

BRIDSON JOHN T

Form 4

June 04, 2018

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

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(Print or Type Responses)

1. Name and Address of Reporting Person *
BRIDSON JOHN T

(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)

06/04/2018

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

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

SVP, Gen & Marketing

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	06/04/2018		A ⁽¹⁾	13,803 A \$ 0	23,753	D	
Common Stock, Par Value \$5.00	06/04/2018		A ⁽²⁾	13,076 A \$ 0	36,829	D	
Common Stock, Par Value \$5.00	06/04/2018		F ⁽³⁾	8,712 D \$ 55.8925	28,117	D	

Common Stock, Par Value \$5.00	06/04/2018	G ⁽⁴⁾	V	14,314	D	\$ 0	13,803	D	
Common Stock, Par Value \$5.00	06/04/2018	D ⁽⁵⁾		13,803	D	\$ 55.08 (6)	0	D	
Common Stock, Par Value \$5.00	06/04/2018	G ⁽⁴⁾	V	14,314	A	\$ 0	45,087 ⁽⁷⁾	I	Held by trust
Common Stock, Par Value \$5.00	06/04/2018	D ⁽⁵⁾		45,087	D	\$ 55.08 (6)	0	I	Held by trust

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

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(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 Derivative Securities Beneficially Owned Following Reported Transaction (Instr. 10)
				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
BRIDSON JOHN T 818 S. KANSAS AVE.	SVP, Gen & Marketing

TOPEKA, KS 66612

Signatures

Cynthia S. Couch by power of
attorney

06/04/2018

__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 13,803 restricted share units on 6/4/18 that will vest ratably in one third increments on the anniversary of the grant date.
- (2) Vesting of 13,076 performance-based restricted share units that were granted on 2/24/16, 2/26/17 and 2/21/18. Under the terms of the grants of performance-based restricted share units, the number of shares to be received at vesting is increased or decreased based on 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. Under the terms of a merger agreement between Westar Energy, Inc. and Great Plains Energy Incorporated, performance-based restricted share units vest on the merger closing date at the greater of the target award or the actual number based on the performance criteria. 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 6/4/18.
- (3) Forfeiture of 8,712 shares for the payment of taxes upon the vesting and distribution of 23,026 time-based and performance-based restricted share units granted on 2/24/16, 2/26/17 and 2/21/18.
- (4) Shares were transferred from the reporting person to the reporting person's trust, for which he and his spouse serve as co-trustees and beneficiaries.
- (5) Shares of Westar Energy, Inc. stock and the restricted share units granted on 6/4/18 were exchanged for shares of Evergy, Inc. stock and Evergy, Inc. restricted share units pursuant to a merger agreement between Westar Energy, Inc. and Great Plains Energy Incorporated on a 1 to 1 basis.
- (6) Solely for purposes of this filing, the estimated market value per share of Evergy, Inc. common stock on 6/4/18 was \$55.08 per share (the closing stock price of the common stock of Westar Energy, Inc. as reported on the New York Stock Exchange on 6/1/18).
- (7) Includes 40 shares inadvertently omitted from previous reported balance.

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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