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JOHN E. HAYES, JR.
Chairman of the Board

August 7, 1998

Mr. David C. Wittig
President and Chief Executive Officer
Western Resources, Inc.
818 S. Kansas Avenue
Topeka, Kansas 66612

Dear David,

Reference is made to our letter agreement of April 27, 1995, and the supplemental benefit outlined in paragraph 3 thereof. The Company and you have agreed that you become eligible and shall fully vest in such supplemental benefit on May 1, 1998, and on or after such date you may, at your option, receive the full amount of such benefit in a lump sum.

Sincerely,

818 South Kansas Avenue / Topeka, Kansas 66612
Telephone: (785) 575-6402 / Fax: (785) 575-8061

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