

SOLOMON DAVID M
Form 4
July 20, 2018

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
SOLOMON DAVID M

2. Issuer Name and Ticker or Trading Symbol
GOLDMAN SACHS GROUP INC
[GS]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
C/O GOLDMAN SACHS & CO.
LLC, 200 WEST STREET

(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
07/18-04:00/2018

____ Director
____ Officer (give title below)
____ 10% Owner
____ Other (specify below)
President and COO

NEW YORK, NY 10282

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
X Form filed by One Reporting Person
___ Form filed by More than One Reporting Person

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code V	Amount	(A) or (D)	Price	
Common Stock, par value \$0.01 per share	07/18-04:00/2018		M ⁽¹⁾	27,125	A	\$ 78.78	234,395	D
Common Stock, par value \$0.01 per share	07/18-04:00/2018		F ⁽²⁾	18,743	D	\$ 232.0975	215,652	D
	07/18-04:00/2018		S	8,382	D		207,270	D

Edgar Filing: SOLOMON DAVID M - Form 4

Common Stock, par value \$0.01 per share \$ 232.0823

Common Stock, par value \$0.01 per share 15,355 I See footnote (3)

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number. SEC 1474 (9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Underlying (Instr. 3 and 4)
					Date Exercisable	Expiration Date	Title
					Code	V (A) (D)	
Nonqualified Stock Options (right to buy)	\$ 78.78	07/18-04:00/2018		M	27,125	(4) 12/31-05:00/2018	Common Stock, par value \$0.01 per share

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SOLOMON DAVID M C/O GOLDMAN SACHS & CO. LLC 200 WEST STREET NEW YORK, NY 10282			President and COO	

Signatures

/s/ Beverly L. O'Toole,
Attorney-in-fact

07/20-04:00/2018

__Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).
 - ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) Reflects the exercise by the Reporting Person of Stock Options granted in December 2008 and scheduled to expire in December 2018.
 - (2) Represents shares of the Issuer's common stock withheld to fund the exercise price and to satisfy withholding obligations in connection with the exercise of the Stock Options described in footnote 1 above.
 - (3) Held through trusts, the sole trustee of which is the Reporting Person's spouse and the sole beneficiaries of which are immediate family members of the Reporting Person. The Reporting Person disclaims beneficial ownership of these shares.
 - (4) One-third of these Stock Options became exercisable in each of January 2010, January 2011 and January 2012.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number. t-size:10pt;">

94

—

131

Other

—

7

—

7

Debt securities:

Corporate bonds

—

105

—

105

Municipal bonds

—

111

—

111

U.S. Treasury and agency securities

—

89

—

89

Other

—

44

—

44

Total

\$
487

\$

Explanation of Responses:

551

\$
—

\$
1,038

Plus: Medical benefit assets at December 31^(a)

125

Less: Net payables at December 31^(b)

(54
)
Fair value of postretirement benefit plans assets at year end

\$
1,109

(a) Medical benefit (health and welfare) component for 401(h) accounts to fund a portion of the postretirement obligation. These 401(h) assets are included in the pension plan assets shown above.

120

Table of Contents

(b) Payables related to pending security purchases, offset by Medicare, interest receivables, and receivables related to pending security sales.

Net Periodic Benefit Cost

The following table presents the components of the net periodic benefit cost of Ameren's pension and postretirement benefit plans during 2015, 2014, and 2013:

	Pension Benefits ^(a)	Postretirement Benefits ^(a)
2015		
Service cost	\$92	\$ 24
Interest cost	174	48
Expected return on plan assets	(248	) (68
Amortization of:		
Prior service credit	(1	) (5
Actuarial loss	74	5
Settlement Loss	1	—
Net periodic benefit cost	\$92	\$ 4
2014		
Service cost	\$79	\$ 19
Interest cost	183	50
Expected return on plan assets	(229	) (65
Amortization of:		
Prior service credit	(1	) (5
Actuarial (gain) loss	49	(7
Net periodic benefit cost (benefit)	\$81	\$ (8
2013		
Service cost	\$91	\$ 22
Interest cost	163	46
Expected return on plan assets	(218	) (62
Amortization of:		
Prior service credit	(2	) (6
Actuarial loss	87	8
Curtailment gain	(12	) (7
Net periodic benefit cost ^(b)	\$109	\$ 1

(a) Includes amounts for Ameren registrant and nonregistrant subsidiaries.

