Docket No. 06-0706

Staff Cross Group Exhibit 1

AmerenIP's and Ameren Illinois Transmission Company's
Response to
Illinois Commerce Commission Data Requests
ICC Docket No. 06-0706
Petition for Certificate of Public Convenience and Necessity

DGK 3.01: The Company's response to FD 6.01 included a reference to acquisition of right-of-way already owned by the Company. For each proposed route, please list each right-of-way owned by the Company that would be used; including the book value of each right-of-way and the basis for determining the book value of each right-of-way.

Response: FD 6.01 sought information related to the bases for the 90/10 ownership split between Ameren Transco and AmerenIP, and the response, in part, addressed currently owned right of way. Nonetheless AmerenIP is not anticipating to utilize any right-of-way it owns prior to the acquisition of right-of-way specific to this Project. Any new easements acquired by the Company for this Project have not yet been assigned a book value. These new easements will not enter rate base until the entire Project is complete. .

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DGK 3.02: For each proposed route, please provide a map highlighting all portions of each route for which the Company does not have a right-of-way.

Response: Petitioners anticipate acquiring right-of-way along the entirety of both primary routes (LaSalle-Wedron Line and Ottawa-Wedron Line) and will not utilize any right-of-way owned by the Company prior to this Project. Therefore the primary (green) routes submitted in the Petition illustrate the highlighted portion of each route and, consequently, the routes where no right of way has been obtained.

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AmerenIP's and Ameren Illinois Transmission Company's
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FD 2.04: Please provide all schedules and work papers used to determine the impact financing 90% of the Project during the construction phase would have on AITC's financial measures and, if applicable, credit ratings.

Response: None have been prepared.

Supplemental Response: No schedules and workpapers have been prepared as Ameren Transco has no publicly issued debt and therefore no public investors. The impact of Ameren Transco's financing any portion of the Project is consolidated as part of Ameren Corporation's total balance sheet, income, and cash flow statements. Whether Ameren Transco finances 0%, 90%, or 100%, Ameren Transco or Ameren Corporation are indifferent. Debt from any operating subsidiaries is consolidated at the Ameren Corporation corporate level. The presence or absence of Ameren Transco has no financial impact on the financial measures of Ameren Corporation and hence no difference to its credit ratings. Ameren Transco's financing of 90% of the Project alleviates the financial pressure on AmerenIP, where ratings improvement is sought.

Prepared By: Darrell E. Hughes
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Date: September 24, 2007

AmerenIP's and Ameren Illinois Transmission Company's
Response to
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ICC Docket No. 06-0706
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FD 3.01: Please explain how AmerenIP concluded it could fund only 10% of the Project (as defined in paragraph 5 of the Applicants' 06-0706 Petition). Additionally, please identify any other percentages that were considered by AmerenIP and rejected in favor of 10%. That is, please specify whether AmerenIP considered the extent it could afford to finance more than 10% of the Project. Include supporting documentation in the response.

Response: Based on AmerenIP's SEC 10K filings, there was $1180 MM of total debt on the balance sheet at year-end 2005. The debt obligations of both Prairie State & LaSalle Ottawa would add $100 MM + of long term debt plus accumulated interest to the balance sheet. With AmerenIP financing 10 % of these projects (approximately $ 10 MM + accumulated interest), there would be an approximate 1 % rise in total debt and hence a minor impact on financial ratios used by the rating agencies. The only other % that was considered was zero.

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AmerenIP's and Ameren Illinois Transmission Company's
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FD 4.01: Please provide the rationale behind AmerenIP financing 10% of the Project (as defined in paragraph 5 of the Applicants' 06-0706 Petition) including, but not limited to, a detailed explanation of the advantages and disadvantages to AmerenIP financing 10% of the Project. Additionally, assuming that Ameren Transco is financially capable of financing 100% of the Project, are there any reasons that Ameren Transco should not finance 100% of the proposed Project? Include supporting documentation in the response.

Response: The rationale for AmerenIP financing 10% of the Project is set forth in the testimony of Mr. Hughes (AmerenIP Exhibit 6.0, pp. 3-8.) Even if Ameren Transco is financially capable of financing 100% of the Project, Petitioners' proposal to have AmerenIP finance 10% of the Project is nevertheless appropriate in light of the terms of the Joint Operating Agreement, AmerenIP's financial condition and legal considerations. In particular, Petitioners have determined that a joint financing, construction and ownership arrangement presents the best combination of financial and technical resources for constructing the Project. The 10% level of financing by AmerenIP represents the maximum financing level by AmerenIP consistent with this determination and AmerenIP's financial health. No other supporting documentation is available.

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AmerenIP's and Ameren Illinois Transmission Company's
Response to
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FD 5.01: Please provide the following financial ratios (as defined in "Moody's Rating Methodology: Global Regulated Electric Utilities," March 2005) for Illinois Power Company ("AmerenIP") and Ameren Illinois Transmission Company ("Ameren Transco") individually, on an annual basis, for years 2007 through 2010, assuming each entity finances 100% of the Project (as defined in paragraph 5 of the Applicants' 06-0706 Petition:

A. Retained Cashflow (*i.e.* FFO less dividends) / Adjusted gross debt;
B. Funds from operations ("FFO") / Adjusted gross debt;
C. FFO / Interest;
D. Adjusted gross debt / Capitalization;
E. EBITDA / Revenues; and
F. Retained Cashflow / Capex.

