Appendix A

AMENDED AND RESTATED

GENERAL SERVICES AGREEMENT

Between

AMEREN SERVICES COMPANY

And

AMEREN CORPORATION, UNION ELECTRIC COMPANY, CENTRAL

ILLINOIS PUBLIC SERVICE COMPANY, CENTRAL ILLINOIS LIGHT

COMPANY, ILLINOIS POWER COMPANY, and AMEREN ILLINOIS

TRANSMISSION COMPANY

THIS AMENDED AND RESTATED GENERAL SERVICES

AGREEMENT, dated as of this ____8th__ of _August, 2010_ is entered into by and

between the following: **AMEREN SERVICES COMPANY** (hereinafter sometimes

referred to as "Service Company"), a Missouri corporation, and **AMEREN**

CORPORATION ("Ameren Corporation"), a Missouri corporation, **UNION**

ELECTRIC COMPANY, d/b/a AmerenUE ("AmerenUE"), a Missouri corporation,

CENTRAL ILLINOIS PUBLIC SERVICE COMPANY, d/b/a AmerenCIPS

("AmerenCIPS"), an Illinois corporation, **CENTRAL ILLINOIS LIGHT COMPANY**,

d/b/a AmerenCILCO ("AmerenCILCO"), an Illinois corporation, **ILLINOIS POWER**

COMPANY, d/b/a AmerenIP ("AmerenIP"), an Illinois corporation and **AMEREN**

ILLINOIS TRANSMISSION COMPANY ("AITC"), an Illinois corporation (all of

which are hereinafter sometimes referred to collectively as the "Parties", and singularly

as a "Party"), and amends and restates the General Services Agreement ("Agreement")

dated March 25, 2008 (as previously amended, restated, supplemented or otherwise modified from time to time) by and between the Parties.

<p align="center">**WITNESSETH:**</p>

WHEREAS, Ameren Corporation is a public utility holding company under the Public Utility Holding Company Act of 2005 ("PUHCA 2005"), administered by the Federal Energy Regulatory Commission (the "FERC"), and

WHEREAS, Ameren Corporation, AmerenUE, AmerenCIPS, AmerenCILCO, AmerenIP and the subsidiaries of AmerenUE, AmerenCIPS, AmerenCILCO, AmerenIP and AITC (hereinafter referred to as "Client Companies"), entered into the Agreement providing for the performance by Service Company for the Client Companies of certain services more particularly set forth herein; and

WHEREAS, Service Company is a centralized service company under PUHCA 2005 and is organized, staffed and equipped to render to Ameren Corporation, and other subsidiaries of Ameren Corporation, certain services as herein provided; and

WHEREAS, to maximize efficiency, the Client Companies desire to avail themselves of the advisory, professional, technical and other services of persons employed or to be retained by Service Company, and to compensate Service Company appropriately for such services; and

WHEREAS, the Parties desire to amend the Agreement in order to reflect the transfer of certain Service Company employees to AmerenCILCO and amend Schedule 1 of the Agreement in order to describe the services and allocation factors to be continued by Service Company; and

WHEREAS, the Parties desire to amend the Agreement on this date to reflect certain amendments and to include Schedule 3; and

WHEREAS, to effectuate these changes, the Parties desire to amend and restate the Agreement;

NOW, THEREFORE, in consideration of the premises and of the natural agreements herein, the Parties hereto agree as follows:

Section 1.   Agreement to Furnish Services

Service Company agrees to furnish to Client Companies upon the terms and conditions herein provided, the services hereinafter referred to and described in Section 2, at such times, for such period and in such manner as Client Companies may from time to time request. Service Company will keep itself and its personnel available and competent to render to Client Companies such services so long as it is authorized to do so by the appropriate federal and state regulatory agencies.

Section 2.   Services to be Performed

The services to be provided by Service Company hereunder may, upon request, include the services as set out in Schedule 1, attached hereto and made a part hereof. Schedule 1 will be revised as necessary, subject to Illinois Commerce Commission ("Commission") approval.

In addition to the Services set out in Schedule 1, as approved by the Commission, Service Company shall render advice and assistance as Client Companies may request and Service Company determines it is able to perform with respect to Client Companies' business and operations. If the advice and assistance requested by a Client Company is

not a service included on Schedule 1, then Schedule 1 will be revised as necessary subject to Commission approval.