The net periodic benefit cost includes a \$6 million and a \$7 million net gain for pension benefits and postretirement benefits, respectively, which was included in "Income (loss) from discontinued operations, net of taxes" on

(b) Ameren's consolidated statement of income (loss). This net gain includes the curtailment gain recognized in 2013 as a result of a significant reduction in employees as of the December 2, 2013 closing date of the New AER divestiture. See Note 16 – Divestiture Transactions and Discontinued Operations for additional information on the divestiture.

The estimated amounts that will be amortized from regulatory assets and accumulated OCI into Ameren's net periodic benefit cost in 2016 are as follows:

	Pension Benefits ^(a)	Postretirement Benefits ^(a)
Regulatory assets:		
Prior service credit	\$(1	) \$ (4
Net actuarial loss	46	(3
Accumulated OCI:		
Net actuarial (gain) loss	(3	) (2
Total	\$42	\$ (9

Explanation of Responses:

- (a) Includes amounts for Ameren registrant and nonregistrant subsidiaries.

Prior service cost is amortized on a straight-line basis over the average future service of active participants benefiting under the plan amendment. The net actuarial (gain) loss subject to amortization is amortized on a straight-line basis over 10 years.

The Ameren Companies are responsible for their share of the pension and postretirement benefit costs. The following table presents the pension costs and the postretirement benefit costs incurred and included in continuing operations for the years ended December 31, 2015, 2014, and 2013:

121

Table of Contents

	Pension Costs			Postretirement Costs		
	2015	2014	2013	2015	2014	2013
Ameren Missouri ^(a)	\$54	\$50	\$69	\$8	\$3	\$8
Ameren Illinois	38	30	41	(3	) (9) —
Other	—	1	5	(1	) (2) —
Ameren ^(b)	92	81	115	4	(8	) 8

Does not include the impact of the regulatory tracking mechanism for the difference between the level of pension (a) and postretirement benefit costs incurred by Ameren Missouri under GAAP and the level of such costs included in rates.

(b) Includes amounts for Ameren registrant and nonregistrant subsidiaries.

The expected pension and postretirement benefit payments from qualified trust and company funds, which reflect expected future service, as of December 31, 2015, are as follows:

	Pension Benefits		Postretirement Benefits	
	Paid from Qualified Trust Funds	Paid from Company Funds	Paid from Qualified Trust Funds	Paid from Company Funds
2016	\$233	\$3	\$55	\$2
2017	244	3	58	2
2018	250	3	60	2
2019	257	3	62	2
2020	261	3	65	2
2021 – 2025	1,377	13	341	12

The following table presents the assumptions used to determine net periodic benefit cost for our pension and postretirement benefit plans for the years ended December 31, 2015, 2014, and 2013:

	Pension Benefits			Postretirement Benefits			
	2015	2014	2013	2015	2014	2013	
Discount rate at measurement date	4.00	% 4.75	% 4.00	% 4.00	% 4.75	% 4.00	%
Expected return on plan assets	7.25	7.25	7.50	7.00	7.00	7.25	
Increase in future compensation	3.50	3.50	3.50	3.50	3.50	3.50	
Medical cost trend rate (initial) (a)	(a)	(a)	(a)	5.00	5.00	5.00	
Medical cost trend rate (ultimate)	(a)	(a)	(a)	5.00	5.00	5.00	
Years to ultimate rate	(a)	(a)	(a)	—	—	—	

