

SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549

SCHEDULE 14D-1

(Amendment No. 9)

Tender Offer Statement  
(Pursuant to Section 14(d)(1) of the Securities Exchange Act of 1934)

ADT Limited  
(Name of Subject Company)

Western Resources, Inc.  
Westar Capital, Inc.  
(Bidders)

Common Stock, Par Value \$0.10 Per Share  
(Title of Class of Securities)

000915108  
(CUSIP Number of Class of Securities)

John K. Rosenberg  
Executive Vice President and General Counsel  
Western Resources, Inc.  
818 Kansas Avenue  
Topeka, Kansas 66612  
Phone: (913) 575-6300

(Name, Address and Telephone Number of Person  
Authorized to Receive Notices and Communications  
on Behalf of Bidders)

Copy to:

Neil T. Anderson  
Sullivan & Cromwell  
125 Broad Street  
New York, New York 10004  
(212) 558-4000

This Amendment No.9 amends and supplements the Tender Offer Statement on Schedule 14D-1 (the "Schedule 14D-1"), originally filed by Western Resources, Inc., a Kansas corporation ("Western Resources"), on March 17, 1997 relating to the exchange offer disclosed therein to exchange all of the outstanding Shares for shares of Western Resources Common Stock upon the terms and subject to the conditions set forth in the Prospectus, dated March 14, 1997, and the related Letter of Transmittal. Capitalized terms used and not defined herein shall have the meanings set forth in the Schedule 14D-1.

Item 11. Material to be Filed as Exhibits.

Item 11 is hereby amended and supplemented by adding thereto the following:

(a)(11) Analyst presentation issued by Western Resources, Inc. on May 15, 1997.

SIGNATURE

After due inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

WESTERN RESOURCES, INC.

Date May 14, 1997

By /s/ JERRY D. COURINGTON  
Jerry D. Courington,  
Controller

INDEX TO EXHIBITS

Exhibit No.	Description	Sequentially Numbered Pages
(a)(11)	Analyst presentation issued by Western Resources, Inc. on May 15, 1997	6

The following analyst presentation was issued by Western Resources, Inc. on May 15, 1997:

COVER PAGE:  
[logo] Western Resources

PAGE 1:  
[logo] Western Resources  
May 1997

PAGE 2:  
Western Resources Vision  
"Western Resources will be the leading provider of energy and energy-related services for homes and businesses."

PAGE 3:  
History  
\* 1924 - Company founded under the name The Kansas Power and Light Company  
\* 1980 - Profile - The Kansas Power and Light Company  
    - 400,000 customers  
    - Less than \$1 billion total assets  
    - Less than \$300 million in market value  
    - \$49 million earnings  
\* 1983 - Bought Gas Service Company  
\* 1992 - Merged with Kansas Gas & Electric to create Western Resources  
\* 1993 - Sold 40% of Gas Service Company for \$400+ million

PAGE 4:  
Recent History  
\* 1996 -  
    - Acquired The Wing Group  
    - Announced agreement to exchange the balance of natural gas business worth \$660 million to ONEOK for 45% of ONEOK stock  
    - Purchased Westinghouse Security Services for approximately \$358 plus assumed liabilities  
    - \$3.5 billion exchange offer for ADT Limited  
\* 1997 -  
    - Reached definitive merger agreement with KLT on 2/7/97

PAGE 5:  
Western Financial Statistics  
\* Market price at 5/12/97 = \$31.375  
\* 52-week high/low \$31.875 - \$28.25  
\* Dividends:  
    - 1997 indicated annual dividend = \$2.10  
    - Paid every year since 1924  
\* Current yield = 6.7%  
\* Bond ratings of A3, A- and BBB+  
\* Net income twelve months ending 3/31/97 \$165 million  
\* EBITDA for 12 months ending 3/31/97 \$612 million  
\* With ONEOK and KLT:  
    - Assets increase to more than \$9 billion  
    - Projected market value of approximately \$4 billion (assuming 5/12/97 stock price and 126.5 million KLT common shares outstanding after KLT)

PAGE 6:  
Today's Western Resources  
\* Full-service, diversified energy company  
  
\* 1996 revenues of \$2 billion  
  
\* Serves 606,000 electric customers in Kansas  
    - Merger with KLT will add 435,000 more electric customers  
  
\* Marketing access to 1.4 million natural gas customers in Kansas and Oklahoma through ONEOK alliance  
  
\* Nation's third-largest security provider with 430,000 monitored customers

PAGE 7:

Our Strategic Plan for Growth

- \* Build a branded national presence
- \* Maintain a strong core utility business
- \* Become a leader in the international energy business

PAGE 8:

Strategic Priority:

Branded National Presence

Characteristics:

- \* No utility has more than 4% of electric market; our critical mass goal is 5% - 10% of energy market
- \* Coming legislative changes will likely allow utilities to compete for customers like AT&T, MCI, and Sprint, instead of limiting franchises

Opportunities:

- \* Acquire a product with characteristics similar to electricity or natural gas that may be sold nationwide today. . . security
- \* Sell products (energy & security) under umbrella of brand names. Today we market under the names Westar, KPL and KGE

Investment Strategies:

- \* Long-term growth and income opportunities reside with being a low-cost provider of value-added services to end-user consumers

PAGE 9:

Why Security?

