

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  
 [X] Definitive Additional Materials  
 [ ] Soliciting Material Pursuant to Rule 240.14a-11(c) or Rule  
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  
applies:
- (2) Aggregate number of securities to which transaction  
applies:
- (3) Per unit price or other underlying value of transaction  
computed pursuant to Exchange Act Rule 0-11:
- (4) Proposed maximum aggregate value of transaction:
- (5) Total fee paid:
- [X] Fee paid previously with preliminary materials.

[ ] Check box if any part of the fee is offset as provided by  
Exchange Act Rule 0-11(a)(2) and identify the filing for  
which the offsetting fee was paid previously. Identify the  
previous filing by registration statement number, or the  
Form or Schedule and the date of its filing.

- (1) Amount Previously Paid:
- (2) Form, Schedule or Registration Statement No.:
- (3) Filing Party:
- (4) Date Filed:

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FORM OF LETTER TO INSTITUTIONAL INVESTORS TRANSMITTING  
REVISED PROXY SOLICITATION MATERIALS

May 17, 1996

SENT VIA FEDERAL EXPRESS

[NAME]  
[ADDRESS]

Ladies and Gentlemen:

Attached is a revised copy of the "Guide to the Merger" materials that were distributed to you on May 15, 1996. This revised copy supersedes the copy previously delivered to you. This revised copy should be reviewed by you in connection with your investment decision on the proposed merger of Kansas City Power & Light Company and UtiliCorp United Inc.

Very truly yours,

/s/John J. DeStefano  
Senior Vice President-  
Finance and Treasurer

(end of form letter)

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