FORM 4

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

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UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, DC 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(f) of the Investment Company Act of 1940

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(Print or Type Respon	ises)				1933 01 500	2000 30	0(1) 01 1	ine mve	sumer	it Com	pany A	ct 01 1940				
1. Name and Address DOWNEY	s of Reporting Per William	2. Issuer Name and Ticker or Trading Symbol Great Plains Energy					Stateme /lonth/D ′ear		6. Relationship of Reporting Person(s) to Issuer (Check all applicable)							
	vv miam	Н.		Incorporated (GXP)								ctor		10% Owner		
(Last) 1201 Walnut	(First) (Mi							09-06-2002		<u>X</u> Offic Executiv	er (give title below) ve Vice President	_	Other (specify below)			
(Street) Kansas City, MO 64106					3. I.R.S. Identification Number of Reporting Person, if an entity (Voluntary)					ment, ay/	<u>X</u> Forr	idual or Joint/Group Filing (Check Applicable Line) rm filed by One Reporting Person rm filed by More than One Reporting Person				
	(01010)	(219)		Ta	ble I ¾ Non-Der	ivative Se	curities A	Acquired, D	ispose	d of, or B	eneficially	v Owned				
1. Title of Security (Instr. 3)	Da			e Execution nth/Day/ r) (Month/ Day/Year) Code (Instr.8)			or Disp	ecurities Acquired (A) r Disposed of (D) nstr. 3, 4 and 5) (A) or (D) Price			5. Amount of Securities Beneficially Owned at End of Month (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)			
Common Stock(1)			09-0	6-02	09-09-2002	Р		12	2 A	\$19.7389		173	I	401-k		
Common Stock												4,000	D			

1. Shares acquired through participation in the Company's 401-k Plan.

FORM 4 (continued)		Table II ` Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities														
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/ Year)	3A. Deemed Execution Date, if any (Month/ Day/Year)	4. Transaction Code (Instr.8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned at End of Month (Instr. 4)	10. Ownership Form of Derivative Securities Beneficially Owned at End of Month (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares					
Stock Options (Right to Buy)(2)													40,000	D		
Performance Shares(3)													15,000	D		
											<u> </u>					
											<u> </u>					
											<u> </u>					

Explanation of Responses:

(2) Options were granted in tandem with stock appreciation rights exercisable automatically in the event of a change in control as defined by the Long-Term Incentive Plan under which they are granted. Options may be exercised with cash or previously-owned shares of Common Stock.
(3) Award of Performance Shares under the Long-Term Incentive Plan. Payment to which Grantee shall be entitled at the end of 2004 upon the performance of certain goals will be equal to the Fair Market Value of the number of shares of the Company's Common Stock equal to the number of Performance Shares earned. Payment will be made in Common Stock unless deemed otherwise.

/s/William H. Downey

September 10, 2002

**Signature of Reporting Person

Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

- * If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations.
- See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

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