

SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549

SCHEDULE 14D-1

(Amendment No. 47)

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

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

Western Resources, Inc.  
(Bidder)

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

48513410  
(CUSIP Number of Class of Securities)

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

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

Copies to:

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

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

This Amendment No.47 amends and supplements the Tender Offer Statement on Schedule 14D-1 (the "Schedule 14D-1"), originally filed by Western Resources, Inc., a Kansas corporation ("Western Resources"), on July 8, 1996 relating to the exchange offer disclosed therein to exchange all of the outstanding Shares for shares of Western Resources Common Stock upon the terms and subject to the conditions set forth in the Prospectus, dated July 3, 1996, and the related Letter of Transmittal. Capitalized terms used and not defined herein shall have the meanings set forth in the Schedule 14D-1.

Item 11. Material to be Filed as Exhibits.

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

(a)(127) News release issued on October 25, 1996.

SIGNATURE

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

WESTERN RESOURCES, INC.

Date      October 25, 1996

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

INDEX TO EXHIBITS

Exhibit No.	Description	Sequentially Numbered Pages
(a)(127)	News release issued on October 25, 1996	1

The following news release was issued on October 25, 1996.

COOL WEATHER AFFECTS EARNINGS,  
WHOLESALE SALES UP 42 PERCENT

TOPEKA, Kansas, October 25, 1996 -- Third-quarter earnings per share announced today by Western Resources of \$0.87 per common share were \$0.23 below the same quarter last year. The leading factor in the decrease was the unseasonably cool weather experienced during the summer months of July and August. Had weather been the same as last year, Western Resources' earnings would have been about \$0.26 higher per share. Cooling degree days, a measure of air conditioning demand, were 23 percent off last year's third quarter totals and 17 percent lower than normal.

Wholesale electricity sales, however, continued to show substantial advances compared to last year. For the third quarter, wholesale electric volumes were up 42 percent from last year's totals and up 40 percent year to date from 1995.

"Our continued cost control efforts, solid wholesale sales, emphasis on customer service and execution of well-considered growth initiatives contributed to a solid performance for all our companies, in spite of the mild weather," said John E. Hayes, Jr., Western Resources chairman of the board and chief executive officer.

Operating revenues for the third quarter 1996 were \$490,172,000, up four percent from last year's figure of \$470,289,000. Operating expenses rose seven percent from a year ago to \$396,585,000 compared to last year's figure of \$370,808,000. Increases in operating expenses included \$5 million in amortization expenses, the adjustment for the company's 1992 acquisition of KGE. Increases in other operations expenses were attributable to increased activity and expansion in the company's unregulated subsidiaries.

In addition to pursuing strategic, regulated acquisitions, we are increasing our company's involvement in the energy-related products and services markets. A company subsidiary, Westar Security, added customers through two more acquisitions of security firms operating in Kansas City and the southeast United States. These additions place Westar Security as the 10th largest security services company, by customer count, in the nation.

Another highlight of the third quarter was the signing of an agreement that provides for expansion into the power generation business in China. In September, we announced plans to partner with China Power International Holdings, Ltd., in power development projects involving more than 2,000 megawatts of electric generation.

Sales decreased in all electric retail classes because of the mild weather, but these slumps were offset to some extent by a two percent increase in natural gas volumes and a 25 percent increase in natural gas revenues, as compared to the third quarter of 1995.

Western Resources (NYSE:WR) is a full-service, diversified energy company with total assets of more than \$6 billion. Its utilities, KPL and KGE, operating in Kansas and Oklahoma, provide natural gas service to approximately 650,000 customers and electric service to approximately 600,000 customers. Through its unregulated subsidiaries, Westar Energy, Westar Security, Westar Capital, and The Wing Group, a full range of energy and energy-related products and services are developed and marketed in the continental U.S., and offshore.

For more information about Western Resources and its operating companies, visit us on the Internet at <http://www.wstnres.com>.

The following schedule was attached to the news release:

THIRD QUARTER REPORT  
WESTERN RESOURCES, INC.

	Quarter Ended September 30,		Twelve Months Ended September 30,	
	1996	1995	1996	1995
1. Operating Revenues	\$490,172,000	\$470,289,000	\$1,939,232,000	\$1,697,079,000
2. Net Income	\$62,949,000	\$71,905,000	\$182,964,000	\$168,584,000

3. Earnings Applicable to Common Stock	\$56,049,000	\$68,550,000	\$166,000,000	\$155,166,000
4. Average Common Shares Outstanding	64,161,329	62,243,794	63,385,462	61,874,216
5. Earnings per Average Common Share Outstanding	\$0.87	\$1.10	\$2.62	\$2.51
6. Net Utility Plant (after depreciation)	\$4,349,167,000	\$4,337,730,000		

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