Section 3.   Compensation of Service Company

As compensation for such services rendered to them by Service Company, Client Companies hereby agree to pay to Service Company the cost of such services, computed in accordance with applicable rules and regulations, including any applicable rules and regulations of the FERC, and appropriate accounting standards, i.e., the Uniform System of Accounts for Service Companies (18 C.F.R. Part 367).

Compensation to be paid by Client Companies shall include direct charges and Client Companies' fairly allocated pro rata share of certain of Service Company's costs, using the allocated direct cost factors determined as set out on Schedule 2, attached hereto and made a part hereof.

Service Company costs will be classified into either a direct or indirect category. Direct costs are defined as costs that can be identified as being applicable to services performed for a single Client Company or group of Client Companies. Costs applicable to a single Client Company will be directly charged to that company. Costs applicable to two or more Client Companies will be distributed based on direct allocation factors listed in Schedule 1. These factors will be assigned to a Service Request based on the nature of the activity being performed by Service Company.

Indirect Costs shall include those costs of a general overhead basis which cannot be identified to a single Client Company or group of Client Companies. These indirect costs are defined as either functional or corporate in nature. Functional indirect costs, such as office supplies and secretarial labor, will be accumulated by function and

distributed to Client Companies based on the ratio of total direct and direct allocated costs charged to the Client Company by a particular function as compared to all such costs charged to all Client Companies. Indirect costs identified as corporate in nature, such as the Service Company's property taxes and insurance costs will be distributed to Client Companies based on the ratio of total direct and direct allocated costs charged to the Client Company by Service Company as compared to all such costs charged to all Client Companies.

Overhead costs associated with labor, such as pensions and benefits, payroll taxes and injuries and damage expense will be charged to the Client Company based on Service Company labor costs charged to the Client Company.

All Service Company direct costs, indirect costs, and overhead costs charged to Client Companies shall reflect the Service Company's actual costs.

Section 4. Service Requests

Services will be performed in accordance with a Service Request system, consisting of work orders established to capture the various types of costs incurred by Service Company. Costs will be charged to the appropriate service requests, which will then be the basis for the billing of costs to Client Companies.

Section 5. Payment

Payment shall be by making remittance of the amount billed or by making appropriate accounting entries on the books of the applicable companies.

Payment shall be accomplished on a monthly basis, and remittance or accounting entries shall be completed within 60 days of the performance of service.

Section 6.   Ameren Corporation

Unless otherwise approved by the Commission, neither Ameren Corporation, nor any person employed by or acting for Ameren Corporation, will provide services for Client Companies or any companies associated with Client Companies.

Section 7.   Client Companies

Except as limited by Section 6, nothing in this Agreement shall be read to prohibit Client Companies from furnishing to other Client Companies services herein referred to, under the same conditions and terms as set out for Service Company

Section 8.   Effective Date and Termination

This Agreement as amended and restated was executed subject to the consent and approval of all applicable regulatory agencies, to be effective as of January 1, 2009, and shall remain in effect from the date of receipt of all such consents and approvals, unless terminated by mutual agreement or by any Party giving at least sixty days' written notice to other Parties prior to the beginning of any calendar year, each Party fully reserving the right to so terminate the Agreement.

This Agreement may also be terminated to the extent that performance may conflict with any rule, regulation or order of the FERC, adopted before or after the making of this Agreement.

Section 9.   Assignment

This Agreement and the rights hereunder may not be assigned without the mutual written consent of all Parties hereto.

Appendix A

Section 10.   Appointment of Service Company as Agent

Client Companies hereby appoint Service Company as Agent to represent Client Companies in performing the services described in Section 2 above. Client Companies also authorize Service Company to purchase (i.e. take title to) various commodities and goods, and to resell (i.e. convey title to) such commodities and goods to Client Companies in the course of performing the services described in Section 2. Any resale of such commodities and goods by Service Company to Client Companies shall be at the costs incurred by Service Company for its purchase of such items. Service Company shall be accountable for all funds advanced or collected on behalf of a Client Company in connection with any transaction in respect of which Service Company provides services. The provision of services by Service Company pursuant to this Agreement shall in all cases and notwithstanding anything herein contained to the contrary be subject to any limitations contained in authorizations, rules or regulations of those governmental agencies, if any, having jurisdiction over Service Company or such provision of services.

