act would, for the first time, set national limits on the amount of CO_2 that power plants built in the future can emit. The proposal would not apply to Great Plains Energy's and KCP&L's existing units including modifications to those units.

In addition, certain federal courts have held that state and local governments and private parties have standing to bring climate change tort suits seeking company-specific emission reductions and monetary or other damages. While the Companies are not a party to any climate change tort suit, there is no assurance that such suits may not be filed in the future or as to the outcome if such suits are filed. Such requirements or litigation outcomes could have the potential for a significant financial and operational impact on Great Plains Energy and KCP&L. The Companies would likely seek recovery of capital costs and expenses for compliance through rate increases; however, there can be no assurance that such rate increases would be granted.

Laws have been passed in Missouri and Kansas, the states in which the Companies' retail electric businesses are operated, setting renewable energy standards, and management believes that national clean or renewable energy standards are also possible. While management believes additional requirements addressing these matters will possibly be enacted, the timing, provisions and impact of such requirements, including the cost to obtain and install new equipment to achieve compliance, cannot be reasonably estimated at this time.

A Kansas law enacted in May 2009 required Kansas public electric utilities, including KCP&L, to have renewable energy generation capacity equal to at least 10% of their three-year average Kansas peak retail demand by 2011 increasing to 15% by 2016 and 20% by 2020. A Missouri law enacted in November 2008 required at least 2% of the electricity provided by Missouri investor-owned utilities (including KCP&L and GMO) to their Missouri retail customers to come from renewable resources, including wind, solar, biomass and hydropower, by 2011, increasing to 5% in 2014, 10% in 2018, and 15% in 2021, with a small portion (estimated to be about 2 MW for each of KCP&L and GMO) required to come from solar resources.

KCP&L and GMO project that they will be compliant with the Missouri renewable requirements, exclusive of the solar requirement, through 2023 for KCP&L and 2018 for GMO. KCP&L and GMO project that the purchase of solar renewable energy credits will be sufficient for compliance with the Missouri solar requirements for the foreseeable future. KCP&L also projects that it will be compliant with the Kansas renewable requirements through 2015.

Greenhouse gas legislation or regulation has the potential of having significant financial and operational impacts on Great Plains Energy and KCP&L, including the potential costs and impacts of achieving compliance with limits that may be established. However, the ultimate financial and operational consequences to Great Plains Energy and KCP&L cannot be determined until such legislation is passed and/or regulations are issued. Management will continue to monitor the progress of relevant legislation and regulations.

Water

The Clean Water Act and associated regulations enacted by the EPA form a comprehensive program to restore and preserve water quality. Like the Clean Air Act, states are required to establish regulations and programs to address all requirements of the Clean Water Act, and have the flexibility to enact more stringent requirements. All of Great Plains Energy's and KCP&L's generating facilities, and certain of their other facilities, are subject to the Clean Water Act.

In March 2011, the EPA proposed regulations pursuant to Section 316(b) of the Clean Water Act regarding cooling water intake structures pursuant to a court approved settlement. KCP&L generation facilities with cooling water intake structures would be subject to a limit on how many fish can be killed by being pinned against intake screens (impingement) and would be required to conduct studies to determine whether and what site-specific controls, if any, would be required to reduce the number of aquatic organisms drawn into cooling water systems (entrainment). The EPA agreed to finalize the rule by June 2013. Although the impact on Great Plains Energy's and KCP&L's operations will not be known until after the rule is finalized, it could have a significant effect on Great Plains Energy's and KCP&L's results of operations, financial position and cash flows.

KCP&L holds a permit from the MDNR covering water discharge from its Hawthorn Station. The permit authorizes KCP&L to, among other things, withdraw water from the Missouri River for cooling purposes and return the heated water to the Missouri River. KCP&L has applied for a renewal of this permit and the EPA has submitted an interim objection letter regarding the allowable amount of heat that can be contained in the returned water. Until this matter is resolved, KCP&L continues to operate under its current permit. KCP&L cannot predict the outcome of this matter; however, while less significant outcomes are possible, this matter may require KCP&L to reduce its generation at Hawthorn Station, install cooling towers or both, any of which could have a significant impact on KCP&L's results of operations, financial position and cash flows. The outcome could also affect the terms of water permit renewals at KCP&L's Iatan Station and at GMO's Sibley and Lake Road Stations.

In April 2013, the EPA proposed to revise the technology-based effluent limitations guidelines and standards regulation to make the existing controls on discharges from steam electric power plants more stringent. The proposal sets the first federal limits on the levels of toxic metals in wastewater that can be discharged from power plants. The new requirements for existing power plants would be phased in between 2017 and 2022. The EPA is under a consent decree to take final action on the proposed rule by May 2014.

The proposal includes a variety of options to reduce pollutants that are discharged into waterways by coal ash, air pollution control waste and other waste from steam electric power plants. Depending on the option, the proposed rule would establish new or additional requirements for wastewaters associated with the following processes and byproducts at certain KCP&L and GMO stations: flue gas desulfurization, fly ash, bottom ash, flue gas mercury control, combustion residual leachate from landfills and surface impoundments, and non-chemical metal cleaning wastes.

The EPA also announced its intention to align this proposal with a related rule for coal combustion residuals (CCRs) proposed in May 2010 under the Resource Conservation and Recovery Act (RCRA). The EPA is considering establishing best management practices requirements that would apply to surface impoundments containing CCRs. The cost of complying with the proposed rules has the potential of having a significant financial and operational impact on Great Plains Energy and KCP&L. However, the financial and operational consequences to Great Plains Energy and KCP&L cannot be determined until the final regulation is enacted.

Solid Waste

Solid and hazardous waste generation, storage, transportation, treatment and disposal is regulated at the federal and state levels under various laws and regulations. In May 2010, the EPA proposed to regulate CCRs under the RCRA to address the risks from the disposal of CCRs generated from the combustion of coal at electric generating facilities. The EPA is considering two options in this proposal. Under the first option, the EPA would regulate CCRs as special wastes under subtitle C of RCRA (hazardous), when they are destined for disposal in landfills or surface impoundments. Under the second option, the EPA would regulate disposal of CCRs under subtitle D of RCRA (non-hazardous). The Companies use coal in generating electricity and dispose of the CCRs in both on-site facilities and facilities owned by third parties. The cost of complying with the proposed CCR rule has the potential of having a significant financial and operational impact on Great Plains Energy and KCP&L. However, the financial and operational consequences to Great Plains Energy and KCP&L cannot be determined until an option is selected by the EPA and the final regulation is enacted.

Remediation

Certain federal and state laws, including the Comprehensive Environmental Response, Compensation and Liability Act (CERCLA), hold current and previous owners or operators of contaminated facilities and persons who arranged for the disposal or treatment of hazardous substances liable for the cost of investigation and cleanup. CERCLA and other laws also authorize the EPA and other agencies to issue orders compelling potentially responsible parties to clean up sites that are determined to present an actual or potential threat to human health or the environment. GMO is named as a potentially responsible party at two disposal sites for polychlorinated biphenyl (PCB) contamination, and retains some environmental liability for several operations and investments it no longer owns. In addition, GMO also owns, or has acquired liabilities from companies that once owned or operated, former manufactured gas plant (MGP) sites, which are subject to the supervision of the EPA and various state environmental agencies.

At March 31, 2013, and December 31, 2012, KCP&L had $0.3 million accrued for environmental remediation expenses, which covers ground water monitoring at a former MGP site. The amount accrued was established on an undiscounted basis and KCP&L does not currently have an estimated time frame over which the accrued amount may be paid.

In addition to the $0.3 million accrual above, at March 31, 2013, and December 31, 2012, Great Plains Energy had $2.0 million accrued for the future investigation and remediation of certain additional GMO identified MGP sites and retained liabilities. This estimate was based upon review of the potential costs associated with conducting investigative and remedial actions at identified sites, as well as the likelihood of whether such actions will be necessary. This estimate could change materially after further investigation, and could also be affected by the actions of environmental agencies and the financial viability of other potentially responsible parties; however, given the uncertainty of these items the possible loss or range of loss in excess of the amount accrued is not estimable.

GMO has pursued recovery of remediation costs from insurance carriers and other potentially responsible parties. As a result of a settlement with an insurance carrier, approximately $2.6 million in insurance proceeds less an annual deductible is available to GMO to recover qualified MGP remediation expenses. GMO would seek recovery of additional remediation costs and expenses through rate increases; however, there can be no assurance that such rate increases would be granted.

10. LEGAL PROCEEDINGS

GMO Western Energy Crisis

In response to complaints of manipulation of the California energy market, The Federal Energy Regulatory Commission (FERC) issued an order in July 2001 requiring net sellers of power in the California markets from October 2, 2000, through June 20, 2001, at prices above a FERC-determined competitive market clearing price, to make refunds to net purchasers of power in the California market during that time period. Because MPS Merchant was a net purchaser of power during the refund period, it has received approximately $8 million in refunds through settlements with certain sellers of power. MPS Merchant estimates that it is entitled to approximately $12 million in additional refunds under the standards FERC has used in this case. FERC has stated that interest will be applied to the refunds but the amount of interest has not yet been determined.

In December 2001, various parties appealed the July 2001 FERC order to the United States Court of Appeals for the Ninth Circuit (Ninth Circuit) seeking review of a number of issues, including expansion of the refund period to include periods prior to October 2, 2000 (the Summer Period). MPS Merchant was a net seller of power during the Summer Period. On August 2, 2006, the Ninth Circuit issued an order finding, among other things, that FERC did not provide a sufficient justification for refusing to exercise its remedial authority under the Federal Power Act to determine whether market participants violated FERC-approved tariffs during the Summer Period. The court remanded the matter to FERC for further consideration. If FERC determines that MPS Merchant violated then-existing tariffs or laws during the Summer Period and that such violations affected market clearing prices in California, MPS Merchant could be found to owe refunds.

11. RELATED PARTY TRANSACTIONS AND RELATIONSHIPS

KCP&L employees manage GMO's business and operate its facilities at cost. These costs totaled $25.2 million and $26.2 million, respectively, for the three months ended March 31, 2013, and 2012. Additionally, KCP&L and GMO engage in wholesale electricity transactions with each other. KCP&L's net wholesale sales to GMO were $5.4 million for the three months ended March 31, 2013, and 2012. KCP&L and GMO are also authorized to participate in the Great Plains Energy money pool, an internal financing arrangement in which funds may be lent on a short-term basis to KCP&L and GMO. The following table summarizes KCP&L's related party receivables and payables.

	March 31 2013	December 31 2012
	(millions)	
Net receivable from GMO	$ 17.1	$ 26.2
Net receivable from Great Plains Energy	16.7	13.8

12. DERIVATIVE INSTRUMENTS

Great Plains Energy and KCP&L are exposed to a variety of market risks including interest rates and commodity prices. Management has established risk management policies and strategies to reduce the potentially adverse effects that the volatility of the markets may have on Great Plains Energy's and KCP&L's operating results. Great Plains Energy's and KCP&L's interest rate risk management activities have included using derivative instruments to hedge against future interest rate fluctuations on anticipated debt issuances. Commodity risk management activities, including the use of certain derivative instruments, are subject to the management, direction and control of an internal commodity risk committee. Management maintains commodity price risk management strategies that use derivative instruments to reduce the effects of fluctuations in fuel and purchased power expense caused by commodity price volatility.

Counterparties to commodity derivatives expose Great Plains Energy and KCP&L to credit loss in the event of nonperformance. This credit loss is limited to the cost of replacing these contracts at current market rates. Derivative instruments, excluding those instruments that qualify for the normal purchases and normal sales (NPNS) election, which are accounted for by accrual accounting, are recorded on the balance sheet at fair value as an asset or liability. Changes in the fair value of derivative instruments are recognized currently in net income unless specific hedge accounting criteria are met, except hedges for GMO's utility operations that are recorded to a regulatory asset or liability consistent with MPSC regulatory orders, as discussed below.

Great Plains Energy and KCP&L have posted collateral, in the ordinary course of business, for the aggregate fair value of all derivative instruments with credit risk-related contingent features that are in a liability position. At March 31, 2013, Great Plains Energy and KCP&L have posted collateral in excess of the aggregate fair value of its derivative instruments; therefore, if the credit risk-related contingent features underlying these agreements were triggered, Great Plains Energy and KCP&L would not be required to post additional collateral to their counterparties. For derivative contracts with counterparties under master netting agreements, Great Plains Energy and KCP&L can net all receivables and payables with each respective counterparty.

Commodity Risk Management

KCP&L's risk management policy is to use derivative instruments, as needed, in order to mitigate its exposure to market price fluctuations on a portion of its projected natural gas purchases to meet generation requirements for retail and firm wholesale sales. KCP&L designates these natural gas hedges as cash flow hedges. The fair values of these instruments are recorded as derivative assets or liabilities with an offsetting entry to OCI for the effective portion of the hedge. To the extent the hedges are not effective, any ineffective portion of the change in fair market value would be recorded currently in fuel expense. At March 31, 2013, KCP&L had no hedges for its projected natural gas usage for retail load and firm MWh sales. KCP&L did not record any ineffectiveness on natural gas hedges for the three months ended March 31, 2012.

Additionally, KCP&L's risk management policy uses derivative instruments to mitigate exposure to market price fluctuations for wholesale power prices. KCP&L has designated these financial contracts as economic hedges (non-hedging derivatives). The fair values of these instruments are recorded as derivative assets or liabilities with an offsetting entry to the consolidated statements of income.

