

**BEFORE THE PUBLIC SERVICE COMMISSION  
OF THE STATE OF MISSOURI**

<b>In the Matter of the Application of</b>	)	
<b>Kansas City Power &amp; Light Company</b>	)	<b>Case No. EF-2005-0498</b>
<b>for Authority to Issue Debt Securities</b>	)	

**KANSAS CITY POWER & LIGHT COMPANY'S  
SUBMISSION OF LATE-FILED EXHIBIT**

On June 22, 2005, Kansas City Power & Light Company ("KCPL") submitted an application to the Public Service Commission of the State of Missouri ("MPSC") in the above-captioned proceeding, seeking authority to issue certain debt securities ("Application"). In the Application, KCPL indicated that it would subsequently submit to the MPSC certain late-filed exhibits to the Application.

On August 9, 2005, KCPL submitted to the MPSC (i) a certified copy of the resolutions of KCPL's Board of Directors authorizing, *inter alia*, the issuance of debt securities (as late-filed Exhibit 2 to the Application) and (ii) KCPL's revised *pro forma* financial statements as of December 31, 2004, giving effect to the transactions and accounting adjustments described in the Application ("*Pro Forma* Financial Statements") (as late-filed Exhibit 3 to the Application).

The *Pro Forma* Financial Statements KCPL provided in its August 9, 2005 submission are as of December 31, 2004. In the Application, however, KCPL indicated that it would submit the *Pro Forma* Financial Statements as of March 31, 2005. Consequently, attached please find a copy of the *Pro Forma* Financial Statements as of March 31, 2005. Both sets of *Pro Forma* Financial Statements are true and accurate. The *Pro Forma* Financial Statements submitted herewith simply include financial data from the first quarter of this year. As with the previously

submitted *Pro Forma* Financial Statements, KCPL submits the attached late-filed exhibit as highly confidential and subject to the Protective Order in this proceeding.

KCPL also indicated in its August 9, 2005 submission that it would provide the MPSC with a copy of the Registration Statement that KCPL will file with the Securities and Exchange Commission ("SEC"). The timing and form of such Registration Statement is presently uncertain. Because KCPL desires to provide the MPSC with all the information that is necessary and pertinent to the Application in as timely a manner as possible, attached hereto is a "statement of how the securities are to be sold," pursuant to the MPSC's filing requirements for the issuance of securities, as set forth in 4 CSR § 240-3.120(1)(C)3.

Please contact the undersigned with any comments or concerns.

Respectfully submitted.

By: 

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Counsel for Kansas City Power & Light Company

Dated: August 18, 2005

Cc: Mark English  
Michael Cline  
Lois Liechti  
Kevin Bryant

**Exhibit 1**

**Statement Of How Securities Are To Be Sold**

Pursuant to 4 CSR § 240-3.120(1)(C)3.

(in lieu of the Registration Statement  
that KCPL will file with the SEC)

## STATEMENT OF HOW SECURITIES ARE TO BE SOLD

### A. Registered securities under the Securities Act of 1933, as amended.

Kansas City Power & Light Company (the "Company") may register the debt securities authorized in this case under the Securities Act of 1933, as amended (the "Securities Act"), and sell such debt securities in one or more of the following ways from time to time: (i) to underwriters for resale to the public or to institutional investors; (ii) directly to institutional investors; or (iii) through agents to the public or to institutional investors. The prospectus or prospectus supplement with respect to each series of debt securities will set forth the terms of the offering of such debt securities, including the name or names of any underwriters or agents, the purchase price of such debt securities and the proceeds to the Company from such sale, any underwriting discounts or agency fees and other items constituting underwriters' or agents' compensation, any initial public offering price, any discounts or concessions allowed or reallocated or paid to dealers and any securities exchange on which such debt securities may be listed.

Unless otherwise set forth in the prospectus supplement, the obligations of the underwriters to purchase any series of debt securities will be subject to certain conditions precedent and the underwriters will be obligated to purchase all of such series of debt securities, if any are purchased.

Underwriters and agents may be entitled under agreements to be entered into with the Company to indemnification against certain civil liabilities, including liabilities under the 1933 Act. Underwriters and agents may engage in transactions with, or perform services for, the Company in the ordinary course of business.

Each series of debt securities will be a new issue of securities and will have no established trading market. Any underwriters to whom debt securities are sold for public offering and sale may make a market in such debt securities, but such underwriters will not be obligated to do so and may discontinue any market making at any time without notice. The debt securities may or may not be listed on a national securities exchange.

### B. Unregistered securities.

The Company may also sell debt securities authorized in this case that are not registered under the Securities Act. Such sales will be done pursuant to purchase agreements containing, among other things, the terms and conditions of such debt securities. Unless otherwise set forth in the purchase agreements, the obligations of the initial purchasers to purchase any series of debt securities will be subject to certain conditions precedent and the initial purchasers will be obligated to purchase all of such series of debt securities, if any are purchased.

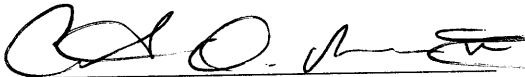
Any offer or sale of such securities will be done pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the Securities Act and applicable state securities laws. The initial purchasers of such debt securities may propose to resell such debt securities to qualified institutional buyers in reliance on Rule 144A under the Securities Act.

The initial purchasers may be entitled under agreements to be entered into with the Company to indemnification against certain civil liabilities, including liabilities under the 1933 Act. The initial purchasers may engage in transactions with, or perform services for, the Company in the ordinary course of business.

The debt securities will have no established trading market and will not be listed on any securities exchange or included in any automated dealer quotation system. The initial purchasers may make a market for such debt securities, but will have no obligation to do so and may discontinue market-making at any time without providing any notice.

### **CERTIFICATE OF SERVICE**

I hereby certify that a copy of the foregoing comments were served via first class mail, postage pre-paid, on this 18<sup>th</sup> day of August, 2005, upon each person designated on the official service list compiled by the Commission in this proceeding.

By:   
Curtis D. Blanc

Counsel for Kansas City Power & Light Company