



November 7, 2011

Dear Supplier:

Happy Holidays! Great Plains Energy and KCP&L would like to thank you for the business relationship we've developed and want you to know how important you are to our continued success.

We would also like to remind you that our Code of Ethical Business Conduct prohibits our accepting gifts of more than nominal value. We strive to avoid even the appearance of impropriety and request your understanding and cooperation in honoring our policy. You can access our Code at <http://www.kcpl.com/departments/supplier/CodeConduct.pdf>. The section discussing gifts and gratuities is on pages 5-6.

We've summarized some other key points of the Code on the back of this letter. As a regulated utility, it is important that we "walk our talk." If you ever feel we're falling short of the conduct expected by our Code, please let me know or call our anonymous and confidential ConcernsLine at 1-866-266-7595.

Again, thank you for your service and support, and best wishes for a great holiday season.

A handwritten signature in black ink, appearing to read 'Maria R. Jenks', with a stylized flourish at the end.

Maria R. Jenks  
Vice President, Supply Chain

Our Code of Ethical Business Conduct is available at <http://www.greatplainsenergy.com/codeconduct.pdf>. The Code sets our expectations for lawful and ethical employee conduct, including our relationships with our suppliers. Some key points of our Code are summarized below.

### ***Conduct***

We will conduct business in an ethical and legal manner. We will deal fairly with the Company's customers, suppliers, competitors and other persons. We will not take unfair advantage of anyone through manipulation, concealment, abuse of privileged information, misrepresentation of material facts or any other unfair-dealing practice.

### ***Solicitation Events***

Gifts or benefits of any kind or value offered to us or members of our immediate family during a request for proposals, quotations or information process or during contract negotiations must be declined and returned, and we will promptly notify our supervisor and procurement point of contact.

### ***Conflicts of interest***

A potential conflict may exist if we or our immediate families have financial interests (direct or indirect) in suppliers, customers, competitors, partners or ventures of the Company. We and our immediate families may not improperly benefit because of our position in the Company, and we may not engage in activities inconsistent with the Company's best interests or which disrupt the Company's business relationships. We will not directly or indirectly compete with the Company, either personally or by being a director, officer, employee, representative or consultant for any person or entity that competes with the Company. We will not accept any form of compensation for services that we perform for, or in our position with, the Company from any source other than the Company. We, and members of our immediate family, will not directly or indirectly request, take, accept or receive any gift or gratuity from any person or entity with which the Company does business, or is likely to do business, if the acceptance, or the prospect of future gifts or gratuities, might limit us, or be perceived as limiting us, from acting solely in the best interest of the Company.

### ***Protection of information and insider trading***

We will not share, or trade on, material non-public information that we possess about the Company or any other company.

### ***Endorsements***

If we wish to identify our relationship to the Company in any endorsement of a commercial product or service, we will comply with the Company's policies and procedures regarding approval of endorsements.

### ***Harassment and discrimination***

There is zero tolerance for harassment of any type. We do not discriminate against any employees, candidates for employment or suppliers because of race, color, religion, sex, sexual orientation, ethnic or national origin, age, disability or status as Vietnam-era or special disabled veteran.

### ***Safety***

Safety of our employees and the public is our top priority. We will perform our duties in a manner that ensures the personal safety of employees, customers and members of the public.

### ***Environmental practices***

We manage our business in an environmentally responsible manner and comply with all applicable environmental requirements. The Company commits to sound environmental practices that maintain biological diversity and wildlife habitats and preserve the integrity of the planet.

### ***Financial accounting and disclosures***

We will record all transactions in compliance with generally accepted accounting principles, internal controls and securities laws. We will provide full, fair, accurate, timely and understandable disclosures in our public information.