GMO's risk management policy is to use derivative instruments to mitigate price exposure to natural gas price volatility in the market. The fair value of the portfolio relates to financial contracts that will settle against actual purchases of natural gas and purchased power. At March 31, 2013, GMO had financial contracts in place to hedge approximately 83%, 22% and 2% of its expected on-peak natural gas generation and natural gas equivalent purchased power price exposure for 2013, 2014 and 2015, respectively. GMO has designated its natural gas hedges as economic hedges (non-hedging derivatives). In connection with GMO's 2005 Missouri electric rate case, it was agreed that the settlement costs of these contracts would be recognized in fuel expense. The settlement cost is included in GMO's Fuel Adjustment Clause (FAC). A regulatory asset has been recorded to reflect the change in the timing of recognition authorized by the MPSC. Recovery of actual costs incurred will not impact earnings, but will impact cash flows due to the timing of the recovery mechanism.

MPS Merchant, which has certain long-term natural gas contracts remaining from its former non-regulated trading operations, manages the daily delivery of its remaining contractual commitments with economic hedges (non-hedging derivatives) to reduce its exposure to changes in market prices. Within the trading portfolio, MPS Merchant takes certain positions to hedge physical sale or purchase contracts. MPS Merchant records the fair value of physical trading energy contracts as derivative assets or liabilities with an offsetting entry to the consolidated statements of income.

The notional and recorded fair values of open positions for derivative instruments are summarized in the following table. The fair values of these derivatives are recorded on the consolidated balance sheets. The fair values below are gross values before netting agreements and netting of cash collateral.

	March 31 2013		December 31 2012	
	Notional Contract Amount	Fair Value	Notional Contract Amount	Fair Value
Great Plains Energy	(millions)			
Futures contracts				
Cash flow hedges	$ —	$ —	$ 1.0	$ (0.2)
Non-hedging derivatives	38.5	(2.0)	17.9	(2.8)
Forward contracts				
Non-hedging derivatives	67.0	6.5	65.5	6.5
Option contracts				
Non-hedging derivatives	2.5	0.5	—	—
KCP&L				
Futures contracts				
Cash flow hedges	$ —	$ —	$ 1.0	$ (0.2)
Non-hedging derivatives	20.3	(1.0)	—	—

The fair values of Great Plains Energy's and KCP&L's open derivative positions are summarized in the following tables. The tables contain both derivative instruments designated as hedging instruments as well as non-hedging derivatives under GAAP. The fair values below are gross values before netting agreements and netting of cash collateral.

Great Plains Energy

March 31, 2013	Balance Sheet Classification	Asset Derivatives Fair Value	Liability Derivatives Fair Value
Derivatives Not Designated as Hedging Instruments		(millions)	
Commodity contracts	Derivative instruments	$ 7.6	$ 2.6
December 31, 2012			
Derivatives Designated as Hedging Instruments			
Commodity contracts	Derivative instruments	$ —	$ 0.2
Derivatives Not Designated as Hedging Instruments			
Commodity contracts	Derivative instruments	6.5	2.8
Total Derivatives		$ 6.5	$ 3.0

KCP&L

March 31, 2013	Balance Sheet Classification	Asset Derivatives Fair Value	Liability Derivatives Fair Value
Derivatives Not Designated as Hedging Instruments		(millions)	
Commodity contracts	Derivative instruments	$ —	$ 1.0
December 31, 2012			
Derivatives Designated as Hedging Instruments			
Commodity contracts	Derivative instruments	$ —	$ 0.2

Table of Contents

The following tables provide information regarding Great Plains Energy's and KCP&L's offsetting of derivative assets and liabilities at March 31, 2013, and December 31, 2012.

Great Plains Energy

				Gross Amounts Not Offset in the Statement of Financial Position		
Description	**Gross Amounts Recognized**	**Gross Amounts Offset in the Statement of Financial Position**	**Net Amounts Presented in the Statement of Financial Position**	**Financial Instruments**	**Cash Collateral Received**	**Net Amount**
March 31, 2013			(millions)			
Derivative assets	$ 7.6	$ (0.9)	$ 6.7	$ —	$ —	$ 6.7
Derivative liabilities	2.6	(2.6)	—	—	—	—
December 31, 2012						
Derivative assets	$ 6.5	$ —	$ 6.5	$ —	$ —	$ 6.5
Derivative liabilities	3.0	(3.0)	—	—	—	—

KCP&L

				Gross Amounts Not Offset in the Statement of Financial Position		
Description	**Gross Amounts Recognized**	**Gross Amounts Offset in the Statement of Financial Position**	**Net Amounts Presented in the Statement of Financial Position**	**Financial Instruments**	**Cash Collateral Received**	**Net Amount**
March 31, 2013			(millions)			
Derivative liabilities	$ 1.0	$ (1.0)	$ —	$ —	$ —	$ —
December 31, 2012						
Derivative liabilities	$ 0.2	$ (0.2)	$ —	$ —	$ —	$ —

The following tables summarize the amount of gain (loss) recognized in OCI or earnings for interest rate and commodity hedges.

Great Plains Energy

Derivatives in Cash Flow Hedging Relationship

	Amount of Gain (Loss) Recognized in OCI on Derivatives (Effective Portion)	Gain (Loss) Reclassified from Accumulated OCI into Income (Effective Portion)	
		Income Statement Classification	Amount
Three Months Ended March 31, 2013	(millions)		(millions)
Interest rate contracts	$ —	Interest charges	$ (5.0)
Commodity contracts	—	Fuel	(0.2)
Income tax benefit	—	Income tax benefit	2.0
Total	$ —	Total	$ (3.2)
Three Months Ended March 31, 2012			
Interest rate contracts	$ —	Interest charges	$ (5.1)
Commodity contracts	(0.3)	Fuel	—
Income tax benefit	0.1	Income tax benefit	2.0
Total	$ (0.2)	Total	$ (3.1)

KCP&L

Derivatives in Cash Flow Hedging Relationship

	Amount of Gain (Loss) Recognized in OCI on Derivatives (Effective Portion)	Gain (Loss) Reclassified from Accumulated OCI into Income (Effective Portion)	
		Income Statement Classification	Amount
Three Months Ended March 31, 2013	(millions)		(millions)
Interest rate contracts	$ —	Interest charges	$ (2.2)
Commodity contracts	—	Fuel	(0.2)
Income tax benefit	—	Income tax benefit	0.9
Total	$ —	Total	$ (1.5)
Three Months Ended March 31, 2012			
Interest rate contracts	$ —	Interest charges	$ (2.2)
Commodity contracts	(0.3)	Fuel	—
Income tax benefit	0.1	Income tax benefit	0.8
Total	$ (0.2)	Total	$ (1.4)

The following table summarizes the amount of loss recognized in a regulatory asset or earnings for GMO utility commodity hedges. GMO utility commodity derivatives fair value changes are recorded to either a regulatory asset or liability consistent with MPSC regulatory orders.

Great Plains Energy

Derivatives in Regulatory Account Relationship				
		Gain (Loss) Reclassified from Regulatory Account		
	Amount of Gain (Loss) Recognized in Regulatory Asset on Derivatives	**Income Statement Classification**		**Amount**
Three Months Ended March 31, 2013	(millions)			(millions)
Commodity contracts	$ 1.8	Fuel		$ (1.0)
Total	$ 1.8	Total		$ (1.0)
Three Months Ended March 31, 2012				
Commodity contracts	$ (3.0)	Fuel		$ (0.7)
Total	$ (3.0)	Total		$ (0.7)

Great Plains Energy's income statement reflects a loss for the change in fair value of commodity contract derivatives not designated as hedging instruments of $1.0 million and $0.8 million for the three months ended March 31, 2013, and 2012, respectively. KCP&L's income statement reflects a loss for the change in the fair value of commodity contract derivatives not designated as hedging instruments of $1.0 million for the three months ended March 31, 2013.

The amounts recorded in accumulated OCI related to the cash flow hedges are summarized in the following table.

	Great Plains Energy		**KCP&L**	
	March 31 2013	**December 31 2012**	**March 31 2013**	**December 31 2012**
		(millions)		
Current assets	$ 10.4	$ 10.6	$ 10.4	$ 10.6
Current liabilities	(63.1)	(68.4)	(50.3)	(52.8)
Noncurrent liabilities	—	(0.1)	—	(0.1)
Deferred income taxes	20.5	22.5	15.6	16.5
Total	$ (32.2)	$ (35.4)	$ (24.3)	$ (25.8)

Great Plains Energy's accumulated OCI in the table above at March 31, 2013, includes $19.3 million that is expected to be reclassified to expenses over the next twelve months. KCP&L's accumulated OCI in the table above at March 31, 2013, includes $8.7 million that is expected to be reclassified to expenses over the next twelve months.

13. FAIR VALUE MEASUREMENTS

GAAP defines fair value as the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. GAAP establishes a fair value hierarchy, which prioritizes the inputs to valuation techniques used to measure fair value into three broad categories, giving the highest priority to quoted prices in active markets for identical assets or liabilities and lowest priority to unobservable inputs. A definition of the various levels, as well as discussion of the various measurements within the levels, is as follows:

Level 1 – Unadjusted quoted prices for identical assets or liabilities in active markets that Great Plains Energy and KCP&L have access to at the measurement date. Assets and liabilities categorized within this level consist of Great Plains Energy's and KCP&L's various exchange traded derivative instruments and equity and U.S. Treasury securities that are actively traded within KCP&L's decommissioning trust fund and GMO's Supplemental Executive Retirement Plan (SERP) rabbi trusts.

Level 2 – Market-based inputs for assets or liabilities that are observable (either directly or indirectly) or inputs that are not observable but are corroborated by market data. Assets and liabilities categorized within this level consist of Great Plains Energy's and KCP&L's various non-exchange traded derivative instruments traded in over-the-counter markets and certain debt securities and fixed income funds within KCP&L's decommissioning trust fund and GMO's SERP rabbi trusts.

Level 3 – Unobservable inputs, reflecting Great Plains Energy's and KCP&L's own assumptions about the assumptions market participants would use in pricing the asset or liability. Assets categorized within this level consist of Great Plains Energy's various non-exchange traded derivative instruments traded in over-the-counter markets for which sufficiently observable market data is not available to corroborate the valuation inputs.

The following tables include Great Plains Energy's and KCP&L's balances of financial assets and liabilities measured at fair value on a recurring basis at March 31, 2013, and December 31, 2012.

			Fair Value Measurements Using		
Description	March 31 2013	Netting[(d)]	Quoted Prices in Active Markets for Identical Assets (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)
KCP&L			(millions)		
Assets					
Nuclear decommissioning trust [(a)]					
Equity securities	$ 108.7	$ —	$ 108.7	$ —	$ —
Debt securities					
U.S. Treasury	18.5	—	18.5	—	—
U.S. Agency	3.3	—	—	3.3	—
State and local obligations	3.3	—	—	3.3	—
Corporate bonds	27.6	—	—	27.6	—
Other	0.3	—	—	0.3	—
Total nuclear decommissioning trust	161.7	—	127.2	34.5	—
Total	161.7	—	127.2	34.5	—
Liabilities					
Derivative instruments [(b)]	—	(1.0)	1.0	—	—
Total	$ —	$ (1.0)	$ 1.0	$ —	$ —
Other Great Plains Energy					
Assets					
Derivative instruments [(b)]	$ 6.7	$ (0.9)	$ 0.6	$ 4.6	$ 2.4
SERP rabbi trusts [(c)]					
Equity securities	0.1	—	0.1	—	—
Fixed income funds	19.7	—	—	19.7	—
Total SERP rabbi trusts	19.8	—	0.1	19.7	—
Total	26.5	(0.9)	0.7	24.3	2.4
Liabilities					
Derivative instruments [(b)]	—	(1.6)	1.6	—	—
Total	$ —	$ (1.6)	$ 1.6	$ —	$ —
Great Plains Energy					
Assets					
Derivative instruments [(b)]	$ 6.7	$ (0.9)	$ 0.6	$ 4.6	$ 2.4
Nuclear decommissioning trust [(a)]	161.7	—	127.2	34.5	—
SERP rabbi trusts [(c)]	19.8	—	0.1	19.7	—
Total	188.2	(0.9)	127.9	58.8	2.4
Liabilities					
Derivative instruments [(b)]	—	(2.6)	2.6	—	—
Total	$ —	$ (2.6)	$ 2.6	$ —	$ —

Description	December 31 2012	Netting[d]	Fair Value Measurements Using: Quoted Prices in Active Markets for Identical Assets (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)
KCP&L			(millions)		
Assets					
Nuclear decommissioning trust [a]					
Equity securities	$ 100.1	$ —	$ 100.1	$ —	$ —
Debt securities					
U.S. Treasury	18.5	—	18.5	—	—
U.S. Agency	2.8	—	—	2.8	—
State and local obligations	3.3	—	—	3.3	—
Corporate bonds	26.8	—	—	26.8	—
Other	0.3	—	—	0.3	—
Total nuclear decommissioning trust	151.8	—	118.6	33.2	—
Total	151.8	—	118.6	33.2	—
Liabilities					
Derivative instruments [b]	—	(0.2)	0.2	—	—
Total	$ —	$ (0.2)	$ 0.2	$ —	$ —
Other Great Plains Energy					
Assets					
Derivative instruments [b]	$ 6.5	$ —	$ —	$ 4.2	$ 2.3
SERP rabbi trusts [c]					
Equity securities	0.1	—	0.1	—	—
Fixed income funds	20.2	—	—	20.2	—
Total SERP rabbi trusts	20.3	—	0.1	20.2	—
Total	26.8	—	0.1	24.4	2.3
Liabilities					
Derivative instruments [b]	—	(2.8)	2.8	—	—
Total	$ —	$ (2.8)	$ 2.8	$ —	$ —
Great Plains Energy					
Assets					
Derivative instruments [b]	$ 6.5	$ —	$ —	$ 4.2	$ 2.3
Nuclear decommissioning trust [a]	151.8	—	118.6	33.2	—
SERP rabbi trusts [c]	20.3	—	0.1	20.2	—
Total	178.6	—	118.7	57.6	2.3
Liabilities					
Derivative instruments [b]	—	(3.0)	3.0	—	—
Total	$ —	$ (3.0)	$ 3.0	$ —	$ —

(a) Fair value is based on quoted market prices of the investments held by the fund and/or valuation models. The total does not include $2.6 million and $2.9 million at March 31, 2013, and December 31, 2012, respectively, of cash and cash equivalents, which are not subject to the fair value requirements.