Please include supporting documentation in the response and include a description of all assumptions relied upon in forecasting and calculating the projected financial ratios for AmerenIP and Ameren Transco.

Response: Objection. No such analysis has been performed, and a party is not obligated to prepare the work product for another, as such is not the proper subject of discovery. Without waiving objection AmerenIP provides the related information: based on AmerenIP's SEC 10K filings, there was $1033 MM of total debt on the balance sheet at year-end 2006. The debt obligations of both Prairie State and LaSalle Ottawa would add $100 MM + of long term debt to the balance sheet. With AmerenIP financing 100% of these projects, there would be an approximate 10% rise in total debt. FERC stipulated interest is approximately 7.75% annually. So in approximate terms, the impact of increased interest expense on net income after tax (assuming 40% tax rate) would be to decrease net income by $7.75 * (1- 0.40) or $4.7 MM annually. There would be no changes to depreciation (since the asset is being constructed over several years). Therefore the following observations can be made with respect to the above ratios at AmerenIP:

A. Negative impact on Retained Cash flow to Gross Debt. Retained cash flow will decrease about $5 MM while the debt increases by $100 + MM. Without needing a detailed analysis to illustrate this point, the effect is clearly to lower this ratio.

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B. Negative impact on Funds from operations to Adjusted Gross debt. Again, the same items affect this ratio. Funds from operations will decrease while the debt increases. The ratio will be lowered.
C. Negative impact on FFO/Interest. Here again FFO is decreasing while the interest expense is rising. The net effect is to lower this ratio.
D. Negative impact on gross debt/Capitalization. The net effect is to add $100 MM of additional debt as part of the total capitalization of IP. This will negatively impact this ratio.
E. Negligible change to EBITDA/Revenues. During construction, there is no increase in revenue to offset growing interest expenses and increasing debt. Therefore this ratio will remain approximately the same.
F. Negative impact on Retained Cash flow/ Capex. Here retained cash flow is decreasing while capex is increasing. Again, the net effect is to lower the ratio.

The point of the above comparisons is to illustrate AmerenIP should avoid negative impacts on its financial ratios where possible. Five out of six of the above ratios will be harmed unless AmerenIP is allowed to use AITC to mitigate the effects of the above. AmerenIP must seek ways to support its improving credit position, and AITC will help minimize the negative impact on AmerenIP's financial ratios otherwise to this Project.

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Updated Response: Financial ratios for Ameren Transco were not considered or developed, and therefore have not been analyzed. However, it is possible to state the relative effects of having AmerenIP finance 100% of the Project, and these have been provided above. Detailed quantitative calculations were not prepared and, consequently, not provided.

Prepared By: Darrell E. Hughes
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Date: September 24, 2007

AmerenIP's and Ameren Illinois Transmission Company's
Response to
Illinois Commerce Commission Data Requests
ICC Docket No. 06-0706
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FD 6.01: Company response to ICC Staff data request FD 4.01 states, "[e]ven if Ameren Transco is financially capable of financing 100% of the Project, Petitioners' proposal to have AmerenIP finance 10% of the Project is nevertheless appropriate in light of the terms of the Joint Operating Agreement, AmerenIP's financial condition and legal considerations."

Please provide a detailed description of all legal considerations to which the Company refers in that statement. Please note that Staff is not seeking a legal opinion, per se; however, please describe a recitation of any laws and regulations that influenced the decision to have AmerenIP finance 10% of the Project.

Response: AmerenIP objects to this request on the grounds that it seeks information protected by the Attorney Client Privilege or the Attorney Work Product doctrine. AmerenIP further objects to this request on the grounds that it is overly broad in seeking "all legal considerations" and "a recitation of any laws and regulations that influenced the decision," as a wide array of laws and regulations could be considered to have influenced the decision. Subject to and without waiving these objections, AmerenIP responds as follows: the legal considerations for AmerenIP maintaining an interest related to a concern about acquisition of right-of-way already owned by AmerenIP and resolving condemnation issues surrounding existing rights of way and/or existing structures already owned by AmerenIP. The specific ownership percentage is not germane to these legal considerations.

AmerenIP's and Ameren Illinois Transmission Company's
Response to
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ICC Docket No. 06-0706
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FD 6.03: Please provide the information requested in subparts (a) through (e) regarding the Company's statement (provided below) that was provided in response to ICC Staff data request FD 5.01:

> …based on AmerenIP's SEC 10K filings, there was $1033 MM of total debt on the balance sheet at year-end 2006. The debt obligations of both Prairie State and LaSalle Ottawa would add $100 MM + of long term debt to the balance sheet. With AmerenIP financing 100% of these projects, there would be an approximate 10% rise in total debt. FERC stipulated interest is approximately 8.25% annually. So in approximate terms, the impact of increased interest expense on net income after tax (assuming 40% tax rate) would be to decrease net income by $8.25 * (1-0.40) or $5 MM annually.