(a) Not applicable

The table below reflects the sensitivity of Ameren's plans to potential changes in key assumptions:

	Pension Benefits		Postretirement Benefits		
	Service Cost and Interest Cost	Projected Benefit Obligation	Service Cost and Interest Cost	Postretirement Benefit Obligation	
0.25% decrease in discount rate	\$(1	) \$130	\$1	\$37
0.25% increase in salary scale	2	14	—	—	
1.00% increase in annual medical trend	—	—	3	44	
1.00% decrease in annual medical trend	—	—	(3) (44)
Other					

Ameren sponsors a 401(k) plan for eligible employees. The Ameren 401(k) plan covered all eligible employees at December 31, 2015. The plan allows employees to contribute a portion of their compensation in accordance with specific guidelines. Ameren matches a percentage of the employee contributions up to certain limits. The following table presents the portion of the matching contribution to the Ameren 401(k) plan attributable to the continuing

Edgar Filing: SOLOMON DAVID M - Form 4

operations for each of the Ameren Companies for the years ended December 31, 2015, 2014, and 2013:

	2015	2014	2013
Ameren Missouri	\$16	\$16	\$16
Ameren Illinois	12	11	10
Other	1	1	1
Ameren ^(a)	29	28	27

(a) Includes amounts for Ameren registrant and nonregistrant subsidiaries.

122

Table of Contents

NOTE 12 – STOCK-BASED COMPENSATION

The 2014 Incentive Plan is Ameren's long-term stock compensation plan for eligible employees and directors. The 2006 Incentive Plan was replaced prospectively for new grants beginning in April 2014. The 2014 Incentive Plan provides for a maximum of 8 million common shares to be available for grant to eligible employees and directors. To the extent that the issuance of a share that is subject to an outstanding award under the 2006 Incentive Plan would cause Ameren to exceed the maximum authorized shares under the 2006 Incentive Plan, the issuance of that share will take place under the 2014 Incentive Plan. This will reduce the maximum number of shares that may be granted under the 2014 Incentive Plan. The 2014 Incentive Plan awards may be stock options, stock appreciation rights, restricted stock, restricted stock units, performance shares, performance share units, cash-based awards, and other stock-based awards.

A summary of nonvested shares at December 31, 2015, and changes during the year ended December 31, 2015, under the 2006 Incentive Plan and the 2014 Incentive Plan are presented below:

	Performance Share Units	
	Share Units	Weighted-average Fair Value per Share Unit
Nonvested at January 1, 2015	1,162,377	\$35.35
Granted ^(a)	570,313	52.88
Forfeitures	(1,944	) 34.75
Earned and vested ^(b)	(705,876	) 33.93
Nonvested at December 31, 2015	1,024,870	\$46.08

(a) Includes performance share units (share units) granted to certain executive and nonexecutive officers and other eligible employees in 2015 under the 2014 Incentive Plan.

(b) Includes share units granted in 2013 that vested as of December 31, 2015, that were earned pursuant to the terms of the award grants. Also includes share units that vested due to attainment of retirement eligibility by certain employees. Actual shares issued for retirement-eligible employees will vary depending on actual performance over the three-year measurement period.

Ameren recorded compensation expense of \$19 million, \$19 million, and \$20 million for the years ended December 31, 2015, 2014, and 2013, respectively, and a related tax benefit of \$7 million, \$7 million, and \$8 million for the years ended December 31, 2015, 2014, and 2013, respectively. Ameren settled performance share units of \$27 million, \$33 million, and \$11 million for the years ended December 31, 2015, 2014, and 2013. There were no significant compensation costs capitalized related to the performance share units during the years ended December 31, 2015, 2014, and 2013. As of December 31, 2015, total compensation cost of \$21 million related to nonvested awards not yet recognized is expected to be recognized over a weighted-average period of 23 months.