(b) The fair value of derivative instruments is estimated using market quotes, over-the-counter forward price and volatility curves and correlations among fuel prices, net of estimated credit risk.

(c) Fair value is based on quoted market prices and/or valuation models for equity securities and Net Asset Value (NAV) per share for fixed income funds. The total does not include $0.1 million at March 31, 2013, and December 31, 2012, of cash and cash equivalents, which are not subject to the fair value requirements.

(d) Represents the difference between derivative contracts in an asset or liability position presented on a net basis by counterparty on the consolidated balance sheets where a master netting agreement exists between the Company and the counterparty. At March 31, 2013, and December 31, 2012, Great Plains Energy netted $1.7 million and $3.0 million, respectively, of cash collateral posted with counterparties.

The following table reconciles the beginning and ending balances for all Level 3 assets and liabilities, net, measured at fair value on a recurring basis for the three months ended March 31, 2013, and 2012.

Fair Value Measurements Using Significant Unobservable Inputs (Level 3)	Derivative Instruments	
	2013	2012
	(millions)	
Balance at January 1	$ 2.3	$ 3.1
Total realized/unrealized gains included in non-operating income	2.4	0.2
Settlements	(2.3)	(0.9)
Balance at March 31	$ 2.4	$ 2.4
Total unrealized gains (losses) included in non-operating income relating to assets and liabilities still on the consolidated balance sheet at March 31	$ 0.2	$ (0.6)

14. ACCUMULATED OTHER COMPREHENSIVE INCOME (LOSS)

The following tables reflect the change in the balances of each component of accumulated other comprehensive loss for Great Plains Energy and KCP&L for the three months ended March 31, 2013.

Great Plains Energy

	Gains and Losses on Cash Flow Hedges[a]	Defined Benefit Pension Items[a]	Total[a]
		(millions)	
Beginning balance January 1, 2013	$ (35.4)	$ (3.0)	$ (38.4)
Amounts reclassified from accumulated other comprehensive loss	3.2	—	3.2
Net current period other comprehensive income	3.2	—	3.2
Ending balance March 31, 2013	$ (32.2)	$ (3.0)	$ (35.2)

[a] Net of tax

KCP&L

	Gains and Losses on Cash Flow Hedges[a]
	(millions)
Beginning balance January 1, 2013	$ (25.8)
Amounts reclassified from accumulated other comprehensive loss	1.5
Net current period other comprehensive income	1.5
Ending balance March 31, 2013	$ (24.3)

[a] Net of tax

The following tables reflect the effect on certain line items of net income from amounts reclassified out of each component of accumulated other comprehensive loss for Great Plains Energy and KCP&L for the three months ended March 31, 2013.

Great Plains Energy

Details about Accumulated Other Comprehensive Loss Components	Amount Reclassified from Accumulated Other Comprehensive Loss	Affected Line Item in the Income Statement
Three Months Ended March 31, 2013	(millions)	
Gains and (losses) on cash flow hedges (effective portion)		
Interest rate contracts	$ (5.0)	Interest charges
Commodity contracts	(0.2)	Fuel
	(5.2)	Income before income tax expense and loss from equity investments
	2.0	Income tax benefit
Total reclassifications, net of tax	$ (3.2)	Net income

KCP&L

Details about Accumulated Other Comprehensive Loss Components	Amount Reclassified from Accumulated Other Comprehensive Loss	Affected Line Item in the Income Statement
Three Months Ended March 31, 2013	(millions)	
Gains and (losses) on cash flow hedges (effective portion)		
Interest rate contracts	$ (2.2)	Interest charges
Commodity contracts	(0.2)	Fuel
	(2.4)	Income before income tax expense
	0.9	Income tax benefit
Total reclassifications, net of tax	$ (1.5)	Net income

15. TAXES

Components of income tax expense (benefit) are detailed in the following tables.

Great Plains Energy **Three Months Ended March 31**	**2013**	**2012**
Current income taxes	(millions)	
Federal	$ (0.1)	$ —
State	(0.1)	(0.1)
Total	(0.2)	(0.1)
Deferred income taxes		
Federal	9.9	(8.3)
State	2.3	(0.8)
Total	12.2	(9.1)
Noncurrent income taxes		
Foreign	(0.1)	0.3
Investment tax credit amortization	(0.4)	(0.6)
Income tax expense (benefit)	$ 11.5	$ (9.5)

KCP&L **Three Months Ended March 31**	**2013**	**2012**
Current income taxes	(millions)	
Federal	$ (0.3)	$ 0.1
Deferred income taxes		
Federal	4.0	(3.3)
State	1.3	(0.1)
Total	5.3	(3.4)
Noncurrent income taxes		
Federal	0.6	0.4
State	0.1	0.1
Total	0.7	0.5
Investment tax credit amortization	(0.3)	(0.5)
Income tax expense (benefit)	$ 5.4	$ (3.3)

Effective Income Tax Rates

Effective income tax rates reflected in the financial statements and the reasons for their differences from the statutory federal rates are detailed in the following tables.

Great Plains Energy **Three Months Ended March 31**	**2013**	**2012**
Federal statutory income tax rate	35.0 %	35.0 %
Differences between book and tax depreciation not normalized	1.4	(5.7)
Amortization of investment tax credits	(1.1)	3.5
Federal income tax credits	(7.9)	15.2
State income taxes	4.2	3.1
Changes in uncertain tax positions, net	(0.7)	(1.3)
Other	(0.2)	1.7
Effective income tax rate	30.7 %	51.5 %

KCP&L **Three Months Ended March 31**	**2013**	**2012**
Federal statutory income tax rate	35.0 %	35.0 %
Differences between book and tax depreciation not normalized	1.6	(88.5)
Amortization of investment tax credits	(1.2)	48.1
Federal income tax credits	(13.8)	279.6
State income taxes	4.0	1.3
Other	(0.7)	53.7
Effective income tax rate	24.9 %	329.2 %

Deferred Income Taxes

At March 31, 2013, Great Plains Energy's current deferred income tax asset decreased $85.4 million and noncurrent deferred income tax liability decreased $72.5 million compared to December 31, 2012, primarily due to the reclassification of $77.8 million of net operating losses from current deferred income tax asset to noncurrent deferred income tax liability driven by the expected timing of their utilization due to the extension of 50% bonus depreciation with the January 2, 2013, enactment of the American Taxpayer Relief Act of 2012.

Uncertain Tax Positions
At March 31, 2013, and December 31, 2012, Great Plains Energy had $21.6 million and $21.4 million, respectively, of liabilities related to unrecognized tax benefits. Of these amounts, $6.9 million and $7.3 million at March 31, 2013, and December 31, 2012, respectively, are expected to impact the effective tax rate if recognized.

At March 31, 2013, and December 31, 2012, KCP&L had $11.2 million and $10.5 million, respectively, of liabilities related to unrecognized tax benefits. None of these amounts are expected to impact the effective tax rate if recognized.

The following table reflects activity for Great Plains Energy and KCP&L related to the liability for unrecognized tax benefits.

	Great Plains Energy		KCP&L	
	March 31 2013	December 31 2012	March 31 2013	December 31 2012
		(millions)		
Beginning balance January 1	$ 21.4	$ 24.0	$ 10.5	$ 8.7
Additions for current year tax positions	0.9	3.7	0.9	3.6
Reductions for current year tax positions	(0.1)	—	—	—
Reductions for prior year tax positions	(0.2)	(1.8)	(0.2)	(1.6)
Statute expirations	(0.2)	(4.7)	—	(0.2)
Foreign currency translation adjustments	(0.2)	0.2	—	—
Ending balance	$ 21.6	$ 21.4	$ 11.2	$ 10.5

Great Plains Energy and KCP&L recognize interest related to unrecognized tax benefits in interest expense and penalties in non-operating expenses. At March 31, 2013, and December 31, 2012, amounts accrued for interest related to unrecognized tax benefits for Great Plains Energy were $3.2 million and $3.5 million, respectively. Amounts accrued for penalties with respect to unrecognized tax benefits for Great Plains Energy were $0.6 million and $0.7 million at March 31, 2013, and December 31, 2012, respectively. At March 31, 2013, and December 31, 2012, amounts accrued for interest and penalties with respect to unrecognized tax benefits for KCP&L were insignificant.

The IRS is currently auditing Great Plains Energy and its subsidiaries for the 2009 tax year. The Company estimates that it is reasonably possible that $5.2 million and $4.3 million for Great Plains Energy and KCP&L, respectively, of unrecognized tax benefits may be recognized in the next twelve months due to statute expirations or settlement agreements with tax authorities.

16. SEGMENTS AND RELATED INFORMATION

Great Plains Energy has one reportable segment based on its method of internal reporting, which segregates reportable segments based on products and services, management responsibility and regulation. The one reportable business segment is electric utility, consisting of KCP&L, GMO's regulated utility operations and GMO Receivables Company. Other includes GMO activity other than its regulated utility operations and unallocated corporate charges. The summary of significant accounting policies applies to the reportable segment. Segment performance is evaluated based on net income attributable to Great Plains Energy.

The following tables reflect summarized financial information concerning Great Plains Energy's reportable segment.

Three Months Ended March 31, 2013	**Electric Utility**	**Other**	**Eliminations**	**Great Plains Energy**
		(millions)		
Operating revenues	$ 542.2	$ —	$ —	$ 542.2
Depreciation and amortization	(70.2)	—	—	(70.2)
Interest (charges) income	(47.8)	(14.5)	12.6	(49.7)
Income tax (expense) benefit	(12.6)	1.1	—	(11.5)
Net income (loss) attributable to Great Plains Energy	27.6	(1.6)	—	26.0

Three Months Ended March 31, 2012	**Electric Utility**	**Other**	**Eliminations**	**Great Plains Energy**
		(millions)		
Operating revenues	$ 479.7	$ —	$ —	$ 479.7
Depreciation and amortization	(67.4)	—	—	(67.4)
Interest (charges) income	(50.7)	(25.1)	8.9	(66.9)
Income tax benefit	1.8	7.7	—	9.5
Net income (loss) attributable to Great Plains Energy	4.5	(13.6)	—	(9.1)

	Electric Utility	**Other**	**Eliminations**	**Great Plains Energy**
March 31, 2013		(millions)		
Assets	$ 10,038.7	$ 46.1	$ (427.1)	$ 9,657.7
Capital expenditures[(a)]	172.2	—	—	172.2
December 31, 2012				
Assets	$ 9,910.6	$ 122.4	$ (385.7)	$ 9,647.3
Capital expenditures[(a)]	610.2	—	—	610.2

(a) Capital expenditures reflect year to date amounts for the periods presented.

17. REGULATORY MATTERS

KCP&L Missouri Rate Case Proceedings

On January 9, 2013, the MPSC issued an order for KCP&L authorizing an increase in annual revenues of $67.4 million effective January 26, 2013. Appeals of the January 9, 2013, MPSC order were filed in February 2013 with the Missouri Court of Appeals, Western District (Court of Appeals) by KCP&L and the Missouri Energy Consumers Group regarding various issues.

On January 23, 2013, the MPSC issued an order granting expedited treatment and approving compliance tariffs implementing rates reflecting the increase in annual revenues authorized in the January 9, 2013, order. On February 6, 2013, the Office of Public Counsel (OPC) filed a Writ of Mandamus asking the Court of Appeals to direct the MPSC to vacate and rescind its January 23, 2013, order approving the tariffs because the order did not provide the OPC with a reasonable amount of time to review and/or file a motion for rehearing on the tariffs. On March 13, 2013, the Court of Appeals preliminarily found that OPC may be entitled to the relief it requested. On March 28, 2013, the MPSC requested to the Court of Appeals that the OPC be denied its requested relief. The Missouri Energy Consumers Group also appealed the January 23, 2013, order in February 2013.

The Court of Appeals has not yet issued its decision on the appeals or the Writ of Mandamus. The rates established by the MPSC order are effective unless and until modified by the MPSC or stayed by a court.

GMO Missouri Rate Case Proceedings

On January 9, 2013, the MPSC issued an order for GMO authorizing an increase in annual revenues of $26.2 million for its Missouri Public Service division and $21.7 million for its L&P division effective January 26, 2013.

Appeals of the January 9, 2013, MPSC order were filed in February 2013 with the Court of Appeals by GMO and the Missouri Energy Consumers Group regarding various issues.

