

STATE OF ILLINOIS

ILLINOIS COMMERCE COMMISSION

Illinois Power Company :
d/b/a AmerenIP :
 : Docket No. 07-0520
Request pursuant to Section 6-102 of the :
Public Utilities Act for an order authorizing :
Illinois Power Company d/b/a AmerenIP :
to incur indebtedness by undertaking the :
obligation to pay the principal, interest :
and redemption premium, if any, on up to :
\$250,000,000 principal amount of Senior :
Secured Notes for the purpose of refunding, :
redeeming and/or refinancing outstanding :
evidences of indebtedness. :

NINTH REPORT

To the Illinois Commerce Commission,

The undersigned, Illinois Power Company d/b/a AmerenIP (hereinafter the Company”), in accordance with the requirements of Ordered Paragraph 8 of Order entered by the Illinois Commerce Commission (the “Commission”) on October 29, 2007 in the above entitled case, hereby submits its Ninth Report (matters through March 31, 2010) as follows:

On November 20, 2007, the Company closed on the sale of \$250,000,000 in principal amount of its Senior Secured Notes with registration rights in a private placement, secured by an equal principal amount of the Company’s Mortgage Bonds, as follows:

<u>Interest Rate</u>	<u>Principal Amount</u>	<u>Discount</u>	<u>Offering Price</u>	<u>Underwriters Commission</u>	<u>Gross Proceeds</u>	<u>Maturity Date</u>
6.125%	\$250,000,000	\$275,000	\$249,725,000 99.890% *	\$1,625,000	\$248,100,000 99.240% *	Nov. 15, 2017

*Percent relationship to the principal amount of \$250,000,000.

The net proceeds, of approximately \$248,000,000 which result from the gross proceeds of \$248,100,000 (shown above) less estimated offering expenses of approximately \$100,000, together with other available funds, were used to repay short-term debt (see below) consisting of the Company's borrowings under its 2007 credit agreement and under Ameren Corporation's utility money pool agreement, which borrowings totaled \$264,600,000 at a weighted annual interest rate of 6.597%. The purchasers for the sale were Barclays Capital Inc., BNP Paribas Securities Corp., J.P. Morgan Securities, Inc. and Lazard Capital Markets LLC. The Company exchanged the unregistered Senior Secured Notes for registered Senior Secured Notes in April 2008.

Expenses incurred in connection with this docket were as follows:

<u>Description</u>	<u>Expenses for the quarter ended March 31, 2010</u>	<u>Total expenses through March 31, 2010</u>
Illinois Commerce Commission – issuance fee	\$	\$ 600,000.00
Expert's Certificate		250.00
Underwriters Commission		1,625,000.00
The Bank of New York Mellon Trust Company, N.A. – trustee fee		22,182.75
Fitch, Inc. – rating agency fee		81,250.00
Merrill Communication LLC – printing and Edgar filing services		34,217.09
Recording fees		3,192.00
PricewaterhouseCoopers LLP – accountants		47,692.00
Company outside counsel – legal fees		70,403.08
Emmet, Marvin & Martin LLP – legal fees (trustee's counsel)		<u>4,146.62</u>
Total	<u>\$ 0</u>	<u>\$ 2,488,333.54</u>

Dated: May 20, 2010

ILLINOIS POWER COMPANY
d/b/a AmerenIP

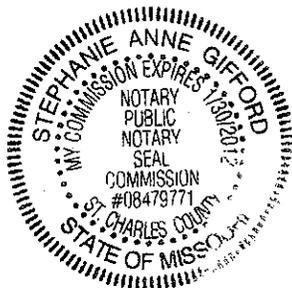
By: *Ryan J. Martin*
Ryan J. Martin
Assistant Treasurer

STATE OF MISSOURI)
) SS.
CITY OF SAINT LOUIS)

Ryan J. Martin, being first duly sworn, on oath deposes and says that he is the Assistant Treasurer of Illinois Power Company d/b/a AmerenIP, that he has read the foregoing report by him subscribed and that the matters therein stated are true to the best of his knowledge and belief.

Ryan J. Martin
Ryan J. Martin
Assistant Treasurer

Subscribed and sworn to before me this 20 day of May, 2010.



Stephanie Anne Gifford
Notary Public