Performance Share Units

A share unit vests and entitles an employee to receive shares of Ameren common stock (plus accumulated dividends) if, at the end of the three-year performance period, certain specified performance or market conditions have been met and if the individual remains employed by Ameren through the required vesting period. The exact number of shares issued pursuant to a share unit varies from 0% to 200% of the target award, depending on actual company performance relative to the performance goals. The vesting period for share units awarded in 2015 extended beyond the three-year performance period to the payout date, while the vesting period for share units awarded in 2013 and 2014 matched the three-year performance period.

The fair value of each share unit awarded in 2015 under the

2014 Incentive Plan was determined to be \$52.88, which was based on Ameren's closing common share price of \$46.13 at December 31, 2014, and lattice simulations. Lattice simulations are used to estimate expected share payout based on Ameren's total shareholder return for a three-year performance period relative to the designated peer group beginning January 1, 2015. The simulations can produce a greater fair value for the share unit than the applicable closing common share price because they include the weighted payout scenarios in which an increase in the share

price has occurred. The significant assumptions used to calculate fair value also included a three-year risk-free rate of 1.10%, volatility of 12% to 18% for the peer group, and Ameren's attainment of a three-year average earnings per share threshold during the performance period.

The fair value of each share unit awarded in 2014, excluding the grants issued in April 2014 for certain executive officers, under the 2006 Incentive Plan and the 2014 Incentive Plan was determined to be \$38.90, which was based on Ameren's closing common share price of \$36.16 at December 31, 2013, and lattice simulations. Lattice simulations are used to estimate expected share payout based on Ameren's total shareholder return for a three-year performance period relative to the designated peer group beginning January 1, 2014. The significant assumptions used to calculate fair value also included a three-year risk-free rate of 0.78%, volatility of 12% to 18% for the peer group, and Ameren's attainment of a three-year average earnings per share threshold during the performance period.

Table of Contents

NOTE 13 – INCOME TAXES

The following table presents the principal reasons for the difference between the effective income tax rate and the statutory federal income tax rate for the years ended December 31, 2015, 2014, and 2013:

	Ameren Missouri	Ameren Illinois	Ameren	
2015				
Statutory federal income tax rate:	35	% 35	% 35	%
Increases (decreases) from:				
Depreciation differences	—	(2	) (1)
Amortization of investment tax credit	(1	) —	(1)
State tax	3	5	5	
Other permanent items	—	(1) —	
Effective income tax rate	37	% 37	% 38	%
2014				
Statutory federal income tax rate:	35	% 35	% 35	%
Increases (decreases) from:				
Amortization of investment tax credit	(1	) —	(1)
State tax	3	6	4	
Other permanent items	—	—	1	
Effective income tax rate	37	% 41	% 39	%
2013				
Statutory federal income tax rate:	35	% 35	% 35	%
Increases (decreases) from:				
Depreciation differences	—	(1) —	
Amortization of investment tax credit	(1	) —	(1)
State tax	3	6	4	
Other permanent items	1	—	—	
Effective income tax rate	38	% 40	% 38	%

The following table presents the components of income tax expense (benefit) for the years ended December 31, 2015, 2014, and 2013:

Table of Contents

	Ameren Missouri	Ameren Illinois	Other	Ameren
2015				
Current taxes:				
Federal	\$ 110	\$(83	) \$(29	) \$(2
State	17	(11	) (10	) (4
Deferred taxes:				
Federal	71	193	35	299
State	16	29	31	76
Deferred investment tax credits, amortization	(5	) (1	) —	(6
Total income tax expense	\$ 209	\$ 127	\$ 27	\$ 363
2014				
Current taxes:				
Federal	\$(13	) \$(51	) \$27	\$(37
State	(3	) (2	) (32	) (37
Deferred taxes:				
Federal	222	159	(12	) 369
State	28	38	22	88
Deferred investment tax credits, amortization	(5	) (1	) —	(6
Total income tax expense	\$ 229	\$ 143	\$ 5	\$ 377
2013				
Current taxes:				
Federal	\$ 136	\$(15	) \$(239	)^(a) \$(118
State	41	21	(43	)^(a) 19
Deferred taxes:				
Federal	64	99	205	^(a) 368
State	6	6	36	^(a) 48
Deferred investment tax credits, amortization	(5	) (1	) —	(6
Total income tax expense (benefit)	\$ 242	\$ 110	\$(41	) \$ 311