Section 11.   Third Party Reliance on Agency Agreement

Client Companies have duly and properly appointed Service Company as their Agent. Service Company has the full power and authority to transact business on behalf of the Client Companies, and, in particular, to transact for the purchase and sale of the commodities and services discussed above on behalf of the Client Companies. In furtherance of the authority referred to above, Service Company has the right and power, whether or not under seal, to execute and deliver on behalf of Client Companies such documents and agreements as may be required in such business transactions without delivering proof to any person of its authority to do so. Client Companies will be legally

bound by the terms of any agreement or contract entered into by Service Company and

will be responsible for satisfying any obligations of Service Company under any such

agreement or contract. The Client Companies or, where a contract or agreement indicates

that Service Company is acting on behalf of only one of the Client Companies, the

identified Client Company shall be bound by the terms of any contract or agreement

entered into by Service Company; and the obligations under such contract or agreement,

including any payment or financial obligations, will be the obligations of the Client

Companies, or the identified Client Company, as the case may be, and enforceable

against them or it.

Section 12.   Access to Records

During the term of this Agreement and for a period of seven years after its

expiration or termination as to a Client Company, such Client Company shall have

reasonable access to and the right to examine all books, documents, papers, and records

(collectively the "Records") which pertain to the services provided by Service Company

pursuant to said Agreement. Service Company shall maintain all such Records for a

period of seven years after the expiration of the Agreement, and all such Records for a

period of seven years after the termination as to a Client Company. During the term of

the Agreement and for a period of seven years after its expiration or termination as to a

Client Company, the Commission shall have access to such Records in accordance with

Section 7-101 of the Public Utilities Act (220 ILCS 5/7-101), now in effect and as may

be modified from time to time, subject to any applicable limitations and restrictions as

provided for in said Act, now in effect and as may be modified from time to time,

including but not limited to limitations and restrictions governing the dissemination and

disclosure of confidential and proprietary Records. Nothing in this Agreement shall be

construed or interpreted as a waiver by Service Company or Client Company of any

right, entitlement, claim, or privilege to assert and rely upon any appropriate law, statute,

rule, regulation, order, or other instrument, with regard to the production, dissemination,

release or disclosure of any such Records.

      IN WITNESS WHEREOF, the Parties hereto have caused this Agreement to be

executed and attested by their authorized officers as of:

AMEREN SERVICES COMPANY
By _~Daniel F. Cole~_
Title _Pres & CEO_

ATTEST:
By _Beckie J. Eaves_
Title _Legal Assistant_

AMEREN CORPORATION
By _Warner L. Baxter_
Title _Sr VP; CFO_

ATTEST:
By _Beckie J. Eaves_
Title _Legal Assistant_

UNION ELECTRIC COMPANY
By _Warner L. Baxter_
Title _Pres + CEO_

ATTEST:
By _Beckie J. Eaves_
Title _Legal Assistant_

CENTRAL ILLINOIS PUBLIC SERVICE COMPANY
By _Craig D. Nelson_
Title _Senior Vice President_

ATTEST:
By _Beckie J. Eaves_
Title _Legal Assistant_

CENTRAL ILLINOIS LIGHT COMPANY
By _Craig D. Nelson_
Title _Senior Vice President_

ATTEST:
By _Beckie J. Eaves_
Title _Legal Assistant_

ILLINOIS POWER COMPANY
By _Craig D. Nelson_
Title _Senior Vice President_

ATTEST:
By _Beckie J. Eaves_
Title _Legal Assistant_

AMEREN ILLINOIS TRANSMISSION COMPANY
By _Maureen A Borkowski_
Title _Vice President_

ATTEST:
By _Crystal Welch_
Title _Executive Secretary_

DESCRIPTION OF SERVICES
TO BE PROVIDED BY AMEREN SERVICES COMPANY AND
DIRECT COST ALLOCATION FACTORS,
As Amended

Description of Services to be Provided

A description of the services to be provided by Service Company is detailed below. Identifiable costs for all of the functional organizations listed below will be directly charged to Client Company, whenever possible.

