
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

Amendment No. 24 to

SCHEDULE 14D-9

Solicitation/Recommendation Statement Pursuant to
Section 14(d)(4) of the Securities Exchange Act of 1934

KANSAS CITY POWER & LIGHT COMPANY
(Name of Subject Company)

KANSAS CITY POWER & LIGHT COMPANY
(Name of Person Filing Statement)

Common Stock, no par value
(Title of Class of Securities)

485134100
(CUSIP Number of Class of Securities)

Jeanie Sell Latz, Esq.
Senior Vice President-Corporate Services
Kansas City Power & Light Company
1201 Walnut
Kansas City, Missouri 64106-2124
(816) 556-2200
(Name, address and telephone number of person authorized
to receive notice and communications on behalf
of the person filing statement)

Copy to:

Nancy A. Lieberman, Esq.
Skadden, Arps, Slate, Meagher & Flom
919 Third Avenue
New York, New York 10022
(212) 735-3000

This statement amends and supplements the Solicitation/Recommendation Statement on Schedule 14D-9 of Kansas City Power & Light Company, a Missouri corporation ("KCPL"), filed with the Securities and Exchange Commission (the "Commission") on July 9, 1996, as amended, (the "Schedule 14D-9"), with respect to the exchange offer made by Western Resources, Inc., a Kansas corporation ("Western Resources"), to exchange Western Resources common stock, par value \$5.00 per share, for all of the outstanding shares of KCPL common stock, no par value ("KCPL Common Stock"), on the terms and conditions set forth in the prospectus of Western Resources dated July 3, 1996 and the related Letter of Transmittal.

Capitalized terms used and not defined herein shall have the meanings assigned to such terms in the Schedule 14D-9.

Item 9. Material to be Filed as Exhibits.

The following Exhibit is filed herewith:

Exhibit 92 Advertisements appearing in newspapers commencing August 8, 1996.

SIGNATURE

After reasonable inquiry and to the best of her knowledge and belief, the undersigned certifies that the information set forth in this Statement is true, complete and correct.

KANSAS CITY POWER & LIGHT COMPANY

By: /s/Jeanie Sell Latz
Jeanie Sell Latz
Senior Vice President-Corporate Services

Dated: August 8, 1996

EXHIBIT INDEX

Exhibit No.	Description	Page
Exhibit 92	Advertisements appearing in newspapers commencing August 8, 1996	

[Advertisements appearing in newspapers commencing August 8, 1996]

ATTENTION [KCPL logo] SHAREHOLDERS:

WESTERN RESOURCES' HOSTILE OFFER
DOESN'T ADD UP TO VALUE

- - We have carefully reviewed the terms of Western's proposed rate reduction settlement, and we believe it WILL IMPACT WESTERN'S FUTURE EARNINGS.
- - Western's proposed rate settlement results in the loss of more than \$300 million in revenue. We believe this will impact on Western's ability to pay dividends at its promised rate. Western would be required to use in 1998 MORE THAN 90% OF ITS EARNINGS TO COVER DIVIDEND PAYMENTS.
- - After all these months, Western still has not provided KCPL shareholders with an effective response to our very real concerns about Western's OVERSTATED MERGER-RELATED SAVINGS ASSUMPTIONS.

There is NO ASSURANCE that Western's hostile exchange offer -- which has been unanimously rejected by your Board -- will EVER BE COMPLETED.

THE KCPL/UTILICORP MERGER IS:

- BOARD APPROVED
- EMPLOYEE SUPPORTED
- COMMUNITY BACKED

A FAILURE to approve the KCPL/UtiliCorp merger would DEPRIVE you of its potential for growth in revenue, income and share value -- along with a dividend increase to \$1.85 per share.

The Special Meeting of Shareholders Will Be Held on August 16, 1996.

VOTE "FOR" THE KCPL/UTILICORP MERGER TODAY
ON THE WHITE PROXY CARD.

IF YOU HAVE ANY QUESTIONS OR NEED ASSISTANCE IN VOTING YOUR KCPL SHARES, CALL KCPL INVESTOR RELATIONS AT 1-800-245-5275 OR D. F. KING & CO., INC., TOLL FREE, AT 1-800-714-3312.

August 8, 1996

KANSAS CITY POWER & LIGHT COMPANY

TO KCPL SHAREHOLDERS

IF YOU CUT THROUGH ALL THE RHETORIC,
IT REALLY COMES DOWN TO

TRUST
COMMITMENT
SUPPORT
VALUE

KCPL and UtiliCorp, with a combined 193 years of delivering returns to shareholders, proven reliability for customers, rewarding careers for employees and dedicated support for community, ask you to help us create a global energy leader right here in Kansas City.

Vote FOR the KCPL merger with UtiliCorp on the WHITE proxy card.

If you have any questions about the merger or need assistance completing the white proxy card, please call KCPL Investor Relations toll free at 1-800-245-5275.

[KCPL logo]
The Energy Behind Your Ideas

August 8, 1996