- \* Unique opportunity to consolidate the industry
- \* Business is attractive because of strong consumer demand and annual double-digit growth rates
- \* Home security is a profitable service
- \* Estimated share size of U.S. markets:  
(by thousands of customers)

- ADT	1,200	- Protection One	230
- Brinks	475	- Honeywell	200
- Westar	430	- Republic	200
- Ameritech	375	- Borg-Warner	150
- Network	250	- Rollins	120

PAGE 10:

Recent Acquisition:

Westinghouse Security Systems

- \* Transaction terms
  - Created 3rd largest monitored security systems company in the U.S., by customer count
  - Gain state-of-the-art centralized monitoring and customer service center and national branch network offering an excellent platform for growth
  - Added about 320,000 customers and branch offices in 24 states -- provides access to 60% of US households
  - Cash transaction of approximately \$358 million plus assumed certain liabilities

PAGE 11:

Western Resources' Offer for ADT

- \* \$22.50 per ADT common share
  - \$10.00 in cash
  - \$12.50 in WR common stock\*\*
- \* Western Resources already owns 38.3 million ADT shares at an average cost of \$15.40 per share
- \* Pending litigation
  - Invalidate Republic warrants
  - Disallow vote of treasury stock held by an ADT subsidiary
  - Invalidate dead hand poison pill
- \*\* Represents 0.41322 of a share of Western Resources' common stock for each share of ADT common stock based on the closing price of Western Resources'

common stock on February 28, 1997. ADT shareowners would not, however, receive more than 0.42017 share of Western Resources common stock.

PAGE 12:  
Strategic Priority: Strong Core Business

Characteristics:

- \* Low-cost producer of energy
- \* Strong brand identity
- \* Superior customer satisfaction levels

Opportunities:

- \* Increase product offerings to consumers
- \* Lower costs through reorganization

Investment Strategies :

- \* Expand geographic footprint
- \* Focus on low-cost generation

PAGE 13:  
Status report:

ONEOK Strategic Alliance

- \* Western contributes all of its gas assets to ONEOK to create the 8th largest LDC in the country
- \* Receive \$34.7 million in annual preferred dividends plus 9.9% of equity earnings and common dividends
- \* Earnings and cash flow accretive to Western shareowners in the first full year
- \* Transaction will make Western Resources the largest shareowner of ONEOK with 45% ownership on a fully converted basis
- \* Western gains access to 735,000 customers to market unregulated products and services
- \* Applications for approvals filed with the OCC in February and with the KCC in March; expect to close in 3rd quarter 1997

PAGE 14:  
Status Report:

Kansas City Power & Light (KLT) merger

- \* Merger agreement reached at 2/7/97
- \* Adds 435,000 electric customers and \$904 million in revenues
- \* Expect to close early 1998

PAGE 15:  
Combined company profile  
[TABLE]

	Western Resources	KCPL	Merged Company	National Rank
Electric Customers	606,000	435,000	1,041,000	34th
Security Customers	430,000	0	430,000	3rd
Gas Customers*	1,400,000	0	1,400,000	8th
Annual Revenues	\$2.05 billion	\$904 million	\$2.95 billion	33rd**
Assets	\$6.6 billion	\$2.9 billion	\$9.5 billion	24th
Transmission Lines (miles)	6,300	1,700	8,000	n/a
Generating Capacity (MW)	5,300	3,100	8,400	n/a

- \* With completion of the WR/ONEOK strategic alliance, the company will have access to approximately 1.4 million natural gas customers
- \*\* Based on retail electric revenues

PAGE 16:  
Western Resources / KLT / ONEOK  
Combined Regulated Service Territory  
[MAP] A map of the states of Kansas, Oklahoma, and Missouri which discloses the service territories of each company.

PAGE 17:  
Strategic Priority:  
Seek Above Average Rates of Return in Energy-related Investments

- \* Hanover

- Acquired Contract Compression in 1992 for \$20 million
- 3rd largest gas compressor rental fleet in the U.S.
- Merged with Hanover in 1995 and created largest gas compressor rental fleet in U.S. and 2nd largest in South America
- WR owns 24% of Hanover Compressor
- Hanover has filed preliminary prospectus to go public

PAGE 18:

Status Report:  
The Wing Group

- \* Purchased in early 1996
- \* Premier developer of power projects in the world
  - Finalized agreement with CPI in December, involving more than 2,000 MW coal-fired generation in China
- \* Closed on Turkey project, a 478 MW combined-cycle plant
- \* Closed on project to participate in 160 MW gas-fired plant in Colombia

PAGE 19:

Future View - Financial

Outlook of WR with KLT, ONEOK, and security transactions completed:

- \* Positioned to build long-term shareowner value
  - Recurring monthly revenue under multi-year, renewable security contracts
  - Growing revenue streams from new products and expanded markets
  - Improved margins from operating synergies and economies of scale
  - Continued acquisition efforts consistent with growth strategy
- \* Delivering on our strategy will ensure continued access to capital markets
  - Committed to maintaining investment grade credit quality

PAGE 20;

This analysts' presentation is neither an offer nor an exchange nor a solicitation of an offer to exchange shares of common stock of ADT Limited. Such offer is made solely by the Prospectus dated March 14, 1997, and the related Letter of Transmittal, and is not being made to, nor will tenders be accepted from or on behalf of, holders of shares of common stock of ADT Limited in any jurisdiction in which the making of such offer or the acceptance thereof would not be in compliance with the laws of such jurisdiction. In any jurisdictions where securities, blue sky or other laws require such offer to be made by a licensed broker or dealer, such offer shall be deemed to be made on behalf of Western Resources, Inc. by Salomon Brothers Inc; Bear, Stearns & Co. Inc; and Chase Securities Inc, or one or more registered brokers or dealers licensed under the laws of such jurisdiction.