(a) Please provide an itemized list of all indebtedness included in the $1033 MM debt figure the Company references above;

(b) Please provide the interest rate for each type of indebtedness that is included in the Company's $1033 MM debt figure. Please include supporting documentation in the response;

(c) To arrive at the $100 MM of new indebtedness referenced above, did the Company assume that AmerenIP would finance 100% of the Prairie State project?

(d) Please provide the basis for the Company's assertion that FERC stipulated interest is approximately 8.25% annually.

What is the basis for assuming the 8.25% FERC interest rate would apply to the proposed construction LaSalle Ottawa project?

Response: (a) The indebtedness included in the $1033 MM debt figure can be taken from the balance sheet for AmerenIP from the 10K filed for year-end 2006 and Footnote 6, attached and identified as FD 6.03 Attach. From the balance sheet, the total Ameren IP debt includes:

Current maturities of long-term debt to IP SPT	$51 MM
Short-term debt	$75 MM
Borrowings from money pool	$43 MM
Long-term Debt, Net	$772 MM
Long-term debt to IP SPT	$92 MM
TOTAL	$1033 MM

(b) The interest rates for each type of indebtedness included in the list above is also detailed as part of Ameren Corporation's 10K. This is explained under Note 6 to the financial statements. For referenced, see FD 6.03 Attach.

(c) Yes, the $100 MM of new indebtedness did assume that AmerenIP would finance 100% of the Prairie State project. It could also include other transmission projects that are currently under discussion with AmerenIP, but have not been finalized. The exact amount of indebtedness will vary, but this is good estimate to use for analysis purposes.

(d) The 8.25% interest rate is the current monthly prime interest rate as compiled and summarized by the federal reserve website below:

http://research.stlouisfed.org/fred2/data/MPRIME.txt

This interest rate is mandated for FERC projects that involve customer advances where some repayment is necessary. Although LaSalle Ottawa is not funded by customer advances, the FERC interest rate is a conservative estimate of the interest rate that would accrue.

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ILLINOIS POWER COMPANY
CONSOLIDATED BALANCE SHEET
(In millions)

	December 31, 2006	December 31, 2005
ASSETS		
Current Assets:		
Accounts receivable - trade (less allowance for doubtful accounts of $3 and $8, respectively)	$ 105	$ 155
Unbilled revenue	101	118
Accounts receivable – affiliates	1	5
Materials and supplies	122	122
Other current assets	27	31
Total current assets	356	431
Property and Plant, Net	2,134	2,035
Investments and Other Assets:		
Investment in IP SPT	8	7
Goodwill	213	326
Other assets	63	44
Regulatory assets	401	194
Accumulated deferred income taxes	-	19
Total investments and other assets	685	590
TOTAL ASSETS	$ 3,175	$ 3,056
LIABILITIES AND STOCKHOLDERS' EQUITY		
Current Liabilities:		
Current maturities of long-term debt to IP SPT	$ 51	$ 72
Short-term debt	75	-
Borrowings from money pool	43	75
Accounts and wages payable	119	145
Accounts payable – affiliates	67	29
Taxes accrued	7	15
Other current liabilities	72	135
Total current liabilities	434	471
Long-term Debt, Net	772	704
Long-term Debt to IP SPT	92	184
Deferred Credits and Other Liabilities:		
Regulatory liabilities	110	80
Accrued pension and other postretirement benefits	230	255
Accumulated deferred income taxes	138	-
Other deferred credits and other noncurrent liabilities	53	75
Total deferred credits and other liabilities	531	410
Commitments and Contingencies (Notes 1, 3 and 14)		
Stockholders' Equity:		
Common stock, no par value, 100.0 shares authorized – 23.0 shares outstanding	-	-
Other paid-in-capital	1,194	1,196
Preferred stock not subject to mandatory redemption	46	46
Retained earnings	101	46
Accumulated other comprehensive income (loss)	5	(1)
Total stockholders' equity	1,346	1,287
TOTAL LIABILITIES AND STOCKHOLDERS' EQUITY	$ 3,175	$ 3,056

The accompanying notes as they relate to IP are an integral part of these consolidated financial statements.

NOTE 6 – LONG-TERM DEBT AND EQUITY FINANCINGS

	2006	2005
IP:		
Mortgage bonds:[a]		
7.50% Series due 2009	$ 250	$ 250
11.50% Series due 2010	-	(h)
6.25% Senior secured notes due 2016	75	-
Pollution control revenue bonds:[a][c]		
5.70% 1994A Series due 2024	36	36
5.40% 1998A Series due 2028	19	19
5.40% 1998B Series due 2028	33	33
1997 Series A, B and C due 2032[d]	150	150
Series 2001 Non-AMT due 2028[d]	112	112
Series 2001 AMT due 2017[d]	75	75
Fair-market value adjustments	26	34
Total long-term debt, gross	776	709
Less: Unamortized discount and premium	(4)	(5)
Long-term debt, net	$ 772	$ 704
Long-term debt payable to IP SPT:		
5.54% due 2007 A-6	$ 33	$ 121
5.65% due 2008 A-7	139	139
Less: Overfunded amount	(35)	(15)
Fair-market value adjustments	6	11
Total long-term debt payable to IP SPT	143	256
Less: Maturities due within one year	(51)	(72)
Long-term debt payable to IP SPT, net	$ 92	$ 184