For costs that cannot be directly assigned or distributed, the direct cost allocation factors are reflected below for each Service Company department.

a)   *Building Service*

   Description - Provide building and facility management services for affiliate owned and leased facilities, excluding power plants

   Allocation Factors - 1) number of employees; 2) total capitalization; and 3) total assets

b)   *Controller*

   Description - Per form all accounting services necessary to properly maintain and report on the books and records of Client Company. Provide investor relations services. Provide transaction risk management. Provide business services and back office accounting support.

   Allocation Factors - 1) composite*; 2) total capitalization; 3) number of general ledger transactions; 4) number of active projects; 5) number of employees; and 6) number of trade invoices.

c)   *Corporate Communications*

   Description - Provide corporate communications services, develop strategies for advertising and marketing efforts, develop employee communication programs, coordinate community relations efforts and develop policies and procedures for media relations. Provide video communications services.

   Allocation Factors - 1) composite*; 2) total capitalization; 3) number of customers; 4) number of employees; and 5) generating capacity.

d)   *Corporate Planning*

   Description - Provide corporate planning services, regulatory, resource planning, business analysis services, business risk policy management, and corporate modeling and budgeting.

   Allocation Factors - 1) composite*; 2) number of customers; 3) gas throughput; 4) total assets, 5) number of major projects, and 6) total capitalization.

e)   ***Customer Services Support***

Description - Provide customer services support, answer customer inquiries pertaining to
electric/gas service usage and perform credit activities. Provide technical support relating
to planning, engineering, constructing and operating the distribution and transmission
systems. Provide technical support and maintenance of protective relay schemes, station
meter work, system testing and data acquisition systems.

Allocation Factors - 1) number of customers; 2) number of employees; 3) gas throughput;
and 4) total assets.

f)   ***Economic Development***

Description - Provide community and business development services, as well as natural
gas development services. Analyze community and business development opportunities.

Allocation Factors - 1) number of customers; 2) sales [kwh and dekatherm]; 3) total
capitalization; and 4) total assets

g)   ***Energy Supply***

Description - Provide energy supply services, coordinate the use of the generating,
transmission and interconnection facilities to provide economical and reliable energy.

Allocation Factors - 1) peak load; 2) electric net generation; and 3) generating capacity.

h)   ***Engineering and Construction***

Description - Provide engineering and construction services, professional services related
to engineering studies, design, procurement, planning, building and management of
projects. Study technology that may reduce costs of producing, delivering and using
electricity. Also provide transmission and substation maintenance and System
Planning (T&D) services.

Allocation Factors - 1) peak load [electric]; and 2) generating capacity.

i)   ***Environmental Services & Safety***

Description - Provide environmental and safety services, perform analysis and
advocacy of regulatory and legislative issues in the areas of environment, health and
safety. Communicate final regulatory requirements to operating groups. Provide
assistance and support and compliance review in meeting those requirements. Oversee
hazardous substance site investigation and remediation activities.

Allocation Factors - 1) number of employees; and 2) generating capacity;

j)   ***Executive***

Description - Provide executive management duties for all applicable activities at the
department, function and officer levels.

Allocation Factors - 1) total capitalization; 2) total assets; and 3) sales [kwh and
dekatherm]

k)   *Gas Control Services*

Description - Provide gas control services to monitor and control natural gas resources for the reliable, safe, and economic operations of Ameren's gas utilities and gas-fired generation. Some of these services include; 24/7 real-time operation, load forecasting, nominations/scheduling, storage management and other gas control needs.

Allocation Factors - 1) number of gas transportation customers; 2) number of gas customers; 3) gas sales; 4) gas peak load; 5) gas throughput; and 6) gas composite

l)   *General Counsel*

Description - Provide general legal advice related to all applicable activities and legal services in regards to litigation, legislative activities, regulatory agencies and security matters. Make regulatory filings, maintain minutes of the board of directors, conduct stockholder meetings. Process claims activity.

Allocation Factors - 1) composite*; 2) total capitalization; 3) number of employees; 4) number of customers; 5) peak load; 6) generating capacity; and 7) governmental affairs allocation.

m)   *Human Resources*

Description - Provide human resource services, administer and negotiate employee benefits including pensions, major medical, long-term disability, life insurance, defined contribution plans, executive benefit and flexible spending plans. Provide employment services, including required regulatory reporting and maintenance of personnel records. Provide employee training and diversity services to promote workplace differences to enhance the workplace environment. Provide industrial relation services, negotiate, represent and administer provisions of labor agreements applicable to unions representing union employees.