On January 23, 2013, the MPSC issued an order granting expedited treatment and approving compliance tariffs implementing rates reflecting the increase in annual revenues authorized in the January 9, 2013, order. On February 6, 2013, the OPC filed a Writ of Mandamus asking the Court of Appeals to direct the MPSC to vacate and rescind its January 23, 2013, order approving the tariffs because the order did not provide the OPC with a reasonable amount of time to review and/or file a motion for rehearing on the tariffs. On March 13, 2013, the Court of Appeals preliminarily found that OPC may be entitled to the relief it requested. On March 28, 2013, the MPSC requested to the Court of Appeals that the OPC be denied its requested relief. The Missouri Energy Consumers Group also appealed the January 23, 2013, order in February 2013.

The Court of Appeals has not yet issued its decision on the appeals or the Writ of Mandamus. The rates established by the MPSC order are effective unless and until modified by the MPSC or stayed by a court.

ITEM 2. MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS

GREAT PLAINS ENERGY INCORPORATED

EXECUTIVE SUMMARY

Description of Business

Great Plains Energy is a public utility holding company and does not own or operate any significant assets other than the stock of its subsidiaries. Great Plains Energy's direct subsidiaries with operations or active subsidiaries are KCP&L and GMO. Great Plains Energy's sole reportable business segment is electric utility for the periods presented.

Electric utility consists of KCP&L, a regulated utility, GMO's regulated utility operations, which include its Missouri Public Service and St. Joseph Light & Power (L&P) divisions, and GMO Receivables Company. Electric utility has over 6,600 MWs of generating capacity and engages in the generation, transmission, distribution and sale of electricity to approximately 829,300 customers in the states of Missouri and Kansas. Electric utility's retail electricity rates are comparable to the national average of investor-owned utilities.

Earnings Overview

For the three months ended March 31, 2013, Great Plains Energy had earnings available for common shareholders of $25.6 million or $0.17 per share compared to a loss of $9.5 million or $0.07 per share for the same period in 2012. The $35.1 million increase in earnings was primarily due to the following:

- a $31.4 million increase in gross margin driven by new retail rates, favorable weather, an increase in weather-normalized retail demand and the impact from an unplanned outage at Wolf Creek in the first quarter of 2012, partially offset by increased fuel and purchased power expense at KCP&L in Missouri, where there is no fuel recovery mechanism;
- a $10.1 million decrease in Wolf Creek operating and maintenance expenses primarily due to the unplanned outage at Wolf Creek during the first quarter of 2012;
- a $17.2 million decrease in interest expense primarily due to the repayment of GMO's $500.0 million 11.875% Senior Notes at maturity in July 2012 and the remarketing in March 2012 of subordinated notes underlying Great Plains Energy’s $287.5 million Equity Units, which resulted in recognition of the remaining interest expense related to the notes and a lower interest rate on the refinanced long-term debt; and
- a $21.0 million increase in income tax expense driven by increased pre-tax income.

Gross margin is a financial measure that is not calculated in accordance with GAAP. See the explanation of gross margin and the reconciliation to GAAP operating revenues under Great Plains Energy's Results of Operations for further information.

For additional information regarding the increase in earnings, refer to Great Plains Energy Results of Operations and Electric Utility Results of Operations sections within this Management's Discussion and Analysis of Financial Condition and Results of Operations (MD&A).

Wolf Creek Refueling Outage
Wolf Creek's latest refueling outage began on February 4, 2013, and the unit returned to service on April 15, 2013. A mid-cycle maintenance outage is planned for the spring of 2014 with the next refueling outage planned to begin in the first quarter of 2015.

Transmission Investment Opportunities
GMO has an SPP-approved regional transmission project for the Missouri portion of an approximately 175-mile, 345kV transmission line from Sibley, Missouri to Nebraska City, Nebraska with an estimated cost of $380 million for GMO's portion of the line and an expected 2017 in-service date. KCP&L and GMO jointly have an SPP-approved regional transmission project for an approximately 30-mile, 345kV transmission line from KCP&L's and GMO's Iatan generating station to KCP&L's Nashua substation with estimated construction costs of $65 million and an expected 2015 in-service date.

In August 2012, KCP&L and GMO filed a request with the MPSC to authorize the transfer at cost of certain transmission property related to the two SPP-approved regional transmission projects to Transource Missouri, LLC (Transource Missouri), a wholly owned subsidiary of Transource Energy, LLC (Transource). In August 2012, Transource Missouri filed a request with the MPSC seeking a Certificate of Convenience and Necessity (CCN) to construct, finance, own, operate and maintain the projects. In April 2013, KCP&L, GMO, Transource Missouri, MPSC staff and another party to the cases filed a non-unanimous stipulation and agreement with the MPSC requesting that the MPSC approve the KCP&L, GMO and Transource Missouri requests filed in August 2012, subject to certain conditions. The stipulation and agreement is subject to MPSC approval.

Also in August 2012, Transource Missouri filed a request with FERC seeking incentive rate treatment and acceptance of a formula transmission rate to recover the cost of current and future projects. In October 2012, FERC issued an order approving certain incentive rate treatments and conditionally accepting the formula transmission rate for Transource Missouri, subject to the outcome of an administrative hearing or settlement. In February 2013, Transource Missouri and another party to the case filed a settlement with FERC that includes a base return on equity of 9.8% for the formula transmission rate. FERC approved the settlement in May 2013.

Following approvals from the MPSC, KCP&L and GMO must also seek approval from the SPP to novate the projects to Transource Missouri. The SPP will then submit its approval of the novation to FERC for final approval. Great Plains Energy expects that final FERC approval of the novation will be obtained so that the projects can be transferred within three to six months following the MPSC order.

ENVIRONMENTAL MATTERS

See Note 9 to the consolidated financial statements for information regarding environmental matters.

RELATED PARTY TRANSACTIONS

See Note 11 to the consolidated financial statements for information regarding related party transactions.

GREAT PLAINS ENERGY RESULTS OF OPERATIONS

The following table summarizes Great Plains Energy's comparative results of operations.

Three Months Ended March 31	**2013**	**2012**
	(millions)	
Operating revenues	$ 542.2	$ 479.7
Fuel	(132.2)	(119.3)
Purchased power	(38.8)	(24.7)
Transmission of electricity by others	(11.4)	(7.3)
Gross margin [(a)]	359.8	328.4
Other operating expenses	(203.5)	(212.0)
Depreciation and amortization	(70.2)	(67.4)
Operating income	86.1	49.0
Non-operating income and expenses	1.2	(0.9)
Interest charges	(49.7)	(66.9)
Income tax (expense) benefit	(11.5)	9.5
Loss from equity investments	(0.1)	—
Net income (loss)	26.0	(9.3)
Less: Net loss attributable to noncontrolling interest	—	0.2
Net income (loss) attributable to Great Plains Energy	26.0	(9.1)
Preferred dividends	(0.4)	(0.4)
Earnings (loss) available for common shareholders	$ 25.6	$ (9.5)

[(a)] Gross margin is a non-GAAP financial measure. See explanation of gross margin below.

For the three months ended March 31, 2013, Great Plains Energy had earnings available for common shareholders of $25.6 million or $0.17 per share compared to a loss of $9.5 million or $0.07 per share for the same period in 2012.

Electric utility's net income increased $23.1 million for the three months ended March 31, 2013, compared to the same period in 2012 driven by:

- a $31.4 million increase in gross margin driven by:
  - an estimated $20 million increase from new retail rates in Kansas effective January 1, 2013, and Missouri effective January 26, 2013;
  - an estimated $16 million increase due to favorable weather driven by a 41% increase in heating degree days;
  - an estimated $4 million increase due to an increase in weather-normalized retail demand;
  - an estimated $4 million increase from the impact of an unplanned outage at Wolf Creek in the first quarter of 2012; and
  - an estimated $13 million decrease driven by increased fuel and purchased power expense at KCP&L in Missouri, where there is no fuel recovery mechanism;
- a $4.6 million decrease in other operating expenses driven by:
  - a $10.1 million decrease in Wolf Creek operating and maintenance expenses primarily due to an unplanned outage at Wolf Creek in the first quarter of 2012;
  - a $3.3 million increase in general taxes driven by increased property taxes; and
  - a $3.6 million increase relating to solar rebates provided to customers;

- a $2.9 million decrease in interest expense primarily due to the repayment of GMO's $500.0 million 11.875% Senior Notes at maturity; and
- a $14.4 million increase in income tax expense driven by increased pre-tax income.

Great Plains Energy's corporate and other activities loss decreased $12.0 million for the three months ended March 31, 2013, compared to the same period in 2012 primarily due to:

- the remarketing in March 2012 of subordinated notes underlying Great Plains Energy's $287.5 million Equity Units, which resulted in recognition of the remaining $3.8 million of after-tax interest expense related to the notes and a $2.2 million decrease in after-tax interest expense as a result of a lower interest rate on the refinanced long-term debt; and
- the three months ended March 31, 2012, included a $1.8 million after-tax loss on the sale of real estate property.

Gross Margin

Gross margin is a financial measure that is not calculated in accordance with GAAP. Gross margin, as used by Great Plains Energy and KCP&L, is defined as operating revenues less fuel, purchased power and transmission of electricity by others. Expenses for fuel, purchased power and transmission of electricity by others, offset by wholesale sales margin, are subject to recovery through cost adjustment mechanisms, except for KCP&L's Missouri retail operations. As a result, operating revenues increase or decrease in relation to a significant portion of these expenses. Management believes that gross margin provides a more meaningful basis for evaluating electric utility's operations across periods than operating revenues because gross margin excludes the revenue effect of fluctuations in these expenses. Gross margin is used internally to measure performance against budget and in reports for management and the Board. The Companies' definition of gross margin may differ from similar terms used by other companies.

ELECTRIC UTILITY RESULTS OF OPERATIONS

The following table summarizes the electric utility segment results of operations.

Three Months Ended March 31	2013	2012
	(millions)	
Operating revenues	$ 542.2	$ 479.7
Fuel	(132.2)	(119.3)
Purchased power	(38.8)	(24.7)
Transmission of electricity by others	(11.4)	(7.3)
Gross margin [(a)]	359.8	328.4
Other operating expenses	(202.8)	(207.4)
Depreciation and amortization	(70.2)	(67.4)
Operating income	86.8	53.6
Non-operating income and expenses	1.2	(0.2)
Interest charges	(47.8)	(50.7)
Income tax (expense) benefit	(12.6)	1.8
Net income	$ 27.6	$ 4.5

(a) Gross margin is a non-GAAP financial measure. See explanation of gross margin under Great Plains Energy's Results of Operations.

Table of Contents

Electric Utility Gross Margin and MWh Sales
The following table summarizes electric utility's gross margin and MWhs sold.

	Revenues and Costs		%	MWhs Sold		%
Three Months Ended March 31	**2013**	**2012**	**Change**	**2013**	**2012**	**Change**
Retail revenues	(millions)			(thousands)		
Residential	$ 226.6	$ 190.1	19%	2,354	2,056	14 %
Commercial	208.7	188.8	10%	2,525	2,463	3 %
Industrial	44.3	42.8	3%	706	757	(7)%
Other retail revenues	5.0	5.0	4%	31	31	— %
Kansas property tax surcharge	0.1	1.5	N/M	N/A	N/A	N/A
Fuel recovery mechanism	8.2	6.4	28%	N/A	N/A	N/A
Total retail	492.9	434.6	13%	5,616	5,307	6 %
Wholesale revenues	34.4	33.6	3%	1,246	1,133	10 %
Other revenues	14.9	11.5	29%	N/A	N/A	N/A
Operating revenues	542.2	479.7	13%	6,862	6,440	7 %
Fuel	(132.2)	(119.3)	11%			
Purchased power	(38.8)	(24.7)	57%			
Transmission of electricity by others	(11.4)	(7.3)	57%			
Gross margin [a]	$ 359.8	$ 328.4	10%			

[a] Gross margin is a non-GAAP financial measure. See explanation of gross margin under Great Plains Energy's Results of Operations.

Electric utility's gross margin increased $31.4 million for the three months ended March 31, 2013, compared to the same period in 2012 primarily due to:

- an estimated $20 million increase from new retail rates in Kansas effective January 1, 2013, and Missouri effective January 26, 2013;
- an estimated $16 million increase due to favorable weather driven by a 41% increase in heating degree days;
- an estimated $4 million increase due to an increase in weather-normalized retail demand; and
- an estimated $4 million increase from the impact of an unplanned outage at Wolf Creek in the first quarter of 2012.

These increases were partially offset by an estimated $13 million decrease driven by increased fuel and purchased power expense at KCP&L in Missouri, where there is no fuel recovery mechanism.

Electric Utility Other Operating Expenses *(including utility operating and maintenance expenses, general taxes and other)*
Electric utility's other operating expenses decreased $4.6 million for the three months ended March 31, 2013, compared to the same period in 2012 driven by a $10.1 million decrease in operating and maintenance expenses at Wolf Creek primarily due to an unplanned outage in the first quarter of 2012. This decrease was partially offset by a $3.3 million increase in general taxes driven by increased property taxes and a $3.6 million increase relating to solar rebates provided to customers due to the deferral to a regulatory asset for recovery in future rates of $3.0 million during the three months ended March 31, 2012 and $0.6 million of regulatory asset amortization in 2013.

Electric Utility Interest Charges
Electric utility's interest charges decreased $2.9 million for the three months ended March 31, 2013, compared to the same period in 2012 primarily due to the repayment of GMO's $500.0 million 11.875% Senior Notes at maturity in July 2012.

