

SECURITIES AND EXCHANGE COMMISSION

FORM 8-K

Current report filing

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WESTERN RESOURCES INC /KS

CIK: **54507** | IRS No.: **480290150** | State of Incorporation: **KS** | Fiscal Year End: **1231**
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Business Address
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SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM 8-K

CURRENT REPORT

PURSUANT TO SECTION 13 OR 15(d) OF
THE SECURITIES EXCHANGE ACT OF 1934

Date of Report (Date of Earliest Event Reported) December 19, 1997

WESTERN RESOURCES, INC.
(Exact Name of Registrant as Specified in Its Charter)

KANSAS	1-3523	48-0290150
(State or Other Jurisdiction of Incorporation or Organization)	(Commission File Number)	(Employer Identification No.)

818 KANSAS AVENUE, TOPEKA, KANSAS
(Address of Principal Executive Offices)

66612
(Zip Code)

Registrant's Telephone Number Including Area Code (785) 575-6300

WESTERN RESOURCES, INC.

Item 5. Other Events

Western Resources herein files the following:

Exhibit 99 - Press release and employee update issued December 19, 1997 regarding merger with Kansas City Power & Light Company.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

Western Resources, Inc.

Date January 5, 1998

By /s/ Jerry D. Courington

Jerry D. Courington,
Controller

WESTERN RESOURCES AND KCPL POSTPONE
SPECIAL MEETINGS OF SHAREOWNERS

The following statement was issued jointly by Western Resources and KCPL late Friday, December 19:

Western Resources, Inc. (NYSE:WR) and Kansas City Power & Light Company (KCPL) (NYSE: KLT) announced today that they have postponed their respective special meetings of shareowners to vote on their Merger Agreement previously scheduled for January 21, 1998.

The companies stated that representatives of Salomon Smith Barney, Western Resources' investment bankers, had indicated that they believe it is unlikely that Salomon would be in a position to issue a fairness opinion for the Western Resources/KCPL transaction on the basis of the previously announced terms for the transaction if the fairness to shareowners of Western Resources were formally submitted to the fairness committee of Salomon. A fairness opinion of Salomon is a condition to the mailing of proxy materials to shareowners of Western Resources. KCPL's investment bankers, Merrill Lynch & Co., Inc., have met with Salomon representatives to discuss the reasons for Salomon's position.

Both KCPL and Western Resources issued the following statement regarding the status of the proposed transaction:

"We are prepared to meet in good faith to discuss the matter, and we pledge to use our best efforts to work together constructively to resolve the matter on a basis that is fair to the shareowners of both companies."

The companies emphasized that it is impossible to predict the outcome of these efforts at the present time.