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FD 7.01: The data requests in subparts a. through f. refer to the following statement included in AmerenIP Exhibit 12.0, lines 155-159: [Ameren Transco's] funding will be provided by project sponsors (like Prairie State), or under Ameren's non-state-regulated subsidiary money pool and/or other sources of financing available to Ameren Corporation as described in Notes 5 and 6 to the financial statement contained in Ameren's 2006 10K.

a. Please identify all sponsors for the Project (as defined in paragraph 5 of the Applicants' 06-0706 Petition) and specify the dollar amount that each sponsor will be funding for the Project. Additionally, please specify the rationale behind using project sponsors to fund the proposed Project.
b. Please describe all sources of financing available to Ameren Corporation for funding the Project (beyond the non-state-regulated money pool).
c. Please provide financial projections for Ameren Corporation, including but not limited to the following items: (1) projected statement of cash flows; (2) a detailed description of all assumptions used to derive those projections; and (3) a detailed description of all assumptions regarding dividends payments received by Ameren Corporation by each of its subsidiaries.
d. When will Ameren Transco seek Commission authority to borrow from Ameren Corporation's non-state-regulated subsidiary money pool?
e. Please provide a final copy of Ameren Corporation's non-state-regulated money pool agreement.
f. Explain why Ameren Corporation is willing and able to fund the Project for Ameren Transco, but not AmerenIP.

Response:

a. Exhibit 12.0 lines 155-159 make reference to Ameren Transco projects that are being constructed as the result of a transmission interconnection request. In the case of a project like Prairie State, advances are provided by the sponsor (it is an independent power producer). For purposes of constructing the LaSalle Ottawa Project, no sponsors are available. This Project is being constructed to meet reliability requirements for the Company.

b. Ameren Corporation has access to short-term funds via borrowings under its $1.15B credit facility, long-term debt via the capital markets subject to market conditions and equity capital through new equity issuance under its dividend reinvestment and 401(k) programs. These sources of funds may be used to fund loans to Ameren Transco.

c. See attached financial information identified as FD 7.01 Attach A.

d. It will not. Subsequent to the approval of ICC Docket No. 06-0179 (Prairie State), AITC has been approved as a utility in the state of Illinois. As such, AITC will seek Commission authority to borrow from Ameren Corporation's regulated money pool. The Company would seek commission authority pending approval of Case 06-0706.

e. See attached money pool agreement identified as FD 7.01 Attach B.

f. As indicated in my testimony, we cannot conclude that financing the project at AmerenIP would not result in adverse financial consequences for the Company.

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Date: August 21, 2007

Income Statement

	Year 2006	Year 2007	Year 2008	Year 2009	Year 2010
Ameren Corporation (consolidated)					
Operating Revenues:					
Electric	5,575,191	6,431,665	6,542,228	6,679,122	7,026,190
Gas	1,328,242	1,354,449	1,367,410	1,357,700	1,341,463
Other	(95)	1,978	1,465	477	477
Total Operating Revenues	6,903,338	7,788,092	7,911,103	8,037,300	8,368,131
Operating Expenses:					
Operations and Maintenance:					
Fuel and Purchased Power	2,161,415	2,656,776	2,631,464	2,654,523	2,970,996
Gas Costs	957,773	951,573	957,765	942,963	926,952
Other	1,559,458	1,592,296	1,697,762	1,725,194	1,828,581
Total Operations and Maintenance	4,678,645	5,200,646	5,286,991	5,322,680	5,726,529
Depreciation and Amortization	663,631	700,895	734,209	771,334	825,346
Taxes Other Than Income Taxes	390,142	395,254	402,357	410,206	417,714
Income Taxes	279,128	422,582	413,228	419,345	355,163
Total Operating Expenses	6,011,545	6,719,378	6,836,785	6,923,565	7,324,752
Operating Income	891,793	1,068,714	1,074,318	1,113,735	1,043,378
Other Income and Deductions:					
AFUDC - Equity	4,920	14,442	21,681	27,704	15,710
Miscellaneous, Net	8,910	10,915	5,774	4,972	9,530
Total Other Income and (Deductions)	13,830	25,357	27,456	32,676	25,240
Income Before Interest Charges	905,623	1,094,071	1,101,774	1,146,411	1,068,619
Interest Charges:					
Interest	359,863	391,244	405,277	430,927	459,189
AFUDC - Borrowed Funds	(11,179)	(11,027)	(16,427)	(20,089)	(12,393)
Total Interest Charges	348,684	380,217	388,849	410,837	446,796
Net Income Before Extraordinary Items	556,939	713,854	712,924	735,574	621,823
Extraordinary Items Net of Tax					
Cumulative Effect of Change in Accounting					
Net Income	556,939	713,854	712,924	735,574	621,823
Preferred Dividend Requirement	10,936	10,876	10,437	9,874	9,874
Trust Preferred Dividend Requirement					
Earnings Applicable to Common	546,004	702,978	702,488	725,700	611,949
Wtd Avg Common Shares	205,618	207,502	209,402	211,302	213,202
Earnings Per Share	2.66	3.39	3.35	3.43	2.87