Electric Utility Income Tax Expense
Electric utility's income tax expense increased $14.4 million for the three months ended March 31, 2013, compared to the same period in 2012 primarily due to increased pre-tax income.

GREAT PLAINS ENERGY SIGNIFICANT BALANCE SHEET CHANGES
(March 31, 2013, compared to December 31, 2012)

- Great Plains Energy's deferred income taxes - current assets decreased $85.4 million primarily due to the reclassification to deferred income taxes - deferred credits and other liabilities of $77.8 million of deferred tax assets relating to net operating losses driven by the expected timing of their utilization due to the extension of 50% bonus depreciation with the January 2, 2013, enactment of the American Taxpayer Relief Act of 2012.
- Great Plains Energy's construction work in progress increased $88.4 million primarily due to a $40.7 million increase for environmental upgrades at KCP&L's La Cygne Station, in addition to normal plant activity.
- Great Plains Energy's commercial paper decreased $163.1 million due to repayment with proceeds from KCP&L’s issuance of $300.0 million of 3.15% Senior Notes, partially offset by increased borrowings used to support environmental upgrades at KCP&L's La Cygne Station, as well as dividend and interest payments.
- Great Plains Energy's accounts payable decreased $95.1 million primarily due to the timing of cash payments.
- Great Plains Energy's accrued taxes increased $30.4 million primarily due to the timing of property tax payments.
- Great Plains Energy's accrued interest increased $20.5 million primarily due to the timing of interest payments.
- Great Plains Energy's deferred income taxes - deferred credits and other liabilities decreased $72.5 million primarily due to the reclassification from deferred income taxes - current assets of $77.8 million of deferred tax assets relating to net operating losses driven by the expected timing of their utilization due to the extension of 50% bonus depreciation with the January 2, 2013, enactment of the American Taxpayer Relief Act of 2012.
- Great Plains Energy's long-term debt increased $296.4 million primarily due to the issuance, at a discount, of KCP&L's $300.0 million of 3.15% Senior Notes in March 2013.

CAPITAL REQUIREMENTS AND LIQUIDITY

Great Plains Energy operates through its subsidiaries and has no material assets other than the stock of its subsidiaries. Great Plains Energy's ability to make payments on its debt securities and its ability to pay dividends are dependent on its receipt of dividends or other distributions from its subsidiaries, proceeds from the issuance of its securities and borrowing under its revolving credit facility.

Great Plains Energy's capital requirements are principally comprised of debt maturities and electric utility's construction and other capital expenditures. These items as well as additional cash and capital requirements are discussed below.

Great Plains Energy's liquid resources at March 31, 2013, consisted of $11.6 million of cash and cash equivalents on hand and $849.8 million of unused bank lines of credit. The unused lines consisted of $187.2 million from Great

Plains Energy's revolving credit facility, $438.7 million from KCP&L's credit facilities and $223.9 million from GMO's credit facilities. See Note 7 to the consolidated financial statements for more information on the revolving credit facilities. Generally, Great Plains Energy uses these liquid resources to meet its day-to-day cash flow requirements, and from time to time issues equity and/or long-term debt to repay short-term debt or increase cash balances.

Great Plains Energy intends to meet day-to-day cash flow requirements including interest payments, retirement of maturing debt, construction requirements, dividends and pension benefit plan funding requirements with a combination of internally generated funds and proceeds from the issuance of equity securities, equity-linked securities and/or short-term and long-term debt. Great Plains Energy's intention to meet a portion of these requirements with internally generated funds may be impacted by the effect of inflation on operating expenses, the level of MWh sales, regulatory actions, compliance with environmental regulations and the availability of generating units. In addition, Great Plains Energy may issue equity, equity-linked securities and/or debt to finance growth.

Cash Flows from Operating Activities
Great Plains Energy generated positive cash flows from operating activities for the periods presented. The $34.9 million increase in cash flows from operating activities for Great Plains Energy for the three months ended March 31, 2013, compared to the same period in 2012 is primarily due to net income of $26.0 million for the three months ended March 31, 2013, as compared to a net loss of $9.3 million for the same period in 2012. Other changes in working capital are detailed in Note 2 to the consolidated financial statements. The individual components of working capital vary with normal business cycles and operations.

Cash Flows from Investing Activities
Great Plains Energy's cash used for investing activities varies with the timing of utility capital expenditures and purchases of investments and nonutility property. Investing activities are offset by proceeds from the sale of properties and insurance recoveries.

Great Plains Energy's utility capital expenditures increased $45.7 million for the three months ended March 31, 2013, compared to the same period in 2012 due to an increase in cash utility capital expenditures primarily related to environmental upgrades at KCP&L's La Cygne Station, in addition to normal plant activity.

Cash Flows from Financing Activities
Great Plains Energy's cash flows from financing activities for the three months ended March 31, 2013, reflect KCP&L's issuance, at a discount, of $300.0 million of 3.15% Senior Notes that mature in 2023, with the proceeds used to repay short-term borrowings.

Great Plains Energy's cash flows from financing activities for the three months ended March 31, 2012, reflect repayment of KCP&L's $12.4 million of 4.00% EIRR bonds at maturity in January 2012 and additional short-term borrowings primarily to support interest and dividend payments.

Financing Authorization
Under stipulations with the MPSC and KCC, Great Plains Energy and KCP&L maintain common equity at not less than 30% and 35%, respectively, of total capitalization (including only the amount of short-term debt in excess of the amount of construction work in progress). KCP&L's long-term financing activities are subject to the authorization of the MPSC. In February 2012, the MPSC authorized KCP&L to issue up to $300.0 million of long-term debt and to enter into interest rate hedging instruments in connection with such debt through December 31, 2013. At March 31, 2013, KCP&L had utilized all of this authorization.

In October 2012, FERC authorized KCP&L to have outstanding at any time up to a total of $1.0 billion in short-term debt instruments through December 2014, conditioned on KCP&L's borrowing costs not exceeding the greater of: (i) 2.25% over LIBOR; (ii) the greater of 1.25% over the prime rate, 1.75% over the federal funds rate, and 2.25% over LIBOR; or (iii) 2.25% over the A2/P-2 nonfinancial commercial paper rate most recently published by the Federal Reserve at the time of the borrowing. The authorization is subject to four restrictions: (i) proceeds of debt backed by utility assets must be used for utility purposes; (ii) if any utility assets that secure authorized debt are divested or spun off, the debt must follow the assets and also be divested or spun off; (iii) if any proceeds of the authorized debt are used for non-utility purposes, the debt must follow the non-utility assets (specifically, if the non-utility assets are divested or spun off, then a proportionate share of the debt must follow the divested or spun off non-utility assets); and (iv) if utility assets financed by the authorized short-term debt are divested or spun off to another entity, a proportionate share of the debt must also be divested or spun off. At March 31, 2013, there was $844.0 million available under this authorization.

In January 2012, FERC authorized GMO to have outstanding at any time up to a total of $750.0 million in short-term debt instruments through March 2014, conditioned on GMO's borrowing costs not exceeding the greater of 2.25% over LIBOR or 1.75% over the prime rate or federal funds rate, as applicable, and subject to the same four restrictions as the KCP&L FERC short-term authorization discussed in the preceding paragraph. At March 31, 2013, there was $539.0 million available under this authorization.

In November 2011, FERC authorized GMO to issue up to a total of $850.0 million of long-term debt through December 2013. At March 31, 2013, there was $562.5 million available under this authorization.

KCP&L and GMO are also authorized by FERC to participate in the Great Plains Energy money pool, an internal financing arrangement in which funds may be lent on a short-term basis to KCP&L and GMO. At March 31, 2013, GMO had an outstanding payable under the money pool of $2.7 million to Great Plains Energy.

Debt Agreements
See Note 7 to the consolidated financial statements for information regarding revolving credit facilities.

Pensions
The Company maintains defined benefit plans for substantially all active and inactive employees of KCP&L, GMO and WCNOC and incurs significant costs in providing the plans. Funding of the plans follows legal and regulatory requirements with funding equaling or exceeding the minimum requirements of the Employee Retirement Income Security Act of 1974, as amended (ERISA). For the three months ended March 31, 2013, the Company contributed $13.7 million to the pension plans and expects to contribute an additional $43.2 million in 2013 to satisfy the minimum ERISA funding requirements and the MPSC and KCC rate orders, the majority of which is expected to be paid by KCP&L.

Additionally, the Company provides post-retirement health and life insurance benefits for certain retired employees and expects to make benefit contributions of $18.7 million under the provisions of these plans in 2013, the majority of which is expected to be paid by KCP&L.

Management believes the Company has adequate access to capital resources through cash flows from operations or through existing lines of credit to support these funding requirements.

KANSAS CITY POWER & LIGHT COMPANY

MANAGEMENT'S NARRATIVE ANALYSIS OF RESULTS OF OPERATIONS

The following table summarizes KCP&L's consolidated comparative results of operations.

Three Months Ended March 31	2013	2012
	(millions)	
Operating revenues	$ 366.7	$ 327.0
Fuel	(94.5)	(84.6)
Purchased power	(19.1)	(7.0)
Transmission of electricity by others	(8.0)	(5.0)
Gross margin [(a)]	245.1	230.4
Other operating expenses	(145.2)	(153.1)
Depreciation and amortization	(47.6)	(45.7)
Operating income	52.3	31.6
Non-operating income and expenses	1.3	(0.2)
Interest charges	(32.0)	(32.4)
Income tax (expense) benefit	(5.4)	3.3
Net income	$ 16.2	$ 2.3

[(a)] Gross margin is a non-GAAP financial measure. See explanation of gross margin under Great Plains Energy's Results of Operations.

KCP&L Gross Margin and MWh Sales

The following table summarizes KCP&L's gross margin and MWhs sold.

	Revenues and Costs		%	MWhs Sold		%
Three Months Ended March 31	2013	2012	Change	2013	2012	Change
Retail revenues	(millions)			(thousands)		
Residential	$ 136.1	$ 112.6	21 %	1,362	1,200	14 %
Commercial	153.8	138.1	11 %	1,772	1,742	2 %
Industrial	26.8	26.9	— %	396	450	(12)%
Other retail revenues	3.2	3.2	2 %	23	23	— %
Kansas property tax surcharge	0.1	1.5	N/M	N/A	N/A	N/A
Fuel recovery mechanism	3.9	7.7	(50)%	N/A	N/A	N/A
Total retail	323.9	290.0	12 %	3,553	3,415	4 %
Wholesale revenues	38.3	32.3	19 %	1,401	1,089	29 %
Other revenues	4.5	4.7	(5)%	N/A	N/A	N/A
Operating revenues	366.7	327.0	12 %	4,954	4,504	10 %
Fuel	(94.5)	(84.6)	12 %			
Purchased power	(19.1)	(7.0)	N/M			
Transmission of electricity by others	(8.0)	(5.0)	58 %			
Gross margin [(a)]	$ 245.1	$ 230.4	(6)%			

[(a)] Gross margin is a non-GAAP financial measure. See explanation of gross margin under Great Plains Energy's Results of Operations.

KCP&L's gross margin increased $14.7 million for the three months ended March 31, 2013, compared to the same period in 2012 primarily due to:

- an estimated $16 million increase from new retail rates in Kansas effective January 1, 2013, and Missouri effective January 26, 2013;
- an estimated $10 million increase due to favorable weather driven by a 41% increase in heating degree days; and

- an estimated $4 million increase from the impact of an unplanned outage at Wolf Creek in the first quarter of 2012.

These increases were partially offset by an estimated $16 million decrease driven by increased fuel and purchased power expense in Missouri, where there is no fuel recovery mechanism.

KCP&L Other Operating Expenses ***(including operating and maintenance expenses, general taxes and other)***
KCP&L's other operating expenses decreased $7.9 million for the three months ended March 31, 2013, compared to the same period in 2012 driven by a $10.1 million decrease in operating and maintenance expenses at Wolf Creek primarily due to an unplanned outage in the first quarter of 2012. This decrease was partially offset by a $1.8 million increase in general taxes driven by increased property taxes and the three months ended March 31, 2012, included deferral to a regulatory asset for recovery in future rates of $1.6 million of solar rebates provided to customers.

KCP&L Income Tax Expense
KCP&L's income tax expense increased $8.7 million for the three months ended March 31, 2013, compared to the same period in 2012 primarily due to increased pre-tax income.

ITEM 3. QUANTITATIVE AND QUALITATIVE DISCLOSURES ABOUT MARKET RISK

Great Plains Energy and KCP&L are exposed to market risks associated with commodity price and supply, interest rates and equity prices. Market risks are handled in accordance with established policies, which may include entering into various derivative transactions. In the normal course of business, Great Plains Energy and KCP&L also face risks that are either non-financial or non-quantifiable. Such risks principally include business, legal, regulatory, operational and credit risks and are discussed elsewhere in this document as well as in the 2012 Form 10-K and therefore are not represented here.

Great Plains Energy's and KCP&L's interim period disclosures about market risk included in quarterly reports on Form 10-Q address material changes, if any, from the most recently filed annual report on Form 10-K. Therefore, these interim period disclosures should be read in connection with Item 7A Quantitative and Qualitative Disclosures About Market Risk included in the 2012 Form 10-K of each of Great Plains Energy and KCP&L, incorporated herein by reference.

MPS Merchant is exposed to credit risk. Credit risk is measured by the loss that would be recorded if counterparties failed to perform pursuant to the terms of the contractual obligations less the value of any collateral held. MPS Merchant's counterparties are not externally rated. Credit exposure to counterparties at March 31, 2013, was $15.6 million.

