

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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[Advertisement to run May 6, 1996]

To KCPL Shareholders:

It's About Credibility

?

The Ultimate Value of Western Resources'  
Shares Being Offered  
To KCPL Holders

Western Resources, Inc. has launched a hostile exchange offer TO  
BREAK UP THE FRIENDLY MERGER OF EQUALS BETWEEN KANSAS CITY  
POWER & LIGHT COMPANY AND UTILICORP UNITED INC. It's attempting  
to do so by making what we believe is an ILLUSORY OFFER built  
upon FAULTY ASSUMPTIONS. Even Western concedes that without

KCPL's cooperation, is "offer" won't bring any value to KCPL shareholders until the end of 1997. The fact is, Western's hostile proposal has so many conditions and hurdles built into it, we believe that it is questionable whether it could EVER close.

In contrast, the friendly merger between KCPL and UtiliCorp will create a strong, new company. A company that will deliver value to its many diverse constituencies -- shareholders, employees, customers, communities...now, and for the long term.

#### AN OFFER NEEDS TO BE REAL

Western's hostile bid is not credible,  
it's not achievable,  
and its not strategic.

[KCPL logo]

Vote YES to the KCPL/UtiliCorp Merger on the WHITE Proxy Card

If you have any questions or need assistance in completing the WHITE proxy card, please call our proxy solicitor, D. F. KING & CO., toll free, 1-800-714-3312.

[end of advertisement]

#### MERGER FACTS

April 29, 1996

Western Resources is making a hostile bid for KCPL based on illusory terms built on faulty assumptions.

Look at their own conditions...

90 Percent Minimum Tender	Western won't close unless they get 90% tendered, an extremely difficult condition in any hostile exchange.
Free to Amend or Terminate	"In their sole discretion," Western is free to amend the terms of the deal or terminate it completely at any time before closing, which could take as long as two years. In contrast, the terms of the merger with UtiliCorp are fixed following shareholder approval.
Western Shareholder Approval	Western shareholders, who we believe may find the deal extremely dilutive to them, must approve any KCPL deal before it can close.

... Which Are Further Compounded by Regulatory Hurdles

Missouri Anti-Takeover Statutes	Western has set as its own condition that Missouri's Business Combination statute not apply. This requires approval of KCPL's Board of Directors, which has already rejected the offer.
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The Missouri Control Share Acquisition Statute and Western's condition require KCPL shareholder approval.

Antitrust	The KCPL/UtiliCorp merger is pro-competition. Western's hostile offer for KCPL would eliminate a competitor, and could raise serious antitrust and regulatory concerns.
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Two Year Open Tender	An exchange offer cannot close, and tendered shares cannot be
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purchased, until all state and federal regulatory approvals have been obtained. There currently are numerous deals awaiting FERC approval and Western has yet to even file with FERC. Any proposed Western/KCPL combination could take as long as two years for approval.

In examining these hurdles and conditions, it is clear to us that Western's hostile bid is neither credible nor achievable.