These amounts are substantially related to the reversal of unrecognized tax benefits as a result of IRS guidance related to the deductibility of expenditures to maintain, replace, or improve steam or electric power generation property, along with casualty loss deductions for storm damage. The amounts also reflect the increase in deferred tax expense due to available net operating losses.

The Illinois corporate income tax rate was increased to 9.5% from January 2011 through December 2014. The tax rate decreased to 7.75% on January 1, 2015, and is scheduled to decrease to 7.3% on January 1, 2025.

The following table presents the deferred tax assets and deferred tax liabilities recorded as a result of temporary differences at December 31, 2015 and 2014:

	Ameren Missouri	Ameren Illinois	Other	Ameren
2015				
Accumulated deferred income taxes, net liability (asset):				
Plant related	\$ 2,931	\$ 1,587	\$ 37	\$ 4,555
Regulatory assets, net	81	(1	) —	80
Deferred employee benefit costs	(76	) (40	) (91	) (207
Revenue requirement reconciliation adjustments	—	66	—	66
Tax carryforwards	(65	) (133	) (405	) (603
Other	(27	) 1	20	(6
	\$ 2,844	\$ 1,480	\$(439	) \$ 3,885

Total net accumulated deferred income tax liabilities (assets) ^(a)

2014

Accumulated deferred income taxes, net liability (asset):

Plant related	\$ 2,776	\$ 1,393	\$ 16	\$ 4,185
Regulatory assets, net	82	(5	) 1	78
Deferred employee benefit costs	(80	) (45	) (95	) (220
Revenue requirement reconciliation adjustments	—	66	3	69
Tax carryforwards	(107	) (139	) (429	) (675
Other	86	(22	) 70	134
Total net accumulated deferred income tax liabilities (assets) ^(a)	\$ 2,757	\$ 1,248	\$ (434	) \$ 3,571

^(a) Reflects the adoption of the new authoritative accounting guidance for the balance sheet classification of deferred income taxes. See Note 1 – Summary of Significant Accounting Policies for additional information.

125

Table of Contents

The following table presents the components of deferred tax assets relating to net operating loss carryforwards, tax credit carryforwards, and charitable contribution carryforwards at December 31, 2015:

	Ameren Missouri	Ameren Illinois	Other	Ameren
Net operating loss carryforwards:				
Federal ^(a)	\$35	\$127	\$245	\$407
State ^(b)	4	4	38	46
Total net operating loss carryforwards	\$39	\$131	\$283	\$453
Tax credit carryforwards:				
Federal ^(c)	\$26	\$1	\$78	\$105
State ^(d)	—	1	40	41
State valuation allowance ^(e)	—	—	(2	) (2
Total tax credit carryforwards	\$26	\$2	\$116	\$144
Charitable contribution carryforwards ^(f)	\$—	\$—	\$10	\$10
Valuation allowance ^(e)	—	—	(4	) (4
Total charitable contribution carryforwards	\$—	\$—	\$6	\$6

(a) Will begin to expire in 2029.

(b) Will begin to expire in 2023.

(c) Will begin to expire in 2029.

(d) Will begin to expire in 2016.

(e) See Schedule II under Part IV, Item 15, in this report for information on changes in the valuation allowance.

(f) Will begin to expire in 2016.

