

**BEFORE THE STATE CORPORATION COMMISSION
OF THE STATE OF KANSAS**

In the Matter of the Application of)	
Midwest Power Company For)	
A Certificate of Public Convenience)	Docket No. 19-MPCE-064-COC
And Necessity to Transact the)	
Business of a Public Utility In the)	
State of Kansas.)	

MIDWEST POWER COMPANY'S NOTICE OF WITHDRAWAL

COMES NOW, Midwest Power Company ("MWP"), and hereby withdraws its application for a certificate of convenience and necessity ("CCN") and respectfully requests that the Kansas Corporation Commission ("Commission" or "KCC") take notice of such withdrawal. In support of its Notice of Withdrawal ("Notice"), MWP hereby states as follows:

1. On August 10, 2018, MWP filed an application for an order: (i) granting a limited and contingent CCN to operate an 8% undivided interest in the Jeffrey Energy Center ("JEC"); (ii) making determinations regarding Exempt Wholesale Generator status in accordance with Section 32(c) of the Public Utility Holding Company Act of 1935; and (iii) either confirming that specific statutes are inapplicable to MWP or granting a waiver of such statutes (the "Application").

2. On October 23, 2018, the Commission issued its Order Setting Procedural Schedule, setting February 5, 2019 as the date by which a Commission Order on the Application would be due, consistent with the 180-day statutory period for action on applications under K.S.A. 66-131.

3. On January 30, 2019, MWP, Commission Staff ("Staff") and Westar Energy, Inc. and Kansas Gas and Electric Company ("Westar") filed a Joint Motion for Extension of the 180

Day Period and Stay of Procedural Schedule, notifying the Commission that Westar and MWP reached an agreement in principal regarding the ownership and control of the 8% undivided interest in the JEC. The stay was necessary to facilitate the formalization of the agreement in principal. The Commission granted the stay on February 5, 2019, thereby postponing the proceedings until March 7, 2019.

4. Since that time, Westar and MWP have executed a formal Settlement Agreement on the retroactive, current, and future ownership of the 8% undivided interest in the JEC. Pursuant to the Settlement Agreement, Westar is currently operating, and will continue to operate the entirety of the JEC, including the 8% undivided interest currently owned by MWP based on a lease extension and subsequent automatic transfer of ownership from MWP to Westar. As such, MWP has no managerial or operational control over the 8% undivided interest in the JEC, and due to the retroactive nature of the lease extension never had such control. Further, due to the automatic transfer at the end of the seven month lease extension, MWP will not have managerial or operational control in the future. Accordingly, MWP remains a “financial interest only” participant in the same manner as its predecessor in interest (Financial Leasing Corporation), which the Commission determined was not a public utility subject to Commission jurisdiction. *Order and Certificate*, Docket No. 175-456-U (91-UCUE-226-MER), ¶¶ 38-39.

5. As a result of the Settlement Agreement, MWP does not require a CCN for the management and control of the 8% undivided interest in the JEC, does not require findings regarding its Exempt Wholesale Generator status, and does not require findings regarding the applicability of certain public utility statutes, and therefore withdraws its Application.

WHEREFORE, for the reasons cited above, MWP hereby withdraws its Application and respectfully requests that the Commission take notice of such withdrawal.

Respectfully submitted,

POLSINELLI PC

By: /s/ Anne E. Callenbach

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**ATTORNEYS FOR MIDWEST POWER
COMPANY**

VERIFICATION

STATE OF Missouri)

COUNTY OF Jackson)

I, Anne E. Callenbach, being duly sworn, on oath state that I am counsel to Petitioners, that I have read the foregoing pleading and know the contents thereof, and that the facts set forth therein are true and correct to the best of my knowledge and belief.

By: _____

Anne E. Callenbach

The foregoing pleading was subscribed and sworn to before me this February 28, 2019.

Notary Public

My Commission Expires:

1/30/2021

PHYLLIS E. EDWARDS
NOTARY PUBLIC-NOTARY SEAL
STATE OF MISSOURI
CLAY COUNTY
MY COMMISSION EXPIRES 1/30/2021
COMMISSION # 13471396

CERTIFICATE OF SERVICE

The undersigned hereby certifies that a true and correct copy of the above and foregoing pleading has been x emailed, faxed, hand-delivered and/or mailed, First Class, postage prepaid, this March 1, 2019, to:

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