Allocation Factors - 1) number of employees; and 2) number of contract employee

n)   *Information Services/Ameren Services Center*

Description - Provide information services and Ameren Services Center support services, provide for the development and operation of computer software, telecommunications and other equipment used to conduct business and engineering activities. Maintain all billing records and process customer meter readings. Maintain Accounts Payable voucher support.

Allocation Factors - 1) composite*; 2) number of customers; 3) number of employees; 4) generating capacity (excluding CTGs); 5) number of active projects; 6) number of managed PCs; 7) gross plant in service plus CWIP; 8) number of general ledger transactions; 9) total capitalization; 10) electric net generation; 11) current tax expense; 12) number of accounts payable vouchers; 13) number of vehicles; 14) peak load; 15) number of trade invoices; 16) Computer server usage assigned; and 17) Computer storage device usage.

o)   *Internal Audit*

Description - Audit company operations, perform operational and productivity reviews, review justifications for capital projects and perform quality assurance reviews.

Allocation Factors - 1) composite*; 2) number of customers; 3) number of employees; 4) total capitalization; 5) gross plant in service plus CWIP; 6) peak load; 7) generating capacity; 8) current tax expense; 9) number of vehicles; 10) number of active projects; and 11) number of managed PCs.

p)   *Marketing*

Description - Provide marketing services including account management, program development, market research and customer energy services.

Allocation Factors - 1) sales [kwh and dekatherm]; and 2) total assets

q)   *Motor Transportation*

Description - Provide motor transportation services, engineering, support, and mechanical servicing of vehicles, procurement of vehicles and safety and training programs.

Allocation Factors - 1) number of vehicles

r)   *Purchasing/Supply Services*

Description - Provide purchasing and supply services including the procurement of goods and services other than fuel. Provide materials inventory management services.

Allocation Factors - 1) composite*; 2) sales; 3) generating capacity; 4) Non-Fuel expenditures; and 5) Gross Plant-in-Service plus CWIP.

s)   *Real Estate*

Description - Provide real estate services, acquire necessary land rights and permits including coordination of site selection. Maintain existing land rights while permitting licenses and leases to minimize investment or costs of holding property.

Allocation Factors - 1) gross plant-in-service plus CWIP.

t)   *Stores*

Description - Provide stores services including clerical, stenographic, administrative and Electronic Data systems support. Provide engineering support and manage and direct stores operations.

Allocation Factors - 1) sales; 2) Non-Fuel expenditures; and 3) Gross Plant-in-Service plus CWIP.

u)   *Tax*

Description – Provide tax services including research and consult on tax issues in connection with federal, state and local tax compliance and planning matters, including the preparation and filing of returns.

Allocation Factors - 1) composite*; and 2) current tax expense.

v)   ***Treasurer***

Description - Provide treasury operation, mailing, financial planning, and investment services. Provide insurance risk management services.

Allocation Factors - 1) composite*; 2) number of customers; 3) number of employees; 4) total capitalization; and 5) total assets

*Composite consists of the following three factors (equal weight to each factor): sales (kwh and dekatherm); Number of customers; Number of employees

Allocation Factors

The following allocation factors will be utilized as outlined above.

Number of Customers   Based on the number of customers (electric and/or gas) at the end of the most recent calendar year. The numerator of which is for an Operating Company (either CILCO, CIPS, IP or UE) and the denominator of which is for all Operating Companies or a subset of Operating Companies. This ratio will be determined annually, and/or at such time as may be required due to a significant change in circumstances.

Sales   Based on the sales volume (kwh and/or dekatherms) for the most recent calendar year. The numerator of which is for an Operating Company and the denominator of which is for all Operating Companies. This ratio will be determined annually, and/or at such time as may be required due to a significant change in circumstances.

Number of Employees   Based on the number of employees (contract and/or non-contract, or electric operating and/or gas operating) at the end of the most recent calendar year. The numerator of which is for an Operating Company or an affected affiliate company. The denominator of which is for all Operating Companies and affected affiliate companies. This ratio will be determined annually, and/or at such time as may be required due to a significant change in circumstances.

Composite   Based on an equal weighting Sales (kwh & dekatherm), Number of Customers (total), and Number of Employees (total) allocation factors. The numerator of which is the simple average of the above three factors for an Operating Company and the denominator of which is for all Operating Companies. This ratio will be determined annually and/or at such time as may be required due to a significant change in circumstances.