The following table presents the components of deferred tax assets relating to net operating loss carryforwards, tax credit carryforwards, and charitable contribution carryforwards at December 31, 2014:

	Ameren Missouri	Ameren Illinois	Other	Ameren
Net operating loss carryforwards:				
Federal ^(a)	\$75	\$127	\$255	\$457
State ^(b)	11	10	53	74
Total net operating loss carryforwards	\$86	\$137	\$308	\$531
Tax credit carryforwards:				
Federal ^(c)	\$21	\$1	\$77	\$99
State ^(d)	1	2	33	36
State valuation allowance ^(e)	(1	) (1	) (2	) (4
Total tax credit carryforwards	\$21	\$2	\$108	\$131
Charitable contribution carryforwards ^(f)	\$—	\$—	\$19	\$19
Valuation allowance ^(e)	—	—	(6	) (6
Total charitable contribution carryforwards	\$—	\$—	\$13	\$13

(a) Will begin to expire in 2028

(b) Will begin to expire in 2019.

(c) Will begin to expire in 2029.

(d) Began to expire in 2013.

(e) See Schedule II under Part IV, Item 15, in this report for information on changes in the valuation allowance.

(f) Began to expire in 2013.

Table of Contents

Uncertain Tax Positions

A reconciliation of the change in the unrecognized tax benefit balance during the years ended December 31, 2013, 2014, and 2015, is as follows:

	Ameren Missouri	Ameren Illinois	Other	Ameren
Unrecognized tax benefits – January 1, 2013	\$136	\$13	\$7	\$156
Increases based on tax positions prior to 2013	—	2	5	7
Decreases based on tax positions prior to 2013	(122)	(16)	(5)	(143)
Increases based on tax positions related to 2013	16	—	53	^(a) 69
Changes related to settlements with taxing authorities	—	—	—	—
Decreases related to the lapse of statute of limitations	1	—	—	1
Unrecognized tax benefits – December 31, 2013	\$31	\$(1)	\$60	\$90
Increases based on tax positions prior to 2014	1	1	4	6
Decreases based on tax positions prior to 2014	(32)	(1)	(9)	(42)
Increases based on tax positions related to 2014	—	—	—	—
Changes related to settlements with taxing authorities	—	—	—	—
Increases related to the lapse of statute of limitations	—	—	—	—
Unrecognized tax benefits – December 31, 2014	\$—	\$(1)	\$55	\$54
Increases based on tax positions prior to 2015	—	1	1	2
Decreases based on tax positions prior to 2015	—	—	(56)	^(a) (56)
Increases based on tax positions related to 2015	—	—	—	—
Changes related to settlements with taxing authorities	—	—	—	—
Increases related to the lapse of statute of limitations	—	—	—	—
Unrecognized tax benefits – December 31, 2015	\$—	\$—	\$—	\$—
Total unrecognized tax benefits that, if recognized, would affect the effective tax rates as of December 31, 2013	\$3	\$—	\$51	^(a) \$54
Total unrecognized tax benefits (detriments) that, if recognized, would affect the effective tax rates as of December 31, 2014	\$—	\$(1)	\$53	^(a) \$52
Total unrecognized tax benefits that, if recognized, would affect the effective tax rates as of December 31, 2015	\$—	\$—	\$—	\$—

Primarily due to tax positions relating to the New AER divestiture. The income statement impact of this unrecognized tax benefit was included in "Income (loss) from discontinued operations, net of taxes" on Ameren's consolidated statement of income (loss). See Note 16 – Divestiture Transactions and Discontinued Operations for additional information.

The Ameren Companies recognize interest charges (income) and penalties accrued on tax liabilities on a pretax basis as interest charges (income) or miscellaneous expense, respectively, in the statements of income.

A reconciliation of the change in the liability for interest on unrecognized tax benefits during the years ended December 31, 2013, 2014, and 2015, is as follows:

	Ameren Missouri	Ameren Illinois	Other	Ameren	
Liability for interest – January 1, 2013	\$8	\$1	\$(3	) \$6
Interest charges (income) for 2013	(8) (1) 4	(5)
Liability for interest – December 31, 2013	\$—	\$—	\$1	\$1	
Interest charges (income) for 2014	—	—	(1) (1)
Liability for interest – December 31, 2014	\$—	\$—	\$—	\$—	
Interest charges (income) for 2015	—	—	—	—	
Liability for interest – December 31, 2015	\$—	\$—	\$—	\$—	

As of December 31, 2013, 2014, and 2015, the Ameren Companies have accrued no amount for penalties with respect to unrecognized tax benefits.

