SECURITIES AND EXCHANGE COMMISSION WASHINGTON, D.C. 20549

SCHEDULE 14D-1

(Amendment No. 33)

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. 33 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 ${\it 11}$ is hereby amended and supplemented by adding thereto the following:

(a)(95) Text of a news release issued on September 10, 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.

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

INDEX TO EXHIBITS

Sequentially Numbered Exhibit No. Description Pages

(a)(95) Text of a news release issued on September 10, 1996

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Exhibit No. (a)(95)

The following news release and employee update was issued on September 10, 1996:

September 10, 1996

WESTERN RESOURCES, KCPL CUSTOMERS SEE BENEFITS OF A COMBINATION, SURVEY SAYS

82 PERCENT BELIEVE QUALITY SERVICE TO REMAIN CONSISTENT, IMPROVE WITH WESTERN RESOURCES/KCPL COMBINATION

Electric customers in Kansas and western Missouri say larger utilities, such as the one created from a Western Resources/KCPL merger, are better at delivering service dependability, lower rates, and cost control, according to a survey released today.

In the survey, 65 percent agreed that, through economies of scale, larger utilities are in better positions to control costs and provide lower rates than smaller utilities. More than 82 percent of those responding expected the reliability of their service to improve or stay the same, under a proposed Western Resources/KCPL merger.

"Our goal remains to lead the industry in customer satisfaction by listening to customers, anticipating their needs, and delivering exceptional service," said John E. Hayes, Jr., Western Resources chairman of the board and chief executive officer.

"A Western Resources/KCPL combination allows us to focus on what the customer wants: a strong company providing safe, reliable, affordable products and services," said Hayes.

The survey reported that reliability from electric utilities (43 percent) rated most important and cost (38 percent) rated second most important for customers.

Of those customers surveyed, 57 percent said they received their electricity from a Western Resources company, while 38 percent said they were KCPL customers. The survey, commissioned by Western Resources and conducted by Fleishman-Hillard Opinion Research, has a margin of error of plus or minus five percentage points.

Customer surveys conducted for Western Resources since the 1992 merger of KPL and KGE historically have shown increases in customer satisfaction ratings.

A 1992 survey conducted prior to the KPL and KGE merger revealed 85 percent of customers approved of the service from the two companies. In 1993 and '94, that rating was 88 percent. In 1995, it rose to 89 percent.

"We are very proud that while we are preparing for the future competitive marketplace, our employees continue to improve our customer service," Hayes said.

Hayes also said that following the merger of KPL and KGE, Western Resources' Power Technology Center, which offers customers a wide range of energy-related services, was established to focus on industrial and business customers.

Earlier this year, The Power Technology Center was recognized by the Edison Electric Institute with the 1996 Common Goals Award for Customer Satisfaction. This is the fourth time Western Resources has been honored by EEI under its Common Goals program.

"Our Power Tech Center enables us to provide an enhanced level of customer service for our customers' most complex power quality needs," Hayes said. "KCPL customers also will benefit from this innovative Center as a result of our merger."

To assist customers of all sizes, Western Resources redesigned its customer action centers, allowing customers to reach the company 24-hours a day, seven days a week.

Through the two centers, in Wichita and Topeka, Western Resources handled more than 1 million customer contacts in 1995. KCPL customers will have access to the 24-hour availability of the action center following the Western Resources/KCPL merger as well.

This New Release and Employee Update 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.