Operations & Maintenance Labor   Based on the Operations & Maintenance Labor (electric and/or gas) for the most recent calendar year. The numerator of which is for an Operating Company or an affected affiliate and the denominator of which is for all Operating Companies and affected affiliate companies. This ratio will be determined annually, and/or at such time as may be required due to a significant change in circumstances.

Revenues   Based on revenues (electric and/or gas) for the most recent calendar year. The numerator of which is for an Operating Company or an affected affiliate company. The denominator of which is for all Operating Companies and/or affected affiliate companies. This ratio will be determined annually, or at such time as may be required due to a significant change in circumstances.

Total Capitalization   Based on total capitalization (total common stockholder's equity, preferred stock, and long term debt) at the end of the most recent calendar year. The numerator of which is for an Operating Company or an affected affiliate company. The denominator of which is for all Operating Companies and affected affiliate companies. This ratio will be determined annually, and/or at such time as may be required due to a significant change in circumstances.

Total Assets   Based on total assets at the end of the most recent calendar year. The numerator of which is for an Operating Company or an affected affiliate company. The denominator of which is for all Operating Companies and affected affiliate companies. This ratio will be determined annually, and/or at such time as may be required due to a significant change in circumstances.

Gross Plant-in-Service plus CWIP (Absolute Value)   Based on the Gross Plant-in Service (Absolute Value) (Total Property and Plant in Service, adding back Depreciation and Amortization, plus CWIP, adding back Nuclear Fuel Settlement) at the end of the most recent calendar year. The numerator of which is the total of Gross Plant-in-Service plus CWIP of an Operating Company or affiliate company, the denominator of which is for all Operating Companies or affiliates. This ratio will be determined annually, and/or at such time as may be required due to a significant change in circumstances.

Construction Expenditures   Based on construction expenditures for the most recent calendar year. The numerator of which is for an Operating Company or an affected affiliate company. The denominator of which is for all Operating Companies and affected affiliate companies. This ratio will be determined annually, and/or at such time as may be required due to a significant change in circumstances.

Peak Load (electric)   Based on the average of each month's highest megawatt load (60-minute integration) for the most recent calendar year. The numerator of which is for an Operating Company and the denominator of which is for all Operating Companies. This ratio will be determined annually, and/or at such time as may be required due to a significant change in circumstances

Peak Load (gas)   Based on the highest daily send out in therms (excluding transportation) for the most recent calendar year. The numerator of which is for an Operating Company and the denominator of which is for all Operating Companies. This ratio will be determined annually, and/or at such time as may be required due to a significant change in circumstances.

Generating Capacity (nameplate)   Based on installed capacity nameplate ratings at the end of the most recent calendar year. The numerator of which is for an Operating Company and the denominator of which is for all Operating Companies. This ratio will be determined annually, and/or at such time as may be required due to a significant change in circumstances

Gas Throughput   Based on gas throughput in dekatherms (sales and transportation) for the most recent calendar year. The numerator of which is for an Operating Company. The denominator of which is for all Operating Companies. This ratio will be determined annually, and/or at such time as may be required due to a significant change in circumstances.

Electric Net Generation (Megawatt Hours)   Based on the electric net generation (megawatt hours) at the end of the most recent calendar year. The numerator of which is for an Operating Company. The denominator of which is for all Operating Companies. This ratio will be determined annually and/or at such time as may be required due to a significant change in circumstances.

CPU Cycles   Based on cpu cycles (by application) for the most recent calendar year. The numerator of which is for an Operating Company or an affected affiliate company. The denominator of which is for all Operating Companies and affected affiliate companies. This ratio will be determined annually, and/or at such time as may be required due to a significant change in circumstances.

Current Tax Expense   Based on taxes charged (income and other) for the most recent calendar year. The numerator of which is for an Operating Company or an affected affiliate company. The denominator of which is for all Operating Companies and affected affiliate companies. This ratio will be determined annually, and/or at such time as may be required due to a significant change in circumstances.

Number of Vehicles   Based on number of vehicles at the end of the most recent calendar year. The numerator of which is for an Operating Company and the denominator of which is for all Operating Companies. This ratio will be determined annually, and/or at such time as may be required due to a significant change in circumstances.