ITEM 4. CONTROLS AND PROCEDURES

GREAT PLAINS ENERGY

Disclosure Controls and Procedures
Great Plains Energy carried out an evaluation of its disclosure controls and procedures (as defined in Rules 13a-15(e) or 15d-15(e) under the Securities Exchange Act of 1934, as amended (the Exchange Act)). This evaluation was conducted under the supervision, and with the participation, of Great Plains Energy's management, including the chief executive officer and chief financial officer, and Great Plains Energy's disclosure committee. Based upon this evaluation, the chief executive officer and chief financial officer of Great Plains Energy have concluded as of the end of the period covered by this report that the disclosure controls and procedures of Great Plains Energy were effective at a reasonable assurance level.

Changes in Internal Control Over Financial Reporting
There has been no change in Great Plains Energy's internal control over financial reporting (as defined in Rule 13a-15(f) and 15d-15(f) of the Exchange Act) that occurred during the quarterly period ended March 31, 2013, that has materially affected, or is reasonably likely to materially affect, its internal control over financial reporting.

KCP&L

Disclosure Controls and Procedures
KCP&L carried out an evaluation of its disclosure controls and procedures (as defined in Rules 13a-15(e) or 15d-15(e) under the Exchange Act). This evaluation was conducted under the supervision, and with the participation, of KCP&L's management, including the chief executive officer and chief financial officer, and KCP&L's disclosure committee. Based upon this evaluation, the chief executive officer and chief financial officer of KCP&L have concluded as of the end of the period covered by this report that the disclosure controls and procedures of KCP&L were effective at a reasonable assurance level.

Changes in Internal Control Over Financial Reporting
There has been no change in KCP&L's internal control over financial reporting (as defined in Rule 13a-15(f) and 15d-15(f) of the Exchange Act) that occurred during the quarterly period ended March 31, 2013, that has materially affected, or is reasonably likely to materially affect, its internal control over financial reporting.

PART II - OTHER INFORMATION

ITEM 1. LEGAL PROCEEDINGS

Other Proceedings
The Companies are parties to various lawsuits and regulatory proceedings in the ordinary course of their respective businesses. For information regarding material lawsuits and proceedings, see Notes 9, 10 and 17 to the consolidated financial statements. Such information is incorporated herein by reference.

ITEM 1A. RISK FACTORS

Actual results in future periods for Great Plains Energy and KCP&L could differ materially from historical results and the forward-looking statements contained in this report. The Companies' business is influenced by many factors that are difficult to predict, involve uncertainties that may materially affect actual results and are often beyond their control. Additional risks and uncertainties not presently known or that the Companies' management currently believes to be immaterial may also adversely affect the Companies. Factors that might cause or contribute to such differences include, but are not limited to, those discussed in Item 1A Risk Factors included in the 2012 Form 10-K for each of Great Plains Energy and KCP&L. There have been no material changes with regard to those risk factors. This information, as well as the other information included in this report and in the other documents filed with the SEC, should be carefully considered before making an investment in the securities of Great Plains Energy or KCP&L. Risk factors of KCP&L are also risk factors of Great Plains Energy.

ITEM 2. UNREGISTERED SALES OF EQUITY SECURITIES AND USE OF PROCEEDS

The following table provides information regarding purchases by Great Plains Energy of its equity securities during the three months ended March 31, 2013.

Issuer Purchases of Equity Securities					
Month	**Total Number of Shares (or Units) Purchased**		**Average Price Paid per Share (or Unit)**	**Total Number of Shares (or Units) Purchased as Part of Publicly Announced Plans or Programs**	**Maximum Number (or Approximate Dollar Value) of Shares (or Units) that May Yet Be Purchased Under the Plans or Programs**
January 1 - 31	—		$ —	—	N/A
February 1 - 28	—		—	—	N/A
March 1 - 31	52,778	(1)	22.38	—	N/A
Total	52,778		$ 22.38	—	N/A

(1) Represents common shares surrendered to the Company to pay taxes related to the vesting of restricted common shares and issuance of performance shares.

ITEM 3. DEFAULTS UPON SENIOR SECURITIES

None.

ITEM 4. MINE SAFETY DISCLOSURES

Not applicable.

ITEM 5. OTHER INFORMATION

GREAT PLAINS ENERGY INCORPORATED

Great Plains Energy's annual meeting of shareholders was held on May 7, 2013. In accordance with the recommendations of the Board, the shareholders (i) elected ten directors, (ii) approved an advisory resolution approving the 2012 executive compensation of the named executive officers, as disclosed in Great Plains Energy's 2013 proxy statement, and (iii) ratified the appointment of Deloitte & Touche LLP as independent registered public accountants for 2013. The proposals voted upon at the annual meeting, as well as the voting results for each proposal are set forth below.

Proposal 1: Election of the Company's Ten Nominees as Directors
The ten persons named below were elected, as proposed in the proxy statement, to serve as directors until Great Plains Energy's annual meeting in 2014, and until their successors are elected and qualified. The voting regarding the election was as follows:

Nominee	Votes For	Votes Withheld	Broker Non-Votes
Terry Bassham	107,617,031	8,158,300	21,589,477
David L. Bodde	111,425,605	4,349,726	21,589,477
Randall C. Ferguson, Jr.	111,326,963	4,448,368	21,589,477
Gary D. Forsee	111,578,062	4,197,269	21,589,477
Thomas D. Hyde	111,741,830	4,033,501	21,589,477
James A. Mitchell	110,820,810	4,954,521	21,589,477
Ann D. Murtlow	111,418,432	4,356,899	21,589,477
John J. Sherman	111,485,492	4,289,839	21,589,477
Linda H. Talbott	111,161,466	4,613,865	21,589,477
Robert H. West	108,909,249	6,866,082	21,589,477

No votes were cast against the nominees due to cumulative voting.

Proposal 2: Advisory Vote on Executive Compensation
Great Plains Energy submitted a resolution for its shareholders to approve, on an advisory basis, the compensation of the named executive officers disclosed in its proxy statement, including the “Compensation Discussion and Analysis” section, the compensation tables and any related materials disclosed in its proxy statement. The voting regarding this resolution was as follows:

Votes For	Votes Against	Abstentions	Broker Non-Votes
103,688,472	6,456,109	5,630,750	21,589,477

Proposal 3: Ratification of the Appointment of Deloitte & Touche LLP as Independent Registered Public Accountants
Great Plains Energy submitted a proposal for its shareholders to ratify the Audit Committee's appointment of Deloitte & Touche LLP as its independent public accountants for 2013. The voting regarding this proposal was as follows:

Votes For	Votes Against	Abstentions
135,614,369	1,275,794	474,645

KANSAS CITY POWER & LIGHT COMPANY

Information regarding the election of KCP&L directors is omitted in reliance on Instruction 5 to Item 5.07 of Form 8-K.

ITEM 6. EXHIBITS

Exhibit Number		Description of Document	Registrant
4.1	*	Supplemental Indenture No. 4 dated as of March 11, 2013 between KCP&L and The Bank of New York Mellon Trust Company, N.A., as Trustee (Exhibit 4.1 to Form 8-K filed on March 14, 2013).	Great Plains Energy KCP&L
10.1	+	Form of 2013 three-year Performance Share Agreement.	Great Plains Energy KCP&L
10.2	+	Form of 2013 Restricted Stock Agreement.	Great Plains Energy KCP&L
10.3	+	Great Plains Energy Incorporated Long-Term Incentive Plan Awards Standards and Performance Criteria Effective as of January 1, 2013.	Great Plains Energy KCP&L
10.4	+	Great Plains Energy Incorporated, Kansas City Power & Light Company and KCP&L Greater Missouri Operations Company Annual Incentive Plan amended effective as of January 1, 2013.	Great Plains Energy KCP&L
31.1		Rule 13a-14(a)/15d-14(a) Certification of Terry Bassham.	Great Plains Energy
31.2		Rule 13a-14(a)/15d-14(a) Certification of James C. Shay.	Great Plains Energy
31.3		Rule 13a-14(a)/15d-14(a) Certification of Terry Bassham.	KCP&L
31.4		Rule 13a-14(a)/15d-14(a) Certification of James C. Shay.	KCP&L
32.1	**	Section 1350 Certifications.	Great Plains Energy
32.2	**	Section 1350 Certifications.	KCP&L
101.INS		XBRL Instance Document.	Great Plains Energy KCP&L
101.SCH		XBRL Taxonomy Extension Schema Document.	Great Plains Energy KCP&L
101.CAL		XBRL Taxonomy Extension Calculation Linkbase Document.	Great Plains Energy KCP&L
101.DEF		XBRL Taxonomy Extension Definition Linkbase Document.	Great Plains Energy KCP&L
101.LAB		XBRL Taxonomy Extension Labels Linkbase Document.	Great Plains Energy KCP&L
101.PRE		XBRL Taxonomy Extension Presentation Linkbase Document.	Great Plains Energy KCP&L

* Filed with the SEC as exhibits to prior SEC filings and are incorporated herein by reference and made a part hereof. The SEC filings and the exhibit number of the documents so filed, and incorporated herein by reference, are stated in parenthesis in the description of such exhibit.

** Furnished and shall not be deemed filed for the purpose of Section 18 of the Securities Exchange Act of 1934, as amended (the Exchange Act). Such document shall not be incorporated by reference into any registration statement or other document pursuant to the Exchange Act or the Securities Act of 1933, as amended, unless otherwise indicated in such registration statement or other document.

+ Indicates management contract or compensatory plan or arrangement.

Copies of any of the exhibits filed with the SEC in connection with this document may be obtained from Great Plains Energy or KCP&L, as applicable, upon written request.

The registrants agree to furnish to the SEC upon request any instrument with respect to long-term debt as to which the total amount of securities authorized does not exceed 10% of total assets of such registrant and its subsidiaries on a consolidated basis.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, Great Plains Energy Incorporated and Kansas City Power & Light Company have duly caused this report to be signed on their behalf by the undersigned, thereunto duly authorized.

GREAT PLAINS ENERGY INCORPORATED

Dated:	May 9, 2013	By: /s/ Terry Bassham (Terry Bassham) (Chief Executive Officer)
Dated:	May 9, 2013	By: /s/ Lori A. Wright (Lori A. Wright) (Principal Accounting Officer)

KANSAS CITY POWER & LIGHT COMPANY

Dated:	May 9, 2013	By: /s/ Terry Bassham (Terry Bassham) (Chief Executive Officer)
Dated:	May 9, 2013	By: /s/ Lori A. Wright (Lori A. Wright) (Principal Accounting Officer)

PERFORMANCE SHARE AGREEMENT

THIS PERFORMANCE SHARE AGREEMENT (the “Award Agreement”) is entered into as of March 5, 2013 (the “Grant Date”), by and between Great Plains Energy Incorporated (the “Company”) and _______________________ (the “Grantee”). All capitalized terms in this Award Agreement that are not defined herein shall have the meanings ascribed to such terms in the Company's Amended Long-Term Incentive Plan, as amended as of May 3, 2011 (the “Plan”).

WHEREAS, the Grantee is employed by the Company or one of its subsidiaries in a key capacity, and the Company desires to (i) encourage the Grantee to acquire a proprietary and vested long-term interest in the growth and performance of the Company, (ii) provide the Grantee with an incentive to enhance the value of the Company for the benefit of its customers and shareholders, and (iii) encourage the Grantee to remain in the employ of the Company as one of the key employees upon whom the Company's success depends; and

WHEREAS, the Company wishes to grant to Grantee, and Grantee wishes to accept, an Award of Performance Shares as approved on February 12, 2013, pursuant to the terms and conditions of the Plan and this Award Agreement.

NOW, THEREFORE, in consideration of the covenants and agreements herein contained, the parties hereto agree as follows:

1. Performance Share Award. The Company hereby grants to the Grantee an Award of _________ Performance Shares for the three-year period ending December 31, 2015, (the “Award Period”). The Performance Shares may be earned based upon the Company's performance as set forth in Appendix A.

2. Terms and Conditions. The Award of Performance Shares is subject to the following terms and conditions:

   a. The Performance Shares shall be credited with a hypothetical cash credit equal to the per share dividend paid on the Company's common stock as of the date of any such dividend paid during the entire Award Period, and not just the period of time after the Grant Date. At the end of the Award Period and provided the Performance Shares have not been forfeited in accordance with the terms of the Plan, the Grantee shall be paid, in a lump sum cash payment, the aggregate amount of such hypothetical dividend equivalents.

   b. No Company common stock will be delivered under this or any other outstanding awards of performance shares until either (i) the Grantee (or the Grantee's successor) has paid to the Company the amount that must be withheld under federal, state and local income and employment tax laws or (ii) the Grantee and the Company have made satisfactory provision for the payment of such taxes. The Company shall first withhold such taxes from the cash portion, if any, of the Award. To the extent the cash portion of the Award is insufficient to cover the full withholding amount, unless otherwise elected by the Grantee or not permitted by the Compensation and Development Committee (which may disallow share withholding at any time), the remaining tax withholding will be accomplished through the Company's withholding of a number of shares having a Fair Market Value equal to the Company's applicable tax withholding obligation.