Balance Sheet

	Year 2006	Year 2007	Year 2008	Year 2009	Year 2010
Ameren Corporation (consolidated)					
ASSETS					
Property & Plant at Original Cost:					
Gross Plant In Service	21,375,752	22,299,076	23,630,266	25,444,804	26,229,409
Acquisition Adjustments	36,523	36,523	36,523	36,523	36,523
Plant Held For Future Use	5,962	5,962	5,962	5,962	5,962
Total Gross Plant	21,418,236	22,341,561	23,672,750	25,487,288	26,271,894
Less: Accumulated Depreciation and Amortization	(8,642,247)	(9,212,105)	(9,832,411)	(10,561,207)	(11,332,288)
Net Plant	12,775,989	13,129,456	13,840,340	14,926,081	14,939,606
Construction Work In Progress:					
Nuclear Fuel In Process	106,474	119,125	125,225	183,417	184,632
Other	486,774	806,898	963,621	439,591	772,094
Total Construction Work In Progress	593,248	926,023	1,088,846	623,008	956,726
Utility Plant Adjustments					
Gas Stored Underground - Noncurrent					
Total Property & Plant, Net	13,369,237	14,055,479	14,929,185	15,549,089	15,896,332
Investments and Other Assets:					
Nuclear Decommissioning Trust Fund	285,258	307,608	331,709	357,698	385,724
Long-Term Notes Receivable Affiliated	0	0	0	0	0
Long-Term Tax Receivable Affiliated	(0)	(0)	(0)	(0)	(0)
Accum. Def. Income Tax Basis Step-Up			(9,636)	(9,636)	(9,636)
Deferred Debits	262,548	256,925	256,313	256,931	259,518
Securities of Subsidiaries	4,343	4,343	4,343	4,343	4,343
Emission Allowances	229,971	196,476	153,943	133,670	120,707
Other Investments	480,782	470,450	458,677	445,632	431,483
Goodwill	975,705	975,705	975,705	975,705	975,705
Customer Notes Receivable		67,860	97,978	102,251	65,442
Other Assets					
Total Investments and Other Assets	2,238,607	2,279,367	2,269,033	2,266,595	2,233,286
Current Assets:					
Cash and Temporary Cash Investments					
Accounts Receivable	422,457	460,730	450,063	459,708	458,536
Accounts Receivable Affiliated	4,353	4,353	4,353	4,353	4,353
Notes Receivable Affiliated		(0)	(0)	(0)	(0)
Other Accounts, Notes, and Tax Receivable	111,023	111,023	111,023	111,023	111,023
Ct. Portion Long-Term Notes Receivable Affiliated	(0)	(0)	(0)	(0)	(0)
Ct. Portion Long-Term Tax Receivable Affiliated	(0)	(0)	(0)	(0)	(0)
Unbilled Revenue	354,391	355,477	354,687	352,224	349,029
Fossil Fuel	204,875	230,230	235,608	241,004	246,405
Other Materials And Supplies	450,054	460,351	453,936	451,110	442,702
Other Current Assets	101,173	101,173	101,173	101,173	101,173
Total Current Assets	1,648,327	1,723,338	1,710,844	1,720,596	1,713,222
Regulatory Assets	797,322	774,694	759,027	749,698	744,154
Total Assets	**18,053,493**	**18,832,879**	**19,668,089**	**20,285,978**	**20,586,994**
Capitalization:					
Common Stock, $.01 Par Value	2,063	2,063	2,063	2,063	2,063
Paid-In Capital	4,461,928	4,556,928	4,651,928	4,746,928	4,841,928
Retained Earnings	2,020,749	2,196,786	2,367,583	2,556,685	2,627,210
Total Common Equity	6,484,740	6,755,777	7,021,574	7,305,676	7,471,201
Preferred Stock	212,934	211,834	195,334	195,334	195,334
Equity Security Units					
Long-Term Debt Affiliate					
Long-Term Debt	5,192,521	5,846,892	5,920,278	5,947,953	6,234,767
Long-Term Debt Writeup	91,824	74,832	59,039	49,880	47,277
Total Capitalization	11,982,019	12,889,336	13,196,226	13,498,843	13,948,579
Minority Interest in Consolidated Subsidiaries	9,914	10,922	14,871	19,353	24,255
Current Liabilities:					
Current Maturity of Long-Term Debt	463,404	226,404	395,105	223,675	161,772
Ct. Portion Long-Term Notes Payable Affiliated					
Ct. Portion Long-Term Tax Payable Affiliated					
Accounts Payable & Accounts Payable Affiliated	422,804	342,271	341,434	342,179	342,168
Notes Payable	569,133	650,151	924,877	1,269,806	1,055,586
Notes Payable Affiliated	(0)	(0)	(0)	(0)	(0)
Ct. Portion Asset Retirement Obligation	4,671	5,255	2,536	2,536	2,536
Ct. Portion Accumulated Deferred Income Taxes					