Number of General Ledger Transactions   Based on the number of general ledger transactions. The numerator of which is the number of general ledger transactions for an Operating Company or an affected affiliate company. The denominator of which is the total number of general ledger transactions, excluding Ameren Services (AMS), elimination corporations (ELMS) and Electric Energy Inc. (EEI), for all Operating Companies and affected affiliate companies. This ratio will be determined annually, and/or at such time as may be required due to a significant change in circumstances.

Number of Accounts Payable Vouchers   Based on the number of accounts payable vouchers. The numerator is the number of accounts payable vouchers for an Operating Company or an affected affiliate company. The denominator of which is the total number of accounts payable vouchers, excluding AMS, for all Operating Companies and affected affiliate companies. The ratio will be determined annually, and/or at such times as may be required due to a significant change in circumstances.

Number of Active Projects   Based on the number of active projects in the system. The numerator is the number of projects for an Operating Company or an affected affiliate company. The denominator of which is the total number of all active projects, excluding AMS, for all Operating Companies and affected affiliate companies. This ratio will be calculated annually, and/or at such time as it may be required due to a significant change in circumstances.

Number of Managed PCs   Based on the number of PCs managed by Information Technology. The numerator is the number of Information Technology managed PCs for an Operating Company or an affected affiliate company. The denominator is the total number of managed PCs, excluding AMS, for all Operating Companies and affected affiliate companies. This ratio will be calculated annually, and/or at such time as it may be required due to a significant change in circumstances.

Number of Trade Invoices   Based on the number of trade invoices. The numerator is the number of trade invoices for an Operating Company or an affected affiliate company. The denominator of which is the total number of trade invoices, excluding AMS, for all Operating Companies and affected affiliate companies. The ratio will be determined annually, and /or at such times as may be required due to a significant change in circumstances.

Number of Major Projects   Based on the number of projects greater than $25 million. The numerator is the number of projects greater than $25 millions for an Operating Company or an affected affiliate company. The denominator of which is the total number of projects greater than $25 million, excluding AMS, for all Operating Companies and affected affiliate companies. The ratio will be determined annually, and/or at such times as may be required due to a significant change in circumstances.

Annual Non-Fuel Expenditures   Based on the dollar expenditure of non-fuel transactions. The numerator is the dollar expenditure of non-fuel transactions for an Operating Company or an affected affiliate company. The denominator of which is the total dollar expenditure of non-fuel transactions, excluding AMS, for all Operating Companies and affected affiliate companies. The ratio will be determined annually, and/or at such times as may be required due to a significant change in circumstances.

Computer Server Usage – Other than UNIX   Based on the number of computer non-UNIX servers assigned to an operating company or business segment, a ratio will be determined. The business segment will be reallocated based on the appropriate factor to support multiple corporations. For example, non-UNIX computer servers that support Energy Delivery will use customer counts to reallocate. The number of non-UNIX computer servers assigned to a operating company will be used as the numerator. The denominator will be the total number of non-UNIX computer servers assigned. The ratio will be determined annually, and/or at such times as may be required due to a significant change in circumstances.

Computer Server Usage - UNIX   Based on the number of UNIX computer servers assigned to an operating company or business segment, a ratio will be determined. The business segment will be reallocated based on the appropriate factor to support multiple corporations. For example, UNIX computer servers that support Energy Delivery will use customer counts to reallocate. The number of UNIX computer servers assigned to a operating company will be used as the numerator. The denominator will be the total number of UNIX computer servers assigned. The ratio will be determined annually, and/or at such times as may be required due to a significant change in circumstances.

Computer Storage Device Usage   Based on the storage device usage by operating company or business segment, a ratio will be determined. The business segment will be reallocated based on the appropriate factor to support multiple corporations. For example, computer storage device usage that support Energy Delivery will use customer counts to reallocate. The storage device usage assigned to a operating company will be used as the numerator. The denominator will be the total device usage assigned. The ratio will be determined annually, and /or at such times as may be required due to a significant change in circumstances.

Governmental Affairs   Based on the information by Ameren's Governmental Affairs organizations as to what companies and/or business segments will be supported in the coming year. The ratio will be determined annually, and/or at such times as may be required due to a significant change in circumstances.

