## SEC Form 4

## FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Check this box if no longer subject to
Section 16. Form 4 or Form 5
obligations may continue. See
Instruction 1(b).

### STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940 OMB APPROVAL
OMB Number: 3235-0287
Estimated average burden
hours per response: 0.5

1. Name and Address of Reporting Person* DOWNEY WILLIAM H			2. Issuer Name and Ticker or Trading Symbol GREAT PLAINS ENERGY INC [ GXP ]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
DOWNEY W	ILLIANI n		L = J		Director	10% Owner			
(Last) (First) (Middle) 1201 WALNUT		- x	Officer (give title	Other (specify					
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year)		below)	below)			
. ,	(Filst)	(midule)	08/05/2003		Executive Vice Pre	esident			
1201 WALNUT									
, (C) I)			4. If Amendment, Date of Original Filed (Month/Day/Year)		dual or Joint/Group Filing (C	Check Applicable			
(Street)				Line)					
KANSAS CITY	MO	64106		X	Form filed by One Reporti	ng Person			
					Form filed by More than C	One Reporting			
(-)					Person				
(City)	(State)	(Zip)							

#### Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)			Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(Instr. 4)
Common Stock <sup>(1)</sup>	08/05/2003(1)	(1)	Р	v	160	A	(1)	427	Ι	401-k
Common Stock <sup>(2)</sup>	08/05/2003	08/05/2003	<b>J</b> <sup>(2)</sup>		6,900	A	(2)	10,900	D	

#### Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transa Code ( 8)		5. Num Deriva Securi Acquir or Disp of (D) 4 and 5	tive ties red (A) posed (Instr. 3,	6. Date Exerc Expiration Da (Month/Day/Y	ate	7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		Transaction(s) (Instr. 4)		
Stock Options (Right to Buy) <sup>(3)</sup>	\$27.73	08/05/2003	08/05/2003	Α		5,249		08/05/2006	08/05/2013	Common Stock	5,249	(3)	45,249	D	
Performance Shares <sup>(4)</sup>	(4)	08/05/2003	08/05/2003	Н			15,000	(4)	(4)	Common Stock	(4)	(4)	0	D	
Performance Shares <sup>(5)</sup>	(5)	08/05/2003	08/05/2003	A		3,903		(5)	(5)	Common Stock	3,903	(5)	3,903	D	

#### Explanation of Responses:

1. Shares acquired since last report was filed through automatic payroll deduction/investment and participation in the Company's 401-k Plan.

2. Award of Restricted Stock pursuant to the Company's Long-Term Incentive Plan.

3. Options were granted in tandem with stock appreciation rights exercisable automatically in the event of a change in control as defined by the Long-Term Incentive Plan under which they are granted. Options may be exercised with cash or previously-owned shares of Common Stock.

4. Cancellation of Performance Shares.

5. Award of Performance Shares under the Long-Term Incentive Plan. Payment to which Grantee shall be entitled at the end of 2006 will be based on the performance of the Company and paid in Common Stock in an amount ranging from zero (0) to 200 percent (200%) of the performance shares awarded.

Remarks:

# <u>William H. Downey</u>

\*\* Signature of Reporting Person

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

 $\ast$  If the form is filed by more than one reporting person, see Instruction 4 (b)(v).

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.

08/05/2003

Date