

SCHEDULE 14A INFORMATION
PROXY STATEMENT PURSUANT TO SECTION 14(a) OF THE
SECURITIES EXCHANGE ACT OF 1934

Filed by the Registrant [X]
Filed by a Party other than the Registrant []

Check the appropriate box:

- [] Preliminary Proxy Statement
 [] Confidential, for Use of the Commission Only (as permitted
by Rule 14a-6(e)(2))
- [] Definitive Proxy Statement
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240.14a-12

KANSAS CITY POWER & LIGHT COMPANY
(NAME OF REGISTRANT AS SPECIFIED IN ITS CHARTER)

Payment of Filing Fee (Check the appropriate box):

- [] \$125 per Exchange Act Rules 0-11(c)(1)(ii), 14a-6(i)(1),
14a-6(i)(2) or Item 22(a)(2) of Schedule 14A.
- [] \$500 per each party to the controversy pursuant to Exchange
Act Rule 14a-6(i)(3).
- [] Fee computed on table below per Exchange Act Rules
14a-6(i)(4) and 0-11.

- (1) Title of each class of securities to which transaction
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[Excerpt from KCPL employee newsletter]

KCPL BOARD REAFFIRMS SUPPORT FOR UTILICORP MERGER

After clearing the Securities and Exchange Commission,
Western Resources wasted no time making formal its hostile
stock exchange offer. As required by law and dictated by
prudence, KCPL's Board of Directors met to consider
Western's offer and provide a response.

As it has since Western began its hostile move in
April, KCPL's board again reaffirmed its support for a
strategic merger with UtiliCorp. With one member absent due
to illness, those directors present unanimously voted to

recommend that KCPL shareholders reject Western's exchange offer.

In the company's official response to Western, President Drue Jennings said, "There are many reasons why we think that Western is an unattractive partner. Of paramount concern is our belief that Western's hostile offer is based on a number of faulty assumptions that raise serious questions as to Western's financial prospects and its ability to sustain dividends at its promised dividend rate."

Jennings reiterated the primary areas of concern:

- - Western faces significant rate reductions that KCPL believes will imperil its ability to sustain promised dividends.
- - KCPL believes that reductions in merger-related savings realized and/or retained will further hamper Western's ability to make its promised dividend payments.
- - KCPL believes that Western will be under pressure to reduce rates for its KGE customers, further threatening its ability to make its promised dividend payments.
- - KCPL/Western combination would concentrate risk in a single asset and a single geographic market.
- - The KCPL board questions Western's commitment to KCPL employees because Western's filings with the Kansas Corporation Commission state that 531 employee positions will be eliminated and all resulting savings will be available by Jan. 1, 1998.
- - Western's hostile offer is conditioned on its transaction being accounted for as a "pooling of interests," and KCPL does not believe that such accounting treatment will be available.

In his letter to shareholders dated July 5, Jennings included a chart that explains KCPL's belief that Western's earnings forecasts and merger-related savings estimates are overstated. A full copy of that letter and the news release describing the reasons for the board's action are available through Merger Central (see page 3), KCPL's website and Merger Update in CorpInfo.