

WESTAR ENERGY INC /KS
Form DEFA14A
April 08, 2011

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

SCHEDULE 14A

Proxy Statement Pursuant to Section 14(a) of
the Securities Exchange Act of 1934

Filed by the Registrant
Check the appropriate box:

Filed by a Party other than the Registrant

Preliminary Proxy Statement

Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))

Definitive Proxy Statement

Definitive Additional Materials

Soliciting Material Pursuant to §240.14a-12

Westar Energy, Inc.

(Name of Registrant as Specified In Its Charter)

(Name of Person(s) Filing Proxy Statement, if other than the Registrant)

Payment of Filing Fee (Check the appropriate box):

No fee required.

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.. Fee computed on table below per Exchange Act Rules 14a-6(i)(1) 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 (set forth the amount on which the filing fee is calculated and state how it was determined):

(4) Proposed maximum aggregate value of transaction:

(5) Total fee paid:

.. Fee paid previously with preliminary materials.

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(1) Amount Previously Paid:

(2) Form, Schedule or Registration Statement No.:

(3) Filing Party:

(4) Date Filed:

IMPORTANT NOTICE REGARDING THE AVAILABILITY OF

PROXY MATERIALS FOR THE WESTAR ENERGY, INC.

ANNUAL MEETING OF SHAREHOLDERS TO BE HELD ON MAY 19, 2011

NOTICE OF ANNUAL MEETING OF SHAREHOLDERS TO BE HELD ON MAY 19, 2011

WHEN AND WHERE IS THE SHAREHOLDER MEETING?

The 2011 Annual Meeting of Shareholders of Westar Energy, Inc. will be held in the Emerald Ballroom at the Capital Plaza Hotel located at 1717 SW Topeka Boulevard, Topeka, KS 66612, on Thursday, May 19, 2011, at 10:00 a.m., Central Daylight Saving Time. **If you require directions to attend the meeting and vote in person contact Westar Energy, Inc. Shareholder Services.**

WHAT IS BEING VOTED ON AT THE SHAREHOLDER MEETING?

The election of four Class III directors to serve for a term of three years;

An advisory vote on executive compensation;

An advisory vote on the frequency of advisory votes on executive compensation;

The approval of an amendment to our Long Term Incentive and Share Award Plan and approval of the material terms of the performance goals under the Plan;

The approval of an amendment to our restated articles of incorporation to increase our authorized shares of common stock;

The ratification and confirmation of the appointment of Deloitte & Touche LLP as our independent registered public accounting firm for 2011; and

The conduct of other business properly raised before the meeting and any adjournment or postponement of the meeting.

WHAT DOES THE BOARD OF DIRECTORS RECOMMEND?

The Board of Directors recommends that shareholders vote FOR all of the nominees, FOR the advisory vote on executive compensation, FOR 1 YEAR for the advisory vote on the frequency of advisory votes on executive compensation, FOR the approval of an amendment to our Long Term Incentive and Share Award Plan and approval of the material terms of the performance goals under the Plan, FOR the approval of an amendment to our restated articles of incorporation to increase our authorized shares of common stock and FOR the ratification and confirmation of the appointment of Deloitte and Touche LLP as our independent registered public accounting firm for 2011.

THIS IS NOT A PROXY CARD. You may not use this form to vote your shares. You may request a paper proxy card by following the instructions at the bottom of this form. This communication presents only an overview of the more complete proxy materials that are available to you on the Internet. We encourage you to access and review all of the important information contained in the proxy materials before voting.

The following documents can be viewed at: www.ViewMaterial.com/wr

**Proxy Statement
Annual Report**

If you want to receive a paper or e-mail copy of these documents, you must request one. There is no charge to you for requesting a copy. Please make your request for a copy as instructed below on or before May 5, 2011 to facilitate timely delivery.

You may request a paper or e-mail copy of the proxy materials by following the instructions below. You will be asked to provide your 11-digit control number located by the arrow in the box below.

1. Call the toll-free telephone number 1-800-516-1564 and follow the instructions provided, or
2. Access the web-site www.SendMaterial.com and follow the instructions provided, or
3. Send us an e-mail at papercopy@SendMaterial.com with your control number in the Subject line. Unless you instruct us otherwise, we will reply to your e-mail with a copy of the proxy materials in PDF format for this meeting only.

HOW DO I VOTE?

See the instructions at the bottom right hand of this page.

To vote your Westar Energy, Inc. shares, you can

attend the Annual Meeting of Shareholders and

vote in person or you can:

Step 1: Go to www.ViewMaterial.com/wr

Step 2: Click on the icon to vote your shares.

Step 3: Enter the 11-digit control number located by the arrow in the box above.

Step 4: Follow the simple instructions to record your vote.

You will be able to vote until 6:00 a.m. EDT on

May 19, 2011.