In 2015, final settlements for tax years 2012 and 2013 were reached with the IRS. There were no uncertain tax positions related to the 2012 tax year, as of December 31, 2014, so this settlement did not affect the amount of recorded unrecognized tax benefits during 2015. The settlement related to the 2013 tax year resolved the uncertain tax position associated with the final tax basis of New AER and the related tax benefit resulting from the divested merchant generation business. The settlement resulted in a reduction of Ameren's unrecognized tax benefits of \$53 million and an increase to net income from discontinued operations. See Note 16 – Divestiture Transactions and Discontinued Operations for additional information.

Table of Contents

In 2014, final settlements for tax years 2007 through 2011 were reached with the IRS. These settlements, which resolved the uncertain tax positions associated with the timing of research tax deductions for these years, resulted in a decrease in Ameren's and Ameren Missouri's unrecognized tax benefits of \$20 million, and \$13 million, respectively. In addition, the settlement for tax years 2007 through 2011 provided certainty for the previously uncertain tax positions associated with the timing of research tax deductions for the remaining open tax years of 2012, 2013, and 2014. The certainty provided from the settlement resulted in an \$18 million decrease in both Ameren's and Ameren Missouri's unrecognized tax benefits. The settlement also resulted in a \$2 million increase to Ameren's state unrecognized tax benefits. The net reduction in unrecognized tax benefits in 2014 did not materially affect income tax expense for the Ameren Companies.

In 2013, unrecognized tax benefits related to the deductibility of expenditures to maintain, replace, or improve steam or electric power generation property, along with casualty loss deductions for storm damage, were reduced by \$103 million, \$95 million, and \$5 million for Ameren, Ameren Missouri, and Ameren Illinois, respectively. This reduction in unrecognized tax benefits did not affect income tax expense for the Ameren Companies. However, the liability for interest related to these unrecognized tax benefits was released in 2013. In 2013, Ameren adopted an accounting method change as a result of guidance issued by the IRS, with respect to the amount and timing of the deductions to maintain, replace, or improve generation property.

State income tax returns are generally subject to examination for a period of three years after filing. The state impact of any federal changes remains subject to examination by various states for up to one year after formal notification to the states. The Ameren Companies currently do not have material state income tax issues under examination, administrative appeals, or litigation.

Ameren Missouri has an uncertain tax position tracker. Under Missouri's regulatory framework, uncertain tax positions do not reduce Ameren Missouri's electric rate base. When an uncertain income tax position liability is resolved, the MoPSC requires, through the uncertain tax position tracker, the creation of a regulatory asset or regulatory liability to reflect the time value, using the weighted-average cost of capital included in each of the electric rate orders in effect before the tax position was resolved, of the difference between the uncertain tax position liability that was excluded from rate base and the final tax liability. The resulting regulatory asset or liability will affect earnings in the year it is created and then will be amortized over three years, beginning on the effective date of new rates established in the next electric rate case.

NOTE 14 – RELATED PARTY TRANSACTIONS

In the normal course of business, the Ameren Companies have engaged in, and may in the future engage in, affiliate transactions. These transactions primarily consist of natural gas and power purchases and sales, services received or rendered, and borrowings and lendings. Transactions between affiliates are reported as intercompany transactions on their financial statements, but are eliminated in consolidation for Ameren's financial statements. Below are the material related party agreements.

Electric Power Supply Agreements

Ameren Illinois must acquire capacity and energy sufficient to meet its obligations to customers. Ameren Illinois uses periodic RFP processes that are administered by the IPA and approved by the ICC, to contract capacity and energy on behalf of its customers. Ameren Missouri participates in the RFