MOODY'S
INVESTORS SERVICE

Credit Opinion: Ameren Illinois Company

Global Credit Research - 13 Jun 2013

Peoria, Illinois, United States

Ratings

Category	Moody's Rating
Outlook	Stable
Issuer Rating	Baa2
First Mortgage Bonds	A3
Senior Secured	A3
Bkd Sr Unsec Bank Credit Facility	Baa3
Senior Unsecured Shelf	(P)Baa2
Pref. Stock	Ba1
Commercial Paper	P-3
Parent: Ameren Corporation	
Outlook	Stable
Issuer Rating	Baa3
Senior Unsecured	Baa3
Subordinate Shelf	(P)Ba1
Pref. Shelf	(P)Ba2
Commercial Paper	P-3

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Key Indicators

[1]**Ameren Illinois Company**

	LTM 03/31/2013	2012	2011	2010
(CFO Pre-W/C + Interest) / Interest Expense	4.1x	3.9x	4.1x	4.8x
(CFO Pre-W/C) / Debt	20.9%	19.2%	22.8%	26.2%
(CFO Pre-W/C - Dividends) / Debt	13.3%	10.7%	7.5%	20.0%
Debt / Book Capitalization	39.2%	39.7%	39.3%	40.2%

[1] All ratios calculated in accordance with the Global Regulated Electric Utilities Rating Methodology using Moody's standard adjustments.

Note: For definitions of Moody's most common ratio terms please see the accompanying User's Guide.

Opinion

Rating Drivers

- Supportive legislation improves rate certainty

- Regulatory environment remains challenging

- Financial metrics consistent with current ratings

- High capital expenditures over the next several years

Corporate Profile

Ameren Illinois Company (Ameren Illinois, Baa2 senior unsecured, stable) is a regulated electric and natural gas transmission and distribution utility with a service territory in central and southern Illinois. Ameren Illinois is a wholly-owned subsidiary of Ameren Corporation (Ameren, Baa3 Issuer Rating, stable). It was formed in 2010 by the merger of Ameren's three Illinois utility subsidiaries: the former Central Illinois Light Company (AmerenCILCO), Central Illinois Public Service Company (AmerenCIPS) and Illinois Power Company (AmerenIP).

SUMMARY RATING RATIONALE

The rating of Ameren Illinois reflects a below average regulatory environment in Illinois offset by improved cost recovery prospects following the passage of the state's Energy Infrastructure Modernization Act (EIMA) in 2011 and subsequent supportive clarifications provided in the recently passed Senate Bill 9 (SB 9). The rating also reflects financial metrics that are appropriate for its rating, an adequate liquidity position, and its relatively low risk transmission and distribution business risk profile.

DETAILED RATING CONSIDERATIONS

-- EIMA and SB 9 promise more certainty in ratemaking process

Illinois has historically been a challenging regulatory environment for utilities, but the situation is slowly improving with passage of EIMA in late 2011 and SB 9 in 2013. Depending on how it is implemented, the EIMA could significantly reduce ratemaking uncertainty. Execution risk remains a concern given Illinois' history of contentious relationship between the Illinois Commerce Commission (ICC) and the state's investor-owned utilities, as most recently evidenced by the dispute between the ICC and investor-owned utilities over the application of EIMA in recent rate cases.

The ICC has a history of authorizing punitive rates of return and disallowances that led to contentious relationships with the utilities. The poor regulatory treatment has been a key negative credit factor for utilities operating in Illinois. The EIMA has the potential to reduce much of the uncertainty because it provides a formulaic ratemaking paradigm. Return on equity is calculated with a formula based on the 30-year treasury yield with adjustments for quantitative performance measures. In contrast, the traditional rate case paradigm gives the utility commission much wider discretion over the ratemaking process and outcome.

There are concerns regarding implementation of the EIMA because it was opposed by both Governor Quinn and the utility commissioners. Governor Quinn unsuccessfully vetoed both the EIMA and SB 9, and the ICC opposed the initial passage of EIMA and used unfavorable parameters, such as average instead of year-end rate base, during Ameren Illinois' initial filing (for 2012 rates) and the first updated filing (for 2013 rates) under the formula rate plan. As a result, the more supportive legislature had to pass follow-up SB 9 bill in May 2013 to clarify the parameters to be used, which are favorable to the company.

The passage of SB 9 should alleviate the disagreement between ICC and the company over the implementation of EIMA in the near term, thus bringing EIMA one step closer to achieving its potential of encouraging more investment in utility infrastructure, mitigating regulatory lag, and creating a more transparent and less politically charged rate setting process for the company. The outcome of the current formula rate filing (for 2014 rates), expected in December 2013, will go a long way in demonstrating the effectiveness of EIM.

-- Financial and cash flow metrics are commensurate with Baa rating

Ameren Illinois' cash flow to debt metrics are consistent with its outstanding ratings. The company recorded a CFO pre-WC/debt ratio of 26% and 23% in 2010 and 2011, respectively, though this credit measure declined to 19% in 2012. The decline in 2012 can be partly attributed to the 8.8% allowed return on equity (ROE) calculated under EIMA's formula rate in 2012, which is substantially lower than the ICC's 2010 electric rate order, which had established the allowed ROE at 10.2%. However, because EIMA uses the 30-year treasury rate as the base when calculating allowed ROE, a rise in the treasury rate will directly translate into a higher allowed ROE for Ameren Illinois.

- High capital expenditures over the next five years

Ameren Illinois has a substantial capital expenditure program with the company forecasting capital expenditures of $695 million in 2013 and between $2.4 billion and $3.25 billion over the 2014-2017 time period. The large capital expenditure program reflects the commitment to spend an incremental $625 million between 2012 and 2021 pursuant to EIMA as well as spending on FERC-regulated transmission projects, which is expected to account for $1 billion over the next five years (2013-2017). Currently, FERC-regulated revenue only accounts for 1% of Ameren Illinois' total operating revenue but this share will grow with the planned investments.

Liquidity

Ameren Illinois maintains an adequate liquidity profile that is supported by a five-year $800 million unsecured bank credit agreement that expires in November 2017. The Illinois credit facility is shared with the parent company, whose maximum borrowing amount available is $300 million. Because the two entities share the same credit facility, Ameren Illinois maintains a short-term rating for commercial paper of Prime-3, the same short-term rating of the parent company. The credit facility includes covenants requiring that Ameren and Ameren Illinois maintain consolidated indebtedness of not more than 65% of consolidated capitalization. At March 31, 2013, the ratios for Ameren and Ameren Illinois were 52% and 42%, respectively. In addition, Ameren is required to maintain a ratio of consolidated funds from operations plus interest expense to consolidated interest expense of 2.0 to 1. At March 31, 2013, it was in compliance with this financial covenant with a ratio of 5.1x to 1.

In addition to the credit facility, Ameren Illinois participates in a utility money pool arrangement with the parent company, giving it access to additional funds if needed. At March 31, 2013, neither Ameren nor Ameren Illinois had any borrowings under the Illinois credit facility. Ameren Illinois had $93 million of cash as of March 31, 2013, an increase from December 31, 2012 when it had no cash on hand (due in part to the pay-down of a $150 million senior secured note with operating cash flow and cash). The company has no significant long-term debt due until December 2013, when $200 million of senior secured notes are due.

Rating Outlook

The stable outlook reflects our expectation that EIMA and SB 9 will provide sufficient cost recovery on the electric portion of the business, that its regulatory framework will allow for more predictable outcomes than the past, and that financial metrics will remain supportive for its current rating.

What Could Change the Rating - Up

Should the formula rate plan prove to be effective over time in reducing Illinois's regulatory risk, Ameren Illinois' rating may be placed on positive outlook, provided that its financial metrics remain supportive of such an action.

What Could Change the Rating - Down

The rating could be downgraded if the implementation of EIMA suffers a setback and fails to establish a more transparent and predictable ratemaking framework for Ameren Illinois.

Rating Factors

Ameren Illinois Company

Regulated Electric and Gas Utilities Industry [1][2]	**LTM 03/31/2013**			**Moody's 12-18 month Forward View* As of June 2013**	
Factor 1: Regulatory Framework (25%)	Measure	Score		Measure	Score
a) Regulatory Framework		Ba			Ba
Factor 2: Ability To Recover Costs And Earn Returns (25%)					
a) Ability To Recover Costs And Earn Returns		Baa			Baa
Factor 3: Diversification (10%)					

a) Market Position (5%)		Ba		Ba
b) Generation and Fuel Diversity (5%)		-		-
Factor 4: Financial Strength, Liquidity And Key Financial Metrics (40%)				
a) Liquidity (10%)		Baa		Baa
b) CFO pre-WC + Interest/ Interest (3 Year Avg) (7.5%)	4.4x	Baa	4.0-4.4x	Baa
c) CFO pre-WC / Debt (3 Year Avg) (7.5%)	23.3%	A	19-22%	Baa
d) CFO pre-WC - Dividends / Debt (3 Year Avg) (7.5%)	13.6%	Baa	13-16%	Baa
e) Debt/Capitalization (3 Year Avg) (7.5%)	39.6%	A	39-42%	A
Rating:				
a) Indicated Rating from Grid		Baa2		Baa2
b) Actual Rating Assigned		Baa2		Baa2

* THIS REPRESENTS MOODY'S FORWARD VIEW; NOT THE VIEW OF THE ISSUER; AND UNLESS NOTED IN THE TEXT DOES NOT INCORPORATE SIGNIFICANT ACQUISITIONS OR DIVESTITURES

[1] All ratios are calculated using Moody's Standard Adjustments. [2] As of 03/31/2013(LTM); Source: Moody's Financial Metrics

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Ameren Illinois Company
Cost Of Capital Summary
Average Balance For Test Year 2014

Type of Capital	$ Amount	Proportion of Total	Cost of Each Type	Cost
Long Term Debt	$ 1,896,113,765	46.499%	6.428%	2.989%
Short Term Debt	10,029,650	0.246%	1.875%	0.005%
Preferred Stock	58,696,935	1.439%	4.979%	0.072%
Common Stock	2,112,959,344	51.816%	10.400%	5.389%
Bank Facility Costs				0.062%
TOTAL	$ 4,077,799,693	100.000%		8.517%

Ameren Illinois Company

Remaining CWIP Accruing AFUDC Adjustment Calculation

Average 2014

Unadjusted Capital Structure

		Balance	Weight
1	Short-Term Debt	$ 10,029,650	0.24%
2	Long-Term Debt	1,960,204,974	46.49%
3	Preferred Stock	61,632,375	1.46%
4	Common Equity	2,184,381,157	51.81%
5	Total	$ 4,216,248,155	100.00%

Capital Structure without Short-Term Debt

		Balance	Weight
6	Long-Term Debt	$ 1,960,204,974	46.60%
7	Preferred Stock	61,632,375	1.47%
8	Common Equity	2,184,381,157	51.93%
9	Total	$ 4,206,218,505	100.00%

Remaining CWIP Accruing AFUDC Adjustment to Long-Term Capital Components

10	Remaining CWIP Accruing AFUDC :	$	137,534,783

		Weight	Reduction to Long-Term Capital Components
11	Long-Term Debt	46.60%	$ 64,091,209
12	Preferred Stock	1.47%	2,021,761
13	Common Equity	51.93%	71,421,813
14	Total	100.00%	$ 137,534,783

Ameren Illinois Company

Short-Term Debt Balance
Average 2014

End of Month Balances

	Date (A)	Gross Short-Term Debt Outstanding (B)	Adjustment For Bonus Depreciation (C)	Gross Short-Term Debt After Bonus Depreciation (D)	CWIP (E)	CWIP Accruing AFUDC (F)	Net Short-Term Debt Outstanding (G)	Monthly Average (H)	Remaining CWIP Accruing AFUDC (I)	Monthly Average (J)
1	Dec-13	$ 115,136,000	$ (48,090,250)	$ 67,045,750	$ 122,052,000	$ 110,188,546	$ 6,516,847		$ 49,659,642	
2	Jan-14	75,321,056	$ (64,120,333)	$ 11,200,723	146,143,000	131,937,900	1,088,710	$ 3,802,779	121,825,887	$ 85,742,765
3	Feb-14	39,449,113	$ (64,120,333)	$ -	171,713,000	155,022,496	-	544,355	155,022,496	138,424,192
4	Mar-14	25,811,169	$ (64,120,333)	$ -	188,079,000	169,797,721	-	-	169,797,721	162,410,109
5	Apr-14	-	$ (62,918,035)	$ -	210,335,000	189,890,438	-	-	189,890,438	179,844,080
6	May-14	43,518,281	$ (62,918,035)	$ -	228,196,000	206,015,349	-	-	206,015,349	197,952,893
7	Jun-14	123,368,338	$ (62,918,035)	$ 60,450,303	216,709,000	195,644,885	5,875,769	2,937,885	141,070,352	173,542,850
8	Jul-14	142,635,394	$ (61,715,737)	$ 80,919,657	234,223,000	211,456,524	7,865,391	6,870,580	138,402,258	139,736,305
9	Aug-14	147,346,450	$ (61,715,737)	$ 85,630,713	253,146,000	228,540,209	8,323,305	8,094,348	151,232,801	144,817,530
10	Sep-14	181,319,506	$ (61,715,737)	$ 119,603,769	249,360,000	225,122,208	11,625,486	9,974,396	117,143,925	134,188,363
11	Oct-14	157,148,563	$ (60,513,439)	$ 96,635,124	251,079,000	226,674,121	9,392,934	10,509,210	139,431,932	128,287,928
12	Nov-14	207,072,619	$ (60,513,439)	$ 146,559,180	252,623,000	228,068,044	14,245,552	11,819,243	95,754,417	117,593,174
13	Dec-14	321,738,675	$ (60,513,439)	$ 261,225,236	159,354,000	143,864,791	117,360,445	65,802,999	-	47,877,208
14	Average							$ 10,029,650		$ 137,534,783

15 Notes:

Column (G) = the greater of [Column (B) - Column (F)] or [Column (B) - Column (B) / Column (E) × Column (F)]

Column (I) = Column (F) - [Column (D) - Column (G)]

Ameren Illinois Company
Embedded Cost of Long-Term Debt
Average 2014

Debt Issue Type, Coupon Rate (A)		Date Issued (B)	Maturity Date (C)	Principal Amount (D)	Face Amount Outstanding (E)	Unamortized Debt: Discount or (Premium) (F)	Unamortized Debt: Expense (G)	Carrying Value (H)	Coupon Interest Expense (a) (I)	Amortization of Debt: Discount or (Premium) (J)	Amortization of Debt: Expense (K)	Annual Interest Expense (L)
First Mortgage Bonds												
AIC												
2.700%	Senior Sec Notes	08/20/12	09/01/22	400,000,000	400,000,000	117,600	2,623,068	397,259,332	10,800,000	14,400	321,192	11,135,592
3.250%	Senior Sec Notes	12/31/13	12/31/23	250,000,000	250,000,000	-	1,828,750	248,171,250	8,125,000	-	192,500	8,317,500
4.600%	Senior Sec Notes	12/31/13	12/31/43	250,000,000	250,000,000	-	2,446,042	247,553,959	11,500,000	-	82,917	11,582,917
CIPS												
6.125%	Series AA	12/15/98	12/15/28	60,000,000	60,000,000	195,144	277,492	59,527,364	3,675,000	13,536	19,248	3,707,784
6.700%	Series CC	06/14/06	06/15/36	61,500,000	61,500,000	248,424	451,176	60,800,400	4,120,500	11,292	20,508	4,152,300
CILCO												
6.200%	Senior Secured Notes	06/14/06	06/15/16	54,000,000	54,000,000	38,112	117,576	53,844,312	3,348,000	19,056	58,788	3,425,844
6.700%	Senior Secured Notes	06/14/06	06/15/36	42,000,000	42,000,000	169,488	424,512	41,406,000	2,814,000	7,704	19,296	2,841,000
IP												
6.250%	Senior Sec Notes	06/14/06	06/15/16	75,000,000	75,000,000	28,632	210,168	74,761,200	4,687,500	14,316	105,084	4,806,900
6.125%	Senior Sec Notes	11/20/07	11/15/17	250,000,000	250,000,000	93,931	853,579	249,052,490	15,312,500	27,492	249,828	15,589,820
6.250%	Senior Sec Notes	04/08/08	04/01/18	337,000,000	143,512,000	125,370	392,310	142,994,320	8,969,500	33,432	104,616	9,107,548
9.750%	Senior Sec Notes	10/23/08	11/15/18	350,000,000	312,900,000	2,163,672	1,357,860	309,378,468	30,507,750	489,888	307,440	31,305,078
Pollution Control Bonds												
CIPS												
5.950%	Series C1	08/15/93	08/15/26	35,000,000	35,000,000	-	380,045	34,619,955	2,082,500	-	31,452	2,113,952
5.700%	Series C2	08/15/93	08/15/26	25,000,000	7,500,000	-	35,040	7,464,960	427,500	-	2,880	430,380
CILCO											-	
5.900%	PCB Series H	08/01/93	08/01/23	32,000,000	32,000,000	-	121,317	31,878,683	1,888,000	-	13,356	1,901,356
IP											-	
5.700%	PCB Series 1994 A	02/01/94	02/01/24	35,615,000	35,615,000	2,131,870	584,660	32,898,470	2,030,055	222,456	61,008	2,313,519
5.400%	PCB Series 1998 A (a)	03/06/98	03/01/28	18,700,000	18,700,000	-	266,500	18,433,500	1,033,800	-	19,500	1,053,300
5.400%	PCB Series 1998 B (a)	03/06/98	03/01/28	33,755,000	33,755,000	-	269,288	33,485,712	1,866,770	-	19,704	1,886,474
	Total Mortgage and Pollution Control Bonds			$ 2,309,570,000	$ 2,061,482,000	$ 5,312,243	$ 12,639,383	$ 2,043,530,375	$ 113,188,375	$ 853,572	$ 1,629,317	$ 115,671,264

Net (Gain)/Loss on Reacquired Debt

Central Illinois Public Service Company Legacy Reacquired Debt:

Variable	2004 Series	04/17/08	07/01/25	$ -	$ -	$ -	$ 592,944	$ (592,944)	$ -	$ -	$ 53,904	$ 53,904
13.625%	FMB Series U	03/31/86	01/01/16	-	-	-	91,029	(91,029)	-	-	57,492	57,492
9.000%	FMB Series D	03/31/90	02/01/14	-	-	-	1,728	(1,728)	-	-	10,368	10,368
9.125%	FMB Series T	05/31/92	05/01/22	-	-	-	492,480	(492,480)	-	-	62,208	62,208
8.500%	FMB Series W	12/15/98	04/01/21	-	-	-	709,054	(709,054)	-	-	103,764	103,764
6.375%	PCB Series B	01/01/93	05/01/28	-	-	-	176,352	(176,352)	-	-	12,672	12,672

Debt Issue Type, Coupon Rate (A)		Date Issued (B)	Maturity Date (C)	Principal Amount (D)	Face Amount Outstanding (E)	Unamortized Debt: Discount or (Premium) (F)	Unamortized Debt: Expense (G)	Carrying Value (H)	Coupon Interest Expense (a) (I)	Amortization of Debt: Discount or (Premium) (J)	Amortization of Debt: Expense (K)	Annual Interest Expense (L)
6.750%	PCB Series C	06/01/93	06/01/28	-	-	-	77,784	(77,784)	-	-	5,556	5,556
5.850%	PCB Series A	08/01/93	08/01/26	-	-	-	59,714	(59,714)	-	-	4,908	4,908
6.375%	PCB Series 1993A	12/22/04	06/01/25	-	-	-	253,836	(253,836)	-	-	23,076	23,076
5.900%	PCB Series B-2	12/20/04	05/01/28	-	-	-	244,822	(244,822)	-	-	17,592	17,592
5.700%	PCB Series C-2	12/20/04	08/01/26	-	-	-	180,164	(180,164)	-	-	14,808	14,808
7.610%	Series 97-2	09/15/10	06/01/17	-	-	-	322,175	(322,175)	-	-	110,460	110,460
5.500%	Series 2000A	03/09/00	03/01/14	-	-	-	108,780	(108,780)	-	-	13,320	13,320
Central Illinois Light Company Legacy Reacquired Debt:												
Variable	PCB Series 2004	04/17/08	10/01/39	-	-	-	298,758	(298,758)	-	-	11,832	11,832
Variable	PCB Series 2004	04/17/08	10/01/26	-	-	-	78,498	(78,498)	-	-	6,408	6,408
7.730%	FMB	07/17/06	06/01/16	-	-	-	103,296	(103,296)	-	-	51,648	51,648
7.730%	FMB	07/17/06	06/01/36	-	-	-	293,040	(293,040)	-	-	13,320	13,320
9.625%	FMB	02/20/92	01/01/22	-	-	-	202,230	(202,230)	-	-	26,964	26,964
9.250%	FMB	03/02/92	01/01/22	-	-	-	195,660	(195,660)	-	-	26,088	26,088
9.250%	FMB	02/20/92	01/01/22	-	-	-	132,210	(132,210)	-	-	17,628	17,628
11.375%	PCB Series C	09/01/92	02/01/18	-	-	-	71,724	(71,724)	-	-	20,016	20,016
6.125%	PCB Series B	09/12/93	08/01/23	-	-	-	36,079	(36,079)	-	-	3,972	3,972
6.200%	PCB Series A	10/01/93	08/01/23	-	-	-	31,174	(31,174)	-	-	3,432	3,432
8.200%	FMB	04/30/03	01/01/22	-	-	-	1,051,687	(1,051,687)	-	-	138,684	138,684
7.800%	FMB	04/30/03	02/01/23	-	-	-	201,136	(201,136)	-	-	23,208	23,208
6.500%	PCB Series E	12/22/04	10/01/39	-	-	-	213,312	(213,312)	-	-	8,448	8,448
6.500%	PCB Series F	12/22/04	10/01/26	-	-	-	20,874	(20,874)	-	-	1,704	1,704
Illinois Power Company Legacy Reacquired Debt:												
	Series 1997 A,B,C	05/28/08	03/01/18		-	-	1,100,925	(1,100,925)	-	-	293,580	293,580
	Series 2001 Non-AMT	05/20/08	03/01/18		-	-	1,060,335	(1,060,335)	-	-	282,756	282,756
	Series 2001 AMT	05/20/08	03/01/18		-	-	429,615	(429,615)	-	-	114,564	114,564
7.500%	MB due 2025	12/01/04	07/15/25		-	-	314,545	(314,545)	-	-	28,380	28,380
7.500%	MB due 2025	04/01/96	07/01/25		-	-	(146,124)	146,124	-	-	(13,284)	(13,284)
9.375%	MB due 2016	03/22/93	02/01/23		-	-	1,157,832	(1,157,832)	-	-	133,596	133,596
8.875%	MB due 2008	03/22/93	02/01/23		-	-	583,752	(583,752)	-	-	67,356	67,356
10.750%	FMB due 2015	03/01/95	12/01/24		-	-	419,875	(419,875)	-	-	40,308	40,308
Variable	FMB due 2028	05/01/01	11/01/28		-	-	734,268	(734,268)	-	-	51,228	51,228
multiple	9.875%-12.625% FMB	multiple	07/01/16		-	-	13,272	(13,272)	-	-	6,636	6,636
multiple	12%-14.5% FMB & Debs	09/12/86	09/01/16		-	-	481,312	(481,312)	-	-	222,144	222,144
Variable	PCB due 2017	05/01/01	03/01/17		-	-	92,256	(92,256)	-	-	34,596	34,596
10.750%	PCB C due 2013	12/15/93	11/01/28		-	-	1,061,756	(1,061,756)	-	-	74,076	74,076
11.625%	FMB due 2014	05/01/94	02/01/24		-	-	242,880	(242,880)	-	-	25,344	25,344
10.750%	PCB due 2017	07/29/87	04/01/17		-	-	219,648	(219,648)	-	-	79,872	79,872
7.625%	PCB F,G & H due 2016	06/02/97	04/01/32		-	-	1,228,584	(1,228,584)	-	-	69,216	69,216
5.400%	PCB due 2028	03/06/98	03/01/28		-	-	244,360	(244,360)	-	-	17,880	17,880
IP Capital MIPS		05/30/00	12/01/43		-	-	1,938,676	(1,938,676)	-	-	65,904	65,904
IP Financing I TOPRS		09/30/01	01/01/45		-	-	2,053,626	(2,053,626)	-	-	67,332	67,332
6.250%	Senior Sec Notes	04/08/08	04/01/18		-	-	35,378,000	(35,378,000)	-	-	4,332,000	4,332,000
9.750%	Senior Sec Notes	10/23/08	11/15/18		-	-	28,475,468	(28,475,468)	-	-	3,486,792	3,486,792
	Total Net (Gain)/Loss on Reacquired Debt			$ -	$ -	$ -	$ 83,325,401	$ (83,325,401)	$ -	$ -	$ 10,323,756	$ 10,323,756
	Total Long-Term Debt			$ 2,309,570,000	$ 2,061,482,000	$ 5,312,243	$ 95,964,784	$ 1,960,204,974	$ 113,188,375	$ 853,572	$ 11,953,073	$ 125,995,020
	Embedded Cost of Long-Term Debt											6.428%

