

OMB APPROVAL	
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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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* <u>WESTAR INDUSTRIES INC</u> <hr/> (Last) (First) (Middle) 818 S. KANSAS AVE. <hr/> (Street) TOPEKA KS 66612 <hr/> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>PROTECTION ONE INC [POIX]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner Officer (give title below) <input checked="" type="checkbox"/> Other (specify below) Former 10% holder *
	3. Date of Earliest Transaction (Month/Day/Year) 02/17/2004	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> 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)
			Code	V	Amount	(A) or (D)	Price			
Common Stock, Par Value \$.01 Per Share	02/17/2004		S ⁽¹⁾		85,291,497 ⁽¹⁾	D	\$0.0199 ⁽²⁾	783,400 ⁽³⁾	D	

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 Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date					

1. Name and Address of Reporting Person*
WESTAR INDUSTRIES INC

 (Last) (First) (Middle)
 818 S. KANSAS AVE.

 (Street)
 TOPEKA KS 66612

 (City) (State) (Zip)

1. Name and Address of Reporting Person*
WESTAR ENERGY INC /KS

 (Last) (First) (Middle)
 818 S. KANSAS AVE.

 (Street)
 TOPEKA KS 66612

 (City) (State) (Zip)

Explanation of Responses:

- The shares sold were held directly by Westar Industries, Inc. and indirectly by Westar Energy, Inc.
- The price per share has been rounded (the aggregate purchase price for the stock was \$1,700,000).
- The balance of the remaining shares are held directly by Westar Energy, Inc.

Remarks:

* Westar Industries, Inc., the holder of the majority of the securities referenced herein, is a wholly owned subsidiary of Westar Energy, Inc.

Larry D. Irick, Secretary of
 Westar Industries, Inc.

02/18/2004

Larry D. Irick, VP, General 02/18/2004
Counsel & Corporate
Secretary of Westar Energy,
Inc.

** Signature of Reporting Person Date

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

* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.