Balance Sheet

	Year 2006	Year 2007	Year 2008	Year 2009	Year 2010
Taxes Accrued	112,200	114,130	116,295	118,760	121,253
Other Current Liabilities	439,900	470,307	481,051	485,520	484,393
Total Current Liabilities	2,012,112	1,808,518	2,261,298	2,442,475	2,167,707
Long-Term Liabilities:					
Accumulated Deferred Income Taxes	2,086,564	2,123,740	2,151,627	2,232,271	2,298,915
Accumulated Deferred ITC	119,836	109,017	98,565	88,503	79,019
Long-Term Tax Payable Affiliated					
Regulatory Liability	236,803	236,803	236,803	236,803	236,803
Pension Liability Writeup					
Coal Contract					
Other Deferred Credits And Liabilities	1,606,245	1,654,543	1,708,700	1,767,730	1,831,716
Total Long-Term Liabilities	4,049,447	4,124,102	4,195,695	4,325,307	4,446,453
Total Capitalization And Liabilities	18,053,493	18,832,879	19,668,089	20,285,978	20,586,994

Cash Flow Report

	Year 2006	Year 2007	Year 2008	Year 2009	Year 2010
Ameren Corporation (consolidated)					
Cash Flows From Operations:					
Earnings applicable to Common	546,004	702,978	702,488	725,700	611,949
Items Not Requiring (Providing) Cash:					
Equity In Earnings Of Subsidiaries	1,156	21,608	24,149	21,882	20,502
Minority Interest	26,360				
Cumulative Effect of Change in Accounting					
Depreciation and Amortization	663,164	678,543	711,857	748,982	802,994
Purch Acct & Regulatory Amortizations	(3,548)	21,843	18,395	18,949	21,718
Nuclear Fuel Amortization	35,897	37,214	40,070	47,347	58,122
Debt Amortizations, Net	16,548	20,065	16,350	16,223	15,428
AFUDC	(16,099)	(25,469)	(38,108)	(47,793)	(28,104)
Capitalized Interest	(586)	(14,061)	(27,728)	(26,142)	(6,699)
Deferred Income Taxes	126,814	37,176	37,523	80,644	66,644
Deferred Investment Tax Credits	(8,986)	(10,818)	(10,452)	(10,062)	(9,484)
Changes in Assets and Liabilities:					
Receivables	72,051	(39,359)	11,458	(7,183)	4,367
Materials and Supplies	159,077	(35,652)	1,037	(2,569)	3,007
Payables	(189,692)	(64,533)	(837)	745	(11)
Accrued Taxes	(19,138)	1,930	2,165	2,465	2,493
Accrued Interest	6,000	14,523	10,986	4,469	(1,127)
Other Assets	(508,389)	21,477	30,204	7,329	(914)
Other Liabilities	133,962	19,622	19,137	24,648	27,524
Other	203,808	(75,017)	(37,799)	(12,048)	28,815
Net Cash Provided By Operations	1,244,402	1,312,067	1,510,893	1,593,584	1,617,226
Cash Flows From (Used In) Investing:					
Construction Expenditures Including AFUDC & Cap Int	(1,315,965)	(1,307,067)	(1,551,997)	(1,342,786)	(1,107,431)
AFUDC & Capitalized Interest	16,216	34,549	58,200	65,598	24,990
Cost of Removal and Salvage Proceeds	(28,593)	(21,353)	(17,990)	(21,494)	(20,358)
Nuclear Fuel Expenditures	(836)	(71,736)	(53,302)	(49,133)	(76,280)
Nuclear Decommissioning		(1,491)	(150)		
Equity Contributions					
Acquisition Costs					
External Sale Of Assets					
Other					
Net Cash From (Used In) Investing	(1,329,178)	(1,367,097)	(1,565,238)	(1,347,815)	(1,179,079)
Cash Flows From (Used In) Financing:					
Internal Dividends					
EEI Dividends	(27,500)	(20,600)	(20,200)	(17,400)	(15,600)
Common Stock Dividends	(522,352)	(526,946)	(531,772)	(536,598)	(541,424)
Common Stock Issuance Costs					
Redemptions:					
Nuclear Fuel Lease					
Long-Term Debt	(170,795)	(551,900)	(214,632)	(432,188)	(211,903)
Preferred Stock	(1,100)	(1,100)	(16,500)		
Issuances:					
Nuclear Fuel Lease					
Long-Term Debt	237,246	979,558	467,723	300,488	450,000
Long-Term Debt Affiliate (Net)	(0)				
Preferred Stock					
Common Stock	96,812	95,000	95,000	95,000	95,000
Short-Term Debt External (Net)	472,465	81,018	274,726	344,929	(214,220)
Short-Term Debt Affiliate (Net)					
Money Pool (Net)	(0)	0	0	(0)	0
Net Cash From (Used In) Financing	84,775	55,030	54,345	(245,770)	(438,147)

Margin Assumptions - Revenues and Regulatory

Electric Sales:

- Native load growth ~1.5% annually (excluding customer switching)
- Customer switching - industrials returning to tariffs, including ADM to IP

- Retail MWH Sales:	2006	2007	2008	2009	2010
CIPS	12,497	12,676	12,775	12,896	13,007
CILCO	5,517	6,516	6,573	6,646	6,718
IP	17,009	19,163	19,336	19,544	19,750

Gas Sales:

- Load growth is ~ 0.3% annually
- Normal weather, using 30 year averages
- Gas rate cases:

* CIPS = $13 million, effective Sept 2007

	2006	2007	2008	2009	2010
Commodity cost $/MCF	9.98	9.76	9.24	8.84	8.25

Regulatory:

- IL rate case assumptions:
  * IL DST rate increase, effective Jan 1
  * No additional DST cases in IL before 2011
  * Purchased power expense is pass-thru, subject to residential caps
  * IL phase-in with 14% caps, not mandatory

Margin Assumptions - Marketing & Interchange

Forward Price Curve:	2006	2007	2008	2009	2010
7x24	46.25	46.40	46.66	46.37	46.87
5x16	58.42	61.09	62.50	61.88	62.49
WRAP	34.02	34.65	32.83	32.82	33.23

- 2006 uses FPC from Feb 22, 2006
- 2007-2010 uses FPC from Feb 7, 2006, discounted by 10%

	12676	12775	12896	13007
	6516	6573	6646	6718
	19,163.00	19,336.00	19,544.00	19,750.00

Interchange Margins:

* IL DST rate increase, effective	2006	2007	2008	2009	2010
ARG	56,775	29,348	45,813	40,261	36,761

* IL phase-in with 14% ca	2006	2007	2008	2009	2010
	1,707	937	1,424	1,287	1,255

- Interchange sales go up significantly in 2007 due to no JDA and 35% cap on affiliate supply in IL auction

Common Dividends by Subsidiary to Ameren Corporation	Year 2006	Year 2007	Year 2008	Year 2009	Year 2010	Year 2011
UNION ELECTRIC	249	262	247	258	304	328
CENTRAL ILLINOIS PUBLIC SERVICE	50	40	45	30	30	30
AMEREN ENERGY RESOURCES	173	154	149	117	106	100
CILCORP	50	10	10	65	30	30
ILLINOIS POWER	0	61	80	67	72	57

AmerenIP's and Ameren Illinois Transmission Company's
Response to
Illinois Commerce Commission Data Requests
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Petition for Certificate of Public Convenience and Necessity

FD 8.01 AmerenIP Exhibit 19.0, lines 30 -34, states, "…Ms. Phipps' analysis acknowledges an important fact that I have argued in this proceeding, that is, the financing of the Project will result in some deterioration of key financial measures important in the rating agencies' analysis of the creditworthiness of AmerenIP and the assignment of its credit ratings."

Does the Company agree that paying dividends to Ameren Corporation would result in some deterioration of key financial measures important in the rating agencies' analysis of the creditworthiness of AmerenIP and the assignment of its credit ratings? Specifically, please describe the impact that AmerenIP paying dividends to Ameren Corporation would have on the financial metrics discussed in AmerenIP Exhibit 12.1.

Response: As described in AmerenIP Exhibit 12.1, dividends are included in two of the six measures, namely Retained Cashflow to Adjusted gross debt and Retained Cashflow to Capex. Since AmerenIP has not paid dividends in 2006 and not for the first and second quarters of 2007, it is difficult to argue that dividends have anything to do with AmerenIP's current "junk bond" ratings. Dividends cannot go lower than zero.

Going forward, if and when AmerenIP can pay dividends, the effect on these two ratios is negative. However, three points need to be made here. First, AITC helps five of the six measures versus two of the measures being affected by dividends. This includes FFO/ Adjusted gross debt, FFO/Interest, Adjusted gross debt/Capitalization, plus the two measures from above: Retained Cashflow/Adjusted gross debt and Retained Cashflow / Capex... If AmerenIP finances 100% of this Project as Staff has suggested, all five measures above are harmed. Smaller dividends can only mitigate two of the five measures (Retained Cashflow/Adjusted gross debt and Retained Cashflow / Capex). What's going to help the others? Second, financing 100% of this Project at AmerenIP does not increase cash flow-- it decreases cash flow. Again, until the Project goes in service, there is no incremental revenue to help offset the effect of the increasing debt. Payment of dividends does not have any bearing on this fact. Third, financing 90% of this Project at AITC provides further financial enhancements as AITC helps five of six ratings agency metrics for no cost. AITC does not add to the cost of the Project and will not impact any customer at AmerenIP.

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FD 8.02 AmerenIP Exhibit 19.0, lines 73 – 74 states, "[i]f AmerenIP is unable to pay dividends, its ability, and thus Ameren Corporation's ability, to obtain equity capital will be harmed."

a. Please explain how AmerenIP's ability to obtain equity capital will be harmed by its inability to pay dividends to Ameren Corporation.

b. At any time since January 1, 2007, has AmerenIP declared or paid any preferred dividends to Ameren Corporation? If the response is affirmative, please provide the declaration date for those dividends and specify the dollar amount of preferred dividends for each instance in which AmerenIP declared or paid preferred dividends to Ameren Corporation during 2007. Additionally, please supplement this response every time AmerenIP declares or pays preferred dividends to Ameren Corporation through and including December 31, 2007.

c. At any time since January 1, 2007, has AmerenIP declared or paid any common dividends to Ameren Corporation? If the response is affirmative, please provide the declaration date for those dividends and specify the dollar amount of common dividends for each instance in which AmerenIP declared or paid common dividends to Ameren Corporation during 2007. Additionally, please supplement this response every time AmerenIP declares or pays common dividends to Ameren Corporation through and including December 31, 2007.