Debt Issue Type, Coupon Rate (A)	Date Issued (B)	Maturity Date (C)	Principal Amount (D)	Face Amount Outstanding (E)	Unamortized Debt: Discount or (Premium) (F)	Unamortized Debt: Expense (G)	Carrying Value (H)	Coupon Interest Expense (a) (I)	Amortization of Debt: Discount or (Premium) (J)	Amortization of Debt: Expense (K)	Annual Interest Expense (L)
						Less: Remaining CWIP Accruing AFUDC:	$ 64,091,209				
						Average Adjusted Long-Term Debt Balance:	**$ 1,896,113,765**				

Notes: Column (H) = Columns (E) + (F) + (G)
Column (L) = Columns (I) + (J) + (K)
Embedded Cost of Long-Term Debt = Column (L) ÷ (H)
(a) Coupon Interest Expense (Column I) includes annual bond insurance premiums, where applicable.

Ameren Illinois Company

Embedded Cost of Preferred Stock
Average 2014

	Stock Issue Type, Dividend Rate (A)	Date Issued (B)	Shares Outstanding (C)	Amount Outstanding (D)	Premium or (Discount) (E)	Issue Expense (F)	Net Proceeds (G)	Annual Dividends (H)
1	$ 5.160 Series, Perpetual, $100 par	1-Nov-59	50,000	5,000,000	$ 9,709	$ 34,665	4,975,044	258,000
2	$ 4.920 Series, Perpetual, $100 par	1-Oct-52	49,289	4,928,900	123,223	116,416	4,935,707	242,502
3	$ 4.900 Series, Perpetual, $100 par	1-Nov-62	73,825	7,382,500			7,382,500	361,743
4	$ 4.250 Series, Perpetual, $100 par	1-May-54	50,000	5,000,000			5,000,000	212,500
5	$ 4.000 Series, Perpetual, $100 par	1-Nov-46	144,275	14,427,500		493,719	13,933,781	577,100
6	$ 6.625 Series, Perpetual, $100 par	1-Oct-93	124,274	12,427,375		490,787	11,936,588	823,314
7	$ 4.080 Series, Perpetual, $100 par	24-Apr-50	45,224	4,522,400	89,734		4,612,134	184,514
8	$ 4.260 Series, Perpetual, $100 par	1-Nov-50	16,621	1,662,100	3,317		1,665,417	70,805
9	$ 4.700 Series, Perpetual, $100 par	10-Mar-52	18,429	1,842,900			1,842,900	86,616
10	$ 4.420 Series, Perpetual, $100 par	11-Feb-53	16,190	1,619,000			1,619,000	71,560
11	$ 4.200 Series, Perpetual, $100 par	23-Sep-54	23,655	2,365,500			2,365,500	99,351
12	$ 7.750 Series, Perpetual, $100 par	21-Jun-94	4,542	454,200	(4,075)		450,125	35,201
13			$ 616,324	$ 61,632,375	$ 221,908	$ 1,135,587	$ 60,718,696	$ 3,023,205
14						Less: Remaining CWIP Accruing AFUDC =	$ 2,021,761	
15						**Average Adjusted Preferred Stock Balance =**	**$ 58,696,935**	
16						**Average Embedded Cost of Preferred Stock =**	**4.979%**	

17 Notes:

Column (G) = Columns (D) + (E) - (F)
Embedded Cost of Preferred Stock = Column (H) / Column (G)