Non-Regulatory   Based on a percentage of total costs allocated to non-regulated companies when existing allocation methods do not adequately reflect the level of services or benefits received. After allocating this percentage of total costs to non-regulatory companies, the remaining costs will be allocated to Ameren Corporation ("AMC") and/or its subsidiaries, as appropriate, based upon one of the factors above.

This will be done as a sub-factor of existing allocation factors, such as allocating a percentage of customer service costs to non-regulated companies and allocating remaining costs based on number of customers. An example would be the allocation of a percentage of video presentation costs to AMC and allocating the remaining costs based on capitalization.

Corporate   Based on a percentage of total costs allocated to AMC when existing allocation methods do not adequately reflect the level of services or benefits received. After allocating this percentage of total costs to AMC, the remaining costs will be allocated based upon one of the factors above.

Direct   In addition to the allocation factors listed above, appropriate direct allocations will be made for costs benefiting a single affiliate.

Indirect   Indirect allocations will also be made to all affiliates, including non-regulated companies and AMC.

AMEREN SERVICES
ALLOCATED DIRECT COST FACTORS

ALLOCATION NUMBER	DESCRIPTION
001A	Composite*
001D	Composite (Dekatherm & Customers-IL)**
001E	Composite (Dekatherm & Customers)**
001F	Composite (KWH & Customers-IL)**
002A	Number of customers
002B	Number of gas transportation customers
002C	Number of electric customers
002D	Number of gas customers
002E	Number of customers
002F	Number of customers (IL non-residential electric)
002G	Number of customers (IL non-residential gas)
002H	Number of customers (IL non-residential)
002I	Number of customers (IL)
002J	# Electric Customers Non-Residential (MO/1L) with % to GMC
002K	# Electric Distribution Customers (MO/IL)
002L	# Electric/Gas Distribution Customers (MO/IL)
002M	# Electric/Gas Distribution Customers (IL)
0020	# Electric Distribution Customers (IL)
002P	# Gas Distribution Customers (IL)
003A	Sales (kwh and dekatherm)
003B	Kwh sales
003C	Dekatherm sales
004A	Number of employees
004B	Number of contract employees
004C	Number of non-contract employees
0040	Number of Employees (Excluding AME)
004P	Number of Energy Delivery Employees
005A	O&M labor
005B	O&M labor (Electric)
005C	O&M labor (Gas)
006A	Total revenues
006B	Electric revenues
006C	Gas revenues
007A	Total capitalization
007B	% to Ameren Corporation/total capitalization
008A	Total assets
008C	Gross Plant-In-Service plus CWIP (Absolute Value)
009A	Construction expenditures
010A	Peak load (electric)
010B	Peak load (gas)
011A	Generating capacity (Nameplate)
011B	Generating capacity (Coal)
011C	Generating Capacity Excluding CTGs Except Grand Tower
012A	Gas throughput (includes transportation)
012B	Total electric net output
012C	Gas Throughput with % to GEN
012D	Electric Net Generation
013A	CPU cycles - mainframe
013B	CPU cycles - UNIX
0I5A	Current tax expense
016A	Number of vehicles
017A	# of General Ledger Transactions
017B	# of Accounts Payable Vouchers
017C	# of Projects (Active)

017D	# of Trade Invoices
017E	# of Major Projects
018A	# of Managed PCs
018D	Non-Fuel Expenditures
018E	Computer Server Usage – Other than UNIX
018F	Computer Server Usage - UNIX
018G	Storage Device usage
019A	Government Affairs allocation

*Composite consists of the following three factors (equal weight to each factor):
      Sales (kwh and dekatherm)
      Number of customers
      Number of employees

**Composite consists of the following two factors (equal weight to each factor):
      Sales
      Number of customers

Client Companies, as defined in the General Services Agreement Between Ameren Services Company and Ameren Corporation, Union Electric Company, Central Illinois Light Company, Central Illinois Public Service Company, Illinois Power Company and Ameren Illinois Transmission Company, include:

- Ameren Corporation
- Union Electric Company
  - Union Electric Capital Trust
  - Fuelco LLC
- Central Illinois Light Company
  - AmerenEnergy Resources Generating Company
  - CLC Aircraft Leasing, LLC
- Central Illinois Public Service Company
- Illinois Power Company
  - Illinois Power Financing I & II
- Ameren Illinois Transmission Company