As an alternative to the Company retaining that number of shares (valued at their Fair Market Value) necessary to satisfy the Company's applicable tax withholding obligations, the Grantee or the Grantee's successor may elect to make a cash payment to the Company in an amount equal to the Company's applicable tax withholding obligation. If the Grantee desires to satisfy his or her remaining tax withholding liability through a cash payment to the Company, or to have shares withheld having a Fair Market Value in excess of the Company's minimum state income tax withholding obligation (but in no event in excess of the state's highest marginal tax rate), the Grantee must make a withholding election on the form provided by the Corporate Secretary of the Company and return it to the designated person set forth on the form no later than the date specified thereon (which shall in no event be more than thirty (30) days from the Grant Date of the Award). Following satisfaction of all tax withholding liabilities, the Company will release or deliver, as applicable, the shares owed to the Grantee.

c. The Company will, to the full extent permitted by law, have the discretion based on the particular facts and circumstances to require that the Grantee reimburse the Company for all or any portion of any awards if and to the extent the awards reflected the achievement of financial results that were subsequently the subject of a restatement, or the achievement of other objectives that were subsequently found to be inaccurately measured, and a lower award would have occurred based upon the restated financial results or inaccurately measured objectives. The Company may, in its discretion, (i) seek repayment from the Grantee; (ii) reduce the amount that would otherwise be payable to the Grantee under current or future awards; (iii) withhold future equity grants or salary increases; (iv) pursue other available legal remedies; or (v) any combination of these actions. The Company may take such actions against any Grantee, whether or not such Grantee engaged in any misconduct or was otherwise at fault with respect to such restatement or inaccurate measurement. The Company will, however, not seek reimbursement with respect to any awards paid more than three years prior to such restatement or the discovery of inaccurate measurements, as applicable.

d. Except as otherwise specifically provided herein, the Award of Performance Shares is subject to and governed by the applicable terms and conditions of the Plan, which are incorporated herein by reference.

1. Amendment. This Agreement may be amended only in the manner provided by the Company evidencing both parties' agreement to the amendment. This Agreement may also be amended, without prior notice to Grantee and without Grantee's consent prior to any Change in Control by the Committee if the Committee in good faith determines the amendment does not materially adversely affect any of Grantee's rights under this Agreement.

2. Entire Agreement. This Agreement contains the entire agreement between the parties with respect to the subject matter hereof, and supersedes all prior agreements or understandings between the parties relating thereto.

GREAT PLAINS ENERGY INCORPORATED

By: ____
Terry Bassham

____
____
Grantee

March _____, 2013

APPENDIX A

2013 - 2015 Performance Criteria

Objective	Weighted (Percent)	Threshold (50%)	Threshold (100%)	Stretch (150%)	Superior (200%)
1. Three-year (2013-2015) Average FFO to Total Adjusted Debt[1]	50%	14.5%	15.0%	15.5%	16.0%
2. Total Shareholder Return (TSR) versus EEI Index[2]	50%	See Below			

[1] S&P calculation of FFO to total adjusted debt. This is a financial measure that is not calculated in accordance with generally accepted accounting principles ("GAAP").
[2] TSR is compared to an industry peer group of the Edison Electric Institute (EEI) index of electric companies during the three-year measurement period from 2013-2015. At the end of the three-year measurement period, the Company will assess its total shareholder return compared to the EEI index. Depending on how the Company ranks, the executive will receive a percentage of the performance share grants according to the following table:

Percentile Rank	Payout Amount (Percent of Target)
75^{th} and above	200%
60^{th} to 74^{th}	150%
40^{th} to 59^{th}	100%
25^{th} to 39^{th}	50%
24^{th} and below	0%

RESTRICTED STOCK AGREEMENT

THIS RESTRICTED STOCK AGREEMENT (the “Award Agreement”) is entered into as of March 5, 2013 (the “Grant Date”), by and between Great Plains Energy Incorporated (the “Company”) and ________________________ (the “Grantee”). All capitalized terms in this Award Agreement that are not defined herein shall have the meanings ascribed to such terms in the Company's Amended Long-Term Incentive Plan, as amended as of May 3, 2011 (the “Plan”).

WHEREAS, the Grantee is employed by the Company or one of its subsidiaries in a key capacity, and the Company desires to (i) encourage the Grantee to acquire a proprietary and vested long-term interest in the growth and performance of the Company, (ii) provide the Grantee with an incentive to enhance the value of the Company for the benefit of its customers and shareholders, and (iii) encourage the Grantee to remain in the employ of the Company as one of the key employees upon whom the Company's success depends; and

WHEREAS, the Company wishes to grant to Grantee, and Grantee wishes to accept, an Award of Restricted Stock as approved on February 12, 2013, pursuant to the terms and conditions of the Plan and this Award Agreement.

NOW, THEREFORE, in consideration of the covenants and agreements herein contained, the parties hereto agree as follows:

1. Restricted Stock Award. The Company hereby grants to the Grantee an Award of ________ shares of Restricted Stock subject to the restrictions provided herein.

2. Terms and Conditions. The Award of Restricted Stock is subject to the following terms and conditions:

   a. The Restricted Stock granted hereunder will be held in book entry and may not be sold, transferred, pledged, hypothecated or otherwise transferred other than as provided in the Plan. The restrictions will terminate on March 7, 2016 (the “Restriction Period”). If Grantee's employment terminates for any reason before the end of the Restriction Period, the Restricted Stock (and any additional shares attributable to reinvested dividends) will be forfeited.

   b. Dividends with respect to the Restricted Stock shall be paid and reinvested during the period under the Company's Dividend Reinvestment and Direct Stock Purchase Plan. Such reinvested dividends shall be subject to the same restrictions as the Restricted Stock.

   c. No Company common stock will be released from the restrictions under this or any other outstanding awards of restricted stock until either (i) the Grantee (or the Grantee's successor) has paid to the Company the amount that must be withheld under federal, state and local income and employment tax laws or (ii) the Grantee and the Company have made satisfactory provision for the payment of such taxes. Unless otherwise elected by the Grantee or not permitted by the Compensation and

Development Committee (which may disallow share withholding at any time), all tax withholding will be accomplished through the Company's withholding of a number of shares having a Fair Market Value equal to the Company's applicable tax withholding obligation.

As an alternative to the Company retaining that number of shares (valued at their Fair Market Value) necessary to satisfy the Company's applicable tax withholding obligations, the Grantee or the Grantee's successor may elect to make a cash payment to the Company in an amount equal to the Company's applicable tax withholding obligation. If the Grantee desires to satisfy his or her tax withholding liability through a cash payment to the Company, or to have shares withheld having a Fair Market Value in excess of the Company's minimum state income tax withholding obligation (but in no event in excess of the state's highest marginal tax rate), the Grantee must make a withholding election on the form provided by the Corporate Secretary of the Company and return it to the designated person set forth on the form no later than the date specified thereon (which shall in no event be more than thirty (30) days from the Grant Date of the Award). Following satisfaction of all tax withholding liabilities, the Company will release or deliver, as applicable, the shares owed to the Grantee.

d. The Company will, to the full extent permitted by law, have the discretion based on the particular facts and circumstances to require that the Grantee reimburse the Company for all or any portion of any awards if and to the extent the awards reflected the achievement of financial results that were subsequently the subject of a restatement, or the achievement of other objectives that were subsequently found to be inaccurately measured, and a lower award would have occurred based upon the restated financial results or inaccurately measured objectives. The Company may, in its discretion, (i) seek repayment from the Grantee; (ii) reduce the amount that would otherwise be payable to the Grantee under current or future awards; (iii) withhold future equity grants or salary increases; (iv) pursue other available legal remedies; or (v) any combination of these actions. The Company may take such actions against the Grantee, whether or not the Grantee engaged in any misconduct or was otherwise at fault with respect to such restatement or inaccurate measurement. The Company will, however, not seek reimbursement with respect to any awards paid more than three years prior to such restatement or the discovery of inaccurate measurements, as applicable.

e. Except as otherwise specifically provided herein, the Award of Restricted Stock is subject to and governed by the applicable terms and conditions of the Plan, which are incorporated herein by reference.

3. <u>Amendment</u>. This Agreement may be amended only in the manner provided by the Company evidencing both parties' agreement to the amendment. This Agreement may also be amended, without prior notice to Grantee and without Grantee's consent prior to any Change in Control by the Committee if the Committee in good faith determines the amendment does not materially adversely affect any of Grantee's rights under this Agreement.

4. <u>Entire Agreement</u>. This Agreement contains the entire agreement between the parties with respect to the subject matter hereof, and supersedes all prior agreements or understandings between the parties relating thereto.

GREAT PLAINS ENERGY INCORPORATED

By: ______________________________	By: ______________________________
	______________________
Terry Bassham	Grantee
	Dated: _______________ ____, 2013

Great Plains Energy Incorporated
Long-Term Incentive Plan

Awards Standards and Performance Criteria
Effective as of January 1, 2013

Objective

The purpose of the Great Plains Energy Incorporated (“Great Plains Energy” or the “Company”) Amended Long-Term Incentive Plan (the “Plan”) is to encourage officers and other key employees to acquire a proprietary and vested interest in the growth and performance of the Company; to generate an increased incentive to enhance the value of the Company for the benefit of its customers and shareholders; and to aid in the attraction and retention of the qualified individuals upon whom the Company's success largely depends. The Plan provides equity incentives for the achievement of performance objectives over a multi-year period.

Eligible employees include officers and other key employees of Great Plains Energy, Kansas City Power & Light Company (“KCP&L”), and KCP&L Greater Missouri Operations Company (“GMO”) (“participants”), as approved by the Compensation and Development Committee (“Committee”) of the Board of Directors of the Company.

Awards

Awards generally are recommended by the Committee and approved by the independent members of the Board of Directors and set as a percentage of the participant's base salary. Percentages will vary based on level of responsibility, market data, and internal comparisons. Awards generally will be based on a dollar amount which will then be converted to shares of restricted stock, performance shares, or a combination of both, as determined by the independent members of the Board of Directors, using the Fair Market Value as of the grant date.

Performance Criteria

The amount of an individual participant's performance share award will be determined based on performance against the specific objectives and performance levels approved by the independent members of the Board of Directors. Each participant will receive an award agreement including, among other things, the applicable objectives and performance levels. These objectives and performance levels will also be attached as an appendix to this document.

Payment and Awards

Time-based restricted stock will be payable in shares of Company common stock unless otherwise determined by the Committee. Dividends accrued on the restricted stock will be reinvested during the period under the Company's Dividend Reinvestment and Direct Stock Purchase Plan and will also be paid in stock at the end of the period. Restricted stock is issued in the name of the participant; consequently, the participant will have the right to vote the restricted stock during the period.

Performance shares will be paid with a combination of cash sufficient, in combination with the cash dividend equivalents, to satisfy withholding taxes, with the remainder of the payment in shares of Company common stock, unless otherwise determined by the Committee. Dividend equivalents over the performance period will be calculated on the actual number of performance shares earned and paid in cash.

Earned performance share awards will be payable to each participant as soon as practicable after the end of the performance period, subject to Committee verification of performance. To the extent practicable, performance share payments shall occur during an “open window” period.

Additional Terms and Conditions

All awards will be subject to additional requirements and conditions, including, but not limited to, provisions relating to applicable tax withholding, potential recoupment of compensation in the event of financial error, accounting misstatements or accounting restatements, or any other requirements, terms or conditions set forth in the applicable award agreement.

Administration

The Committee has the full power and authority to administer, and interpret the provisions of, the Plan. The Committee has the power and authority to add, delete and modify the provisions of this document at any time. This document does not replace or change the provisions or terms of the Plan; in the event of conflicts between this document and the Plan, the Plan is controlling.

Adopted by the independent members of
the Board of Directors on February 12, 2013

By:______________________________
Robert H. West, Lead Director

Appendix

2013 - 2015 Performance Criteria

Objective	Weighted (Percent)	Threshold (50%)	Threshold (100%)	Stretch (150%)	Superior (200%)
1. Three-year (2013-2015) Average FFO to Total Adjusted Debt[1]	50%	14.5%	15.0%	15.5%	16.0%
2. Total Shareholder Return (TSR) versus EEI Index[2]	50%	See Below			

[1] S&P calculation of FFO to total adjusted debt. This is a financial measure that is not calculated in accordance with generally accepted accounting principles ("GAAP").
[2] TSR is compared to an industry peer group of the Edison Electric Institute (EEI) index of electric companies during the three-year measurement period from 2013-2015. At the end of the three-year measurement period, the Company will assess its total shareholder return compared to the EEI index. Depending on how the Company ranks, the executive will receive a percentage of the performance share grants according to the following table:

Percentile Rank	Payout Amount (Percent of Target)
75^{th} and above	200%
60^{th} to 74^{th}	150%
40^{th} to 59^{th}	100%
25^{th} to 39^{th}	50%
24^{th} and below	0%

Great Plains Energy Incorporated
Kansas City Power & Light Company
KCP&L Greater Missouri Operations Company

Annual Incentive Plan
Amended effective as of January 1, 2013

Objective

The Great Plains Energy Incorporated ("Great Plains Energy" or the "Company"), Kansas City Power & Light Company ("KCP&L"), and KCP&L Greater Missouri Operations Company ("GMO") Annual Incentive Plan (the "Plan") is designed to motivate and reward officers for the achievement of specific key financial and business goals and to also reward individual performance. By providing market-competitive target awards, the Plan supports the attraction and retention of senior executive talent critical to achieving Great Plains Energy's strategic business objectives.

Eligible participants shall be those officers of Great Plains Energy, KCP&L and/or GMO ("participants"), as approved by the Compensation and Development Committee ("Committee") of the Board of Directors.

