

WESTAR ENERGY INC /KS

Form 4/A

March 03, 2010

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 OF
SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

OMB APPROVAL

OMB
Number: 3235-0287
Expires: January 31,
2005
Estimated average
burden hours per
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person *
RUELLE MARK A

(Last) (First) (Middle)

818 SW KANSAS AVENUE

(Street)

TOPEKA, KS 66612

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
WESTAR ENERGY INC /KS [WR]

3. Date of Earliest Transaction
(Month/Day/Year)
02/24/2010

4. If Amendment, Date Original
Filed(Month/Day/Year)
02/26/2010

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director _____ 10% Owner
____X____ Officer (give title _____ Other (specify
below) below)

EVP, CFO

6. Individual or Joint/Group Filing(Check
Applicable Line)
____X____ Form filed by One Reporting Person
____ 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 Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock, par value \$5.00	02/24/2010		A ⁽¹⁾⁽²⁾	14,500 A \$ 0	45,542 ⁽³⁾	D	
Common Stock, par value \$5.00	02/24/2010		A ⁽¹⁾⁽⁴⁾	14,500 A \$ 0	60,042 ⁽⁵⁾	D	
Common Stock, par value \$5.00	02/24/2010		A ⁽¹⁾⁽⁶⁾	14,500 A \$ 0	74,542 ⁽⁷⁾	D	

Common
Stock, par
value 02/24/2010 A⁽¹⁾⁽⁸⁾ 10,875 A \$ 0 85,417 ⁽⁹⁾ D
\$5.00

Common
Stock, par
value 02/24/2010 A⁽¹⁾⁽¹⁰⁾ 7,250 A \$ 0 92,667 ⁽¹¹⁾ D
\$5.00

Common
Stock, par
value 41,491 I Living
\$5.00 trust of
spouse

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

**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 control
number.**

SEC 1474
(9-02)

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)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Deriv Secur Bene Own Follo Repo Trans (Instr
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
RUELLE MARK A 818 SW KANSAS AVENUE TOPEKA, KS 66612	EVP, CFO

Signatures

Cynthia S. Couch by power of
attorney

03/03/2010

__Signature of Reporting Person

Date

Explanation of Responses:

- * 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).
- (1) Amendment being filed to correct the vesting dates related to grants of restricted share units and performance based restricted share units granted to the reporting person on 2/24/2010.
- (2) Grant of restricted share units that will vest on 1/1/2011 if the reporting person remains employed with the issuer through the vesting date. Restricted share units are subject to forfeiture under certain conditions.
- (3) Includes 14,500 restricted share units that are subject to forfeiture.
- (4) Grant of restricted share units that will vest on 1/1/2012 if the reporting person remains employed with the issuer through the vesting date. Restricted share units are subject to forfeiture under certain conditions.
- (5) Includes 29,000 restricted share units that are subject to forfeiture.
- (6) Grant of restricted share units that will vest on 1/1/2013 if the reporting person remains employed with the issuer through the vesting date. Restricted share units are subject to forfeiture under certain conditions.
- (7) Includes 43,500 restricted share units that are subject to forfeiture.
- (8) Grant of performance-based restricted share units that will vest on 1/1/2011 if the reporting person remains employed with the issuer through the vesting date. Restricted share units are subject to forfeiture under certain conditions. Additional shares may be earned based on performance determined at a specified time.
- (9) Includes 54,375 restricted share units and performance-based restricted share units that are subject to forfeiture.
- (10) Grant of performance-based restricted share units that will vest on 1/1/2012 if the reporting person remains employed with the issuer through the vesting date. Restricted share units are subject to forfeiture under certain conditions. Additional shares may be earned based on performance determined at a specified time.
- (11) Includes 61,625 restricted share units and performance-based restricted share units that are subject to forfeiture.

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

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