Response: a. All investors look to options that will earn some return. Ameren Corporation has the ability to attract and raise capital from the sale of common stock. Investors look to stocks that pay dividends, and these dividends are supported from the on-going operations of its various subsidiaries. Ameren Corporation issued $1.3 billion of common stock for the purposes of acquiring and recapitalizing AmerenIP, thus returning it to financial health. As is the case with all of Ameren's common equity, there is a reasonable expectation that there would be some return generated due to this capital. It is certainly not unreasonable for the investment for which this capital was raised should be the source for such return (dividend). AmerenIP has suspended dividends to Ameren Corporation for the last six quarters. It is not prudent for Ameren Corporation to inject additional equity into a subsidiary if it cannot support dividends.

b. Ameren Corporation holds a portion of the preferred stock of AmerenIP. Ameren Corporation has received three quarterly payments totaling $1.31 million since January 1st, 2007.

c. At no time since January 1, 2007 has AmerenIP declared or paid any common dividends to Ameren Corporation.

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FD 8.03 AmerenIP Exhibit 19.0, lines 91 – 101, states:

AITC would fund the Project through the following mechanism… AITC would first seek approval to acquire inter-company loans from Ameren Corporation…to the extent that AmerenIP, AmerenCIPS or AmerenCILCO have surplus funds and can lend money to the regulated money pool, AITC may seek to acquire short-term loans from this source. There is no impact to AITC or its customers from this funding arrangement. There is no difference to Ameren Corporation's ratings due to this Project whether it's done at AITC or AmerenIP.

a. Are dividend payments from AmerenIP a source of funds available to Ameren Corporation for funding the Project through AITC?

b. Are the funding sources available to Ameren Corporation sufficient for loaning AITC the funds necessary to finance 100% of the Project? If the response is negative, please provide the basis for the response.

c. In light of the Company's argument that there will be no effect on Ameren Corporation's ratings due to this Project whether it's done by AITC or AmerenIP, please explain why the Company's financing proposal requires AmerenIP to fund 10% of the Project.

d. In light of the Company's argument that any amount of new indebtedness would weaken AmerenIP's financial metrics, please explain why the Company's financing proposal requires AmerenIP to fund 10% of the Project.

e. Please explain the benefits to AmerenIP's customers of AmerenIP funding 10% of the project as opposed to funding 0% or 100% of the Project.

f. Please reconcile the Company's proposal for AmerenIP lending AITC funds to invest in the Project through the regulated money pool with Mr. Hughes' testimony that funding any percentage of the Project above 10% would "adversely affect" AmerenIP's financial metrics and limit its potential for a stronger credit rating (see AmerenIP Exhibit 19.0, lines 44-49).

g. Please describe the impact the indirect financing arrangement, described in f. above, would have on AmerenIP's customers.

h. Please define the term "surplus funds" as it is used in AmerenIP Exhibit 19.0, line 97. Is it the Company's position that an Ameren Illinois utility could have surplus funds available to lend to the utility money pool at the same time it has short-term debt outstanding?

i. If AmerenIP has no short-term debt outstanding, does it agree that any surplus funds it had available to contribute to the utility money pool instead could be invested in the Project without deterioration of key financial measures important in the rating agencies' analysis of the creditworthiness of AmerenIP?

Response:

a. No, dividend payments from AmerenIP are a source of funds that support common stock dividend payments to Ameren Corporation's investors.

b. Yes, the funding sources at Ameren Corporation are sufficient to fund the Project at AITC. The most updated information regarding these is detailed in Ameren's second quarter 10Q.

c. AmerenIP believes that it should have an ownership role in the development of a new transmission line in its service territory. Further, participation by AmerenIP makes the Project more understandable to AmerenIP's customers and ensures that AmerenIP will be involved at all stages of the process: design, certification, land rights acquisition (including any necessary eminent domain proceedings) and construction. AmerenIP balanced this desire to be involved with the concerns related to credit ratings and determined that a 10% level of participation would be appropriate.

d. See response to Item c.

e. See response to item d.

f. The Company never stated that AmerenIP would borrow to fund loans to AITC through the money pool. AmerenIP would only lend funds into the money pool for this purpose if it has surplus cash available to do so. Financing 100% of the project at AmerenIP adds debt to the balance sheet; excess cash at AmerenIP adds to an asset. It's the increasing debt obligation in the absence of supporting cash flow that is detrimental to AmerenIP's ratings.

g. To the extent that AmerenIP has excess funds to lend, it would be paid interest on such borrowings. This interest income would represent incremental cash flow which, albeit potentially minor in amount, would nonetheless be beneficial to AmerenIP and could be used to fund current or future operating needs.

h. Surplus funds represent cash balances on hand. Although it is possible that AmerenIP could have both surplus cash balances and short-term debt outstanding at the same time, this is usually the result of pending loan maturities, or maintaining cash balances in anticipation of a near-term funding requirement/expenditure. The temporary use of this cash, pending such use, is more efficient from a cash management standpoint. However, AmerenIP would not borrow in order to increase surplus cash in order to fund loans through the money pool to AITC.

i. No. AmerenIP can recoup loans it has made to the utility money pool on a demand basis – i.e., it can require the repayment of those loans if and when those funds are needed for its own funding requirements. If such funds were instead invested in the Project they would not be available when otherwise needed and the Company would have to incur incremental debt to meet its funding needs.

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