SEC Form 5

(Last)

FORM 5

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

Form 4 Transactions Reported.

1. Name and Address of Reporting Person' LATZ JEANIE SELL

(First)

(Middle)

Form 3 Holdings Reported.

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

ANNUAL STATEMENT OF CHANGES IN BENEFICIAL

OMB APPROVAL OMB Number: 3235-0362 Estimated average burden

	OWNERSHIP		h	hours per response:		
Filed	I pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940					
	2. Issuer Name and Ticker or Trading Symbol <u>GREAT PLAINS ENERGY INC</u> [GXP]		5. Relationship of Reporting Person(s) to Issu (Check all applicable) Director 10% Ow			
	3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year) 12/31/2003	X	Officer (give below)		ther (specify elow)	

1201 WALNUT			12/31/2003		Ex. VP, Secretary
(Street) KANSAS CITY	МО	64106	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line) X	idual or Joint/Group Filing (Check Applicable Form filed by One Reporting Person
(City)	(State)	(Zip)			Form filed by More than One Reporting Person

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)	3. Transaction Code (Instr. 8)	4. Securities Acc Of (D) (Instr. 3, 4		or Disposed	5. Amount of Securities Beneficially Owned at end of	6. Ownership Form: Direct (D) or	7. Nature of Indirect Beneficial Ownership	
		(Month/Dayrear)	5)	Amount	(A) or (D)	Price	Issuer's Fiscal Year (Instr. 3 and 4)	Indirect (I) (Instr. 4)	(Instr. 4)	
Common Stock ⁽¹⁾	02/11/2004	(1)	Р	212	A	(1)	4,763	Ι	401-k	
Common Stock ⁽²⁾							5,829 ⁽²⁾	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. Transaction Code (Instr. 8)			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 Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
					(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Stock Options (Right To Buy) ⁽³⁾	(3)						(3)	(3)	Common Stock	(3)		35,887	D	
Dividend Rights ⁽⁴⁾	(4)	02/11/2004 ⁽⁴⁾	(4)	A	322		(4)	(4)	Common Stock	322	(4)	5,369	I	Dividend Rights ⁽⁴⁾
Performance Shares ⁽⁵⁾	(5)						(5)	(5)	Common Stock	(5)		2,147	D	

Explanation of Responses:

1. Shares acquired since last report through December 31, 2003 through automatic payroll deduction/investment and participation in the Company's 401-k Plan.

2. Amount includes/reflects 4,550 shares of restricted stock.

3. Stock Options 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 were granted. Options may be exercised with cash or previously-owned shares of Common Stock.

4. Dividends accrue on options granted prior to 2001 as if reinvested in Common Stock at the Fair Market Value on each quarterly dividend date. Optionee is not entitled to these dividends payable in shares of Common Stock unless the options are exercised and the Fair Market Value of the Common Stock is equal to or more than the option price on the exercise date.

5. Performance Shares awarded 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:



** Signature of Reporting Person

02/11/2004 Date

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

* 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.