

WESTAR ENERGY INC /KS
Form 4
January 18, 2013

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
WAGES LEROY P

(Last) (First) (Middle)

818 S 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)
01/18/2013

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
VP, Controller

6. Individual or Joint/Group Filing(Check Applicable Line)
 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)
			Code	V	Amount	(D)	Price
Common Stock, par value \$5.00	01/18/2013		A ⁽¹⁾		2,537	A	\$ 0
							10,684 ⁽²⁾
Common Stock, par value \$5.00	01/18/2013		F ⁽³⁾		786	D	\$ 28.3055
							9,898 ⁽²⁾
Common Stock, par value \$5.00	01/18/2013		G ⁽⁴⁾	V	1,751	D	\$ 0
							8,147 ⁽²⁾

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).

Vesting of 2,537 performance-based restricted share units that were granted on February 24, 2010, with a vesting date of January 1, 2013. Under the terms of the grant, the number of shares to be received by the Reporting Person at vesting is increased or decreased based on

(1) the Issuer's Total Shareholder Return as compared to the Total Shareholder Return for a defined Peer Group of companies for the defined Performance Period. The determination that the performance criteria relating to the grant had been met and the calculation of the number of shares to be distributed were completed on January 18, 2013.

(2) Includes 6,300 restricted share units that are subject to forfeiture.

(3) Forfeiture of 786 shares for the payment of taxes upon the vesting of 2,537 performance-based restricted share units granted on 2/24/10 and described in this report.

(4) Transfer of 1,751 shares to a trust in which the reporting person and his spouse are co-trustees and of which his spouse is a beneficiary.

(5) Trust for which the reporting person serves as a co-trustee with his spouse, and of which his spouse is a beneficiary.

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.