

WESTAR ENERGY INC /KS

Form 4

February 26, 2010

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 *
IRICK LARRY D

(Last) (First) (Middle)

818 S. KANSAS AVE.

(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)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

VP, Gen Counsel and Corp Sec

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 Ownership (Instr. 4)
			Code	V	Amount (A) or (D) Price		
Common Stock Par Value \$5.00	02/24/2010		A ⁽¹⁾		7,500 A \$ 0	56,626 ⁽²⁾	D
Common Stock Par Value \$5.00	02/24/2010		A ⁽³⁾		7,500 A \$ 0	64,126 ⁽⁴⁾	D
Common Stock Par Value \$5.00	02/24/2010		A ⁽⁵⁾		7,500 A \$ 0	71,626 ⁽⁶⁾	D
Common Stock Par	02/24/2010		A ⁽⁷⁾		5,625 A \$ 0	77,251 ⁽⁸⁾	D

Value \$5.00

Common

Stock Par 02/24/2010 A⁽⁹⁾ 3,750 A \$ 0 81,001 ⁽¹⁰⁾ D

Value \$5.00

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

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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 Derivative Securities Beneficially Owned Following Reported Transaction (Instr. 6)
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
IRICK LARRY D 818 S. KANSAS AVE. TOPEKA, KS 66612			VP, Gen Counsel and Corp Sec	

Signatures

Larry D. Irick 02/26/2010
 **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) Grant of 7,500 restricted share units that will vest on 12/31/2010 if the reporting person remains employed with the issuer through the vesting date. Restricted share units are subject to forfeiture under certain conditions.

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- (2) Includes 17,100 restricted share units that are subject to forfeiture.
- (3) Grant of 7,500 restricted share units that will vest on 12/31/2011 if the reporting person remains employed with the issuer through the vesting date. Restricted share units are subject to forfeiture under certain conditions.
- (4) Includes 24,600 restricted share units that are subject to forfeiture.
- (5) Grant of 7,500 restricted share units that will vest on 12/31/2012 if the reporting person remains employed with the issuer through the vesting date. Restricted share units are subject to forfeiture under certain conditions.
- (6) Includes 32,100 restricted share units that are subject to forfeiture.
Grant of 5,625 performance-based restricted share units that will vest on 12/31/2010 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.
- (8) Includes 37,725 restricted share units and performance-based restricted share units that are subject to forfeiture.
Grant of 3,750 performance-based restricted share units that will vest on 12/31/2011 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.
- (10) Includes 41,475 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.

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