Awards

Awards are recommended by the Committee and approved by the independent members of the Board of Directors, and set as a percentage of the participant's base salary. Percentages will vary based on level of responsibility, market data and internal comparisons.

Plan Year and Incentive Objectives

The fiscal year ("Plan Year") of the Plan will be the fiscal year beginning on January 1 and ending on December 31. Within the first 90 days of the Plan Year, the Committee will recommend for approval by the independent members of the Board of Directors specific annual objectives and performance levels that are applicable to each participant. The amount of an individual participant's award will be determined based on performance against the specific objectives and performance levels approved by the independent members of the Board of Directors. Objectives and performance levels for each Plan Year will be fixed for the Plan Year and will be changed only upon the approval of the independent members of the Board of Directors. Each participant will be provided a copy of the applicable objectives and performance levels within the first 90 days of the year, which will also be attached as an appendix to this document.

Payment of Awards

Earned awards will be payable to each participant after the completion of the Plan Year, following the determination by the Committee of the achievement level for each of the relevant objectives and the date payment will be made. The awards will be paid, in the sole discretion of the Committee, in cash, Company stock (in the form of "Bonus Shares" under the Company's Long-Term Incentive Plan, as may be amended or restated), or a combination of cash and stock, except to the extent receipt of payment is properly deferred under the Nonqualified Deferred Compensation Plan.

An award for a person who becomes a participant during a Plan Year will be prorated unless otherwise determined by the Committee. A participant who retires during a Plan Year will receive a prorated award unless otherwise determined by the Committee. Prorated awards will be payable in the event of death or disability of the participant. Proration shall be calculated using the number of months elapsed in the year prior to the event, based on the following conventions: If the event occurs between the first and fifteenth day of a month, it shall be deemed to have occurred on the first of the month; and if the event occurs subsequent to the fifteenth day of a month, it shall be deemed to have occurred on the first day of the following month. A participant who terminates employment with the Company prior to the date awards are paid shall forfeit all awards unless otherwise determined by the Committee in its sole discretion.

The Company may deduct from the cash portion of the award all applicable withholding and other taxes applicable to the entire award. No Company common stock will be paid under an award until the participant (or the participant's successor) has paid to the Company the amount that must be withheld under federal, state and local income and employment tax laws or the participant and the Company have made satisfactory provision for the payment of such taxes. As an alternative to making a cash payment to satisfy the applicable withholding taxes, the participant or the participant's successor may elect to have the Company retain that number of shares (valued at their Fair Market Value, as that term is defined in the Company's Long-Term Incentive Plan, as may be amended or restated) that would satisfy the applicable withholding taxes, subject to the Committee's continuing authority to require cash payment notwithstanding participant's election.

To the extent the participant elects to have shares withheld to cover the applicable minimum withholding requirements, and has not already done so, the participant must complete a withholding election on the form provided by the Corporate Secretary of the Company and return it to the designated person set forth on the form no later than the date specified thereon (which shall in no event be more than thirty days from the grant date of the award). The participant may elect on such form to deliver additional shares for withholding above the minimum required withholding rate, but not to exceed the participant's individual marginal tax rate. To the extent no withholding election is made before the date specified, the participant is required to pay the Company the amount of federal, state and local income and employment tax withholdings by cash or check at the time the participant recognizes income with respect to such shares, or must make other arrangements satisfactory to the Company to satisfy the tax withholding obligations after which the Company will release or deliver, as applicable, to the participant the full number of shares.

The Company will, to the full extent permitted by law, have the discretion based on the particular facts and circumstances, to require that each participant reimburse the Company for all or any portion of any awards if and to the extent the awards reflected the achievement of financial results that were subsequently the subject of a restatement, or the achievement of other objectives that were subsequently found to be inaccurately measured, and a lower award would have occurred based upon the restated financial results or inaccurately measured objectives. The Company may, in its discretion, (i) seek repayment from the participants; (ii) reduce the amount that would otherwise be payable to the participants under current or future awards; (iii) withhold future equity grants or salary increases; (iv) pursue other available legal remedies; or (v) any combination of these actions. The Company may take such actions against any participant, whether or not such participant engaged in any misconduct or was otherwise at fault with respect to such restatement or inaccurate measurement. The Company will, however, not seek reimbursement with respect to any awards paid more than three years prior to such restatement or the discovery of inaccurate measurements, as applicable.

Administration

The Committee has the full power and authority to interpret the provisions of the Plan. The independent members of the Board of Directors have the exclusive right to terminate, modify, change, or alter the plan at any time.

Adopted by the independent members of
the Board of Directors on February 12, 2013

By:______________________________
Robert H. West, Lead Director

<table>
<tr><th colspan="7">2013 Annual Incentive Plan Objectives and Performance Levels</th></tr>
<tr><th colspan="2" rowspan="2">Objectives</th><th rowspan="2">Weighting</th><th colspan="4">2013 Targets</th></tr>
<tr><th>Threshold
50%</th><th>Target
100%</th><th>Stretch
150%</th><th>Superior
200%</th></tr>
<tr><td rowspan="2">Financial Objective 50% of Payout</td><td colspan="6">Financial Objectives</td></tr>
<tr><td>Earning Per Share</td><td>50%</td><td>$1.54 *1</td><td>$1.57</td><td>$1.60</td><td>$1.64</td></tr>
<tr><td rowspan="6">Key Business Objectives 30% of Payout</td><td colspan="6">Key Business Objectives</td></tr>
<tr><td>Days Away, Restricted or Transferred (DART)</td><td>10%</td><td>1.04</td><td>0.90</td><td>0.77</td><td>0.51</td></tr>
<tr><td>SAIDI (System-wide Reliability in Minutes)</td><td>5%</td><td>94.96</td><td>90.60</td><td>86.24</td><td>81.88</td></tr>
<tr><td>Percent Equivalent Availability (Coal Units,
Peak Months (Winter & Summer)</td><td>5%</td><td>81.9%</td><td>86.8%</td><td>87.7%</td><td>89.5%</td></tr>
<tr><td>Percent Equivalent Availability (Nuclear Only)</td><td>5%</td><td>80.4%</td><td>83%</td><td>83.8%</td><td>84.6%</td></tr>
<tr><td>JD Power Customer Satisfaction Index (Residential
Customer Satisfaction)</td><td>5%</td><td>Bottom Half Tier 2</td><td>Top Half Tier 2</td><td>Bottom Half Tier 1</td><td>Top Half Tier 1</td></tr>
<tr><td rowspan="3">Individual Performance 20% of Payout</td><td colspan="6">Individual Performance</td></tr>
<tr><td>Individual Performance</td><td>20%</td><td>50%</td><td>100%</td><td>150%</td><td>200%</td></tr>
<tr><td colspan="6"></td></tr>
<tr><td colspan="7">*1 - Financial Objective will not payout until Budget is achieved and each subsequent levels will be earned (covered) before paid.</td></tr>
</table>

Exhibit 31.1

CERTIFICATIONS

I, Terry Bassham, certify that:

1. I have reviewed this quarterly report on Form 10-Q of Great Plains Energy Incorporated;

2. Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report;

3. Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this report;

4. The registrant's other certifying officer(s) and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f)) for the registrant and have:

   (a) Designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared;

   (b) Designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles;

   (c) Evaluated the effectiveness of the registrant's disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; and

   (d) Disclosed in this report any change in the registrant's internal control over financial reporting that occurred during the registrant's most recent fiscal quarter (the registrant's fourth fiscal quarter in the case of an annual report) that has materially affected, or is reasonably likely to materially affect, the registrant's internal control over financial reporting; and

5. The registrant's other certifying officer(s) and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrant's auditors and the audit committee of the registrant's board of directors (or persons performing the equivalent functions):

   (a) All significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrant's ability to record, process, summarize and report financial information; and

   (b) Any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant's internal control over financial reporting.

Date: May 9, 2013

/s/ Terry Bassham
Terry Bassham
Chairman, Chief Executive Officer and President

Exhibit 31.2

CERTIFICATIONS

I, James C. Shay, certify that:

1. I have reviewed this quarterly report on Form 10-Q of Great Plains Energy Incorporated;

2. Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report;

3. Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this report;

4. The registrant's other certifying officer(s) and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f)) for the registrant and have:

    (a) Designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared;

    (b) Designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles;

    (c) Evaluated the effectiveness of the registrant's disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; and

    (d) Disclosed in this report any change in the registrant's internal control over financial reporting that occurred during the registrant's most recent fiscal quarter (the registrant's fourth fiscal quarter in the case of an annual report) that has materially affected, or is reasonably likely to materially affect, the registrant's internal control over financial reporting; and

5. The registrant's other certifying officer(s) and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrant's auditors and the audit committee of the registrant's board of directors (or persons performing the equivalent functions):

    (a) All significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrant's ability to record, process, summarize and report financial information; and

    (b) Any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant's internal control over financial reporting.

Date:	May 9, 2013	/s/ James C. Shay
		James C. Shay Senior Vice President - Finance and Strategic Development and Chief Financial Officer

Exhibit 31.3

CERTIFICATIONS

I, Terry Bassham, certify that:

1. I have reviewed this quarterly report on Form 10-Q of Kansas City Power & Light Company;

2. Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report;

3. Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this report;

4. The registrant's other certifying officer(s) and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f)) for the registrant and have:

   (a) Designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared;

   (b) Designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles;

   (c) Evaluated the effectiveness of the registrant's disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; and

   (d) Disclosed in this report any change in the registrant's internal control over financial reporting that occurred during the registrant's most recent fiscal quarter (the registrant's fourth fiscal quarter in the case of an annual report) that has materially affected, or is reasonably likely to materially affect, the registrant's internal control over financial reporting; and

5. The registrant's other certifying officer(s) and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrant's auditors and the audit committee of the registrant's board of directors (or persons performing the equivalent functions):

   (a) All significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrant's ability to record, process, summarize and report financial information; and

   (b) Any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant's internal control over financial reporting.

Date: May 9, 2013

/s/ Terry Bassham
Terry Bassham
Chairman, Chief Executive Officer and President

CERTIFICATIONS

I, James C. Shay, certify that:

1. I have reviewed this quarterly report on Form 10-Q of Kansas City Power & Light Company;

2. Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report;

3. Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this report;

4. The registrant's other certifying officer(s) and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f)) for the registrant and have:

   (a) Designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared;

   (b) Designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles;

   (c) Evaluated the effectiveness of the registrant's disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; and

   (d) Disclosed in this report any change in the registrant's internal control over financial reporting that occurred during the registrant's most recent fiscal quarter (the registrant's fourth fiscal quarter in the case of an annual report) that has materially affected, or is reasonably likely to materially affect, the registrant's internal control over financial reporting; and

5. The registrant's other certifying officer(s) and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrant's auditors and the audit committee of the registrant's board of directors (or persons performing the equivalent functions):

   (a) All significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrant's ability to record, process, summarize and report financial information; and

   (b) Any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant's internal control over financial reporting.

Date:	May 9, 2013	/s/ James C. Shay
		James C. Shay Senior Vice President - Finance and Strategic Development and Chief Financial Officer

Exhibit 32.1

Certification of CEO and CFO Pursuant to
18 U.S.C. Section 1350,
as Adopted Pursuant to
Section 906 of the Sarbanes-Oxley Act of 2002

In connection with the quarterly report on Form 10-Q of Great Plains Energy Incorporated (the "Company") for the quarterly period ended March 31, 2013, as filed with the Securities and Exchange Commission on the date hereof (the "Report"), Terry Bassham, as Chairman, Chief Executive Officer and President of the Company, and James C. Shay, as Senior Vice President - Finance and Strategic Development and Chief Financial Officer of the Company, each hereby certifies, pursuant to 18 U.S.C. Section 1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002, that, to the best of his knowledge:

(1) The Report fully complies with the requirements of Section 13(a) or 15(d) of the Securities Exchange Act of 1934; and

(2) The information contained in the Report fairly presents, in all material respects, the financial condition and results of operations of the Company.

	/s/ Terry Bassham
Name:	Terry Bassham
Title:	Chairman, Chief Executive Officer and President
Date:	May 9, 2013

	/s/ James C. Shay
Name:	James C. Shay
Title:	Senior Vice President - Finance and Strategic Development and Chief Financial Officer
Date:	May 9, 2013

Exhibit 32.2

Certification of CEO and CFO Pursuant to
18 U.S.C. Section 1350,
as Adopted Pursuant to
Section 906 of the Sarbanes-Oxley Act of 2002

In connection with the quarterly report on Form 10-Q of Kansas City Power & Light Company (the "Company") for the quarterly period ended March 31, 2013, as filed with the Securities and Exchange Commission on the date hereof (the "Report"), Terry Bassham, as Chairman, Chief Executive Officer and President of the Company, and James C. Shay, as Senior Vice President - Finance and Strategic Development and Chief Financial Officer of the Company, each hereby certifies, pursuant to 18 U.S.C. Section 1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002, that, to the best of his knowledge:

(1) The Report fully complies with the requirements of Section 13(a) or 15(d) of the Securities Exchange Act of 1934; and

(2) The information contained in the Report fairly presents, in all material respects, the financial condition and results of operations of the Company.

	/s/ Terry Bassham
Name:	Terry Bassham
Title:	Chairman, Chief Executive Officer and President
Date:	May 9, 2013
	/s/ James C. Shay
Name:	James C. Shay
Title:	Senior Vice President - Finance and Strategic Development and Chief Financial Officer
Date:	May 9, 2013