

public utilities in Oregon and which was granted party status by the law judge, supports Enron's application for an exemption pursuant to Section 3(a)(1). The Division of Investment Management opposes Enron's applications and contends that Enron failed to establish that it qualifies for any of the statutory exemptions for which it applied.

Among the issues likely to be considered is whether Enron has established that it is entitled to an exemption under Sections 3(a)(1), 3(a)(3), or 3(a)(5) of the Act.

For further information, please contact the Office of the Secretary at (202) 942-7070.

The subject matter of the Closed Meeting scheduled for Thursday, December 4, 2003 will be:

Post-argument discussion.

At times, changes in Commission priorities require alterations in the scheduling of meeting items. For further information and to ascertain what, if any, matters have been added, deleted or postponed, please contact:

The Office of the Secretary at (202) 942-7070.

Dated: November 26, 2003.

**Jonathan G. Katz,**  
Secretary.

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## SECURITIES AND EXCHANGE COMMISSION

[Release No. 35-27767]

### Filings Under the Public Utility Holding Company Act of 1935, as Amended ("Act")

November 21, 2003.

Notice is hereby given that the following filing(s) has/have been made with the Commission pursuant to provisions of the Act and rules promulgated under the Act. All interested persons are referred to the application(s) and/or declaration(s) for complete statements of the proposed transaction(s) summarized below. The application(s) and/or declaration(s) and any amendment(s) is/are available for public inspection through the Commission's Branch of Public Reference.

Interested persons wishing to comment or request a hearing on the application(s) and/or declaration(s) should submit their views in writing by December 15, 2003, to the Secretary, Securities and Exchange Commission, Washington, DC 20549-0609, and serve

a copy on the relevant applicant(s) and/or declarant(s) at the address(es) specified below. Proof of service (by affidavit or, in the case of an attorney at law, by certificate) should be filed with the request. Any request for hearing should identify specifically the issues of facts or law that are disputed. A person who so requests will be notified of any hearing, if ordered, and will receive a copy of any notice or order issued in the matter. After December 15, 2003, the application(s) and/or declaration(s), as filed or as amended, may be granted and/or permitted to become effective.

#### Great Plains Energy Incorporated (70-9861)

Great Plains Energy Incorporated ("GPE"), a registered public utility holding company; Kansas City Power & Light Company ("KCPL"), a public utility subsidiary company of GPE; Great Plains Power Incorporated ("GP Power") a subsidiary company of GPE;<sup>1</sup> Kansas City Power & Light Receivables Company ("KCPL Receivables"), a nonutility subsidiary of KCPL;<sup>2</sup> all located at 1201 Walnut, Kansas City, MO 64106; and KLT, Inc., an intermediate holding company of GPE at 10740 Nall Street, Overland Park, KS 66211 (collectively, "Applicants") have filed an application-declaration ("Application") under sections 6(a), 7, 9(a)(1), 10 and 12(c) of the Act and rules 45 and 46 under the Act.

#### I. Prior Authorization

By order dated September 7, 2001 (HCAR No. 27436) ("September Order"), the Commission authorized GPE and its subsidiaries, among other things, to engage in (A) a program of external financing, (B) intrasystem credit support arrangements, (C) interest rate hedging measures, and (D) other intrasystem transactions from time to time through December 31, 2004 ("Authorization Period"). In particular, the Commission authorized GPE to issue and sell common stock and, directly or indirectly, short-term and long-term debt securities and other forms of preferred or equity-linked securities. The aggregate amount of all such securities issued by GPE during the Authorization Period was limited to

<sup>1</sup> GPE states that GP Power currently is not an independent power producer ("IPP") or an exempt wholesale generator ("EWG"), and has no interests in IPPS. It is engaged in certain preliminary project development and administrative activities, such as obtaining options to purchase real estate for a potential plant site, filing applications for air, wetlands and other pre-construction matters and filing a market-based rate schedule with the Federal Energy Regulatory Commission ("FERC").

<sup>2</sup> KCPL Receivables engages in accounts receivables management.

\$450 million under the conditions of the September Order, and the Commission reserved jurisdiction over (A) the retainability of KLT Investment II until October 1, 2004 and (B) payment of dividends by any nonexempt nonutility subsidiary.

#### II. Current Requests

Applicants request that the current proposal supersede and replace the authorizations under the September Order through December 31, 2005 ("New Authorization Period").

##### A. Financing

GPE requests authorization to issue and sell directly, or indirectly through financing subsidiaries, \$1.2 billion in the aggregate amount of common stock, short term and long term debt securities and other forms of preferred or equity-linked securities. GPE may issue and sell common stock through underwriters or dealers, through agents, or directly to a limited number of purchasers or a single purchaser. Also, it requests authority to issue common stock, performance shares options, SARs, warrants or other stock purchase rights exercisable for common stock in public or privately negotiated transaction as consideration for the equity securities or assets of other existing companies, provided that the acquisition of any such equity securities or assets has been authorized in a separate proceeding or is exempt under the Act or the rules under the Act. GPE will directly issue preferred and equity-linked securities, including specifically, debt or preferred securities that are convertible, either mandatorily or at the option of the holder, into common stock or GPE indebtedness and forward purchase contracts for common stock. Long term debt of GPE may be in the form of unsecured notes ("Debentures") issued in one or more series. To provide for financing for general corporate purposes, other working capital requirements and investments in new enterprises until long-term financing can be obtained, GPE may sell, directly or indirectly through one or more financing subsidiaries, commercial paper or establish bank lines of credit.

KCPL requests authorization to issue and sell notes and other evidence of indebtedness having a maturity of one year or less in an aggregate principal amount outstanding at any one time not to exceed \$500 million, including without limitation commercial paper, bank lines of credit, and other debt securities.<sup>3</sup>

<sup>3</sup> The issuance by KCPL of commercial paper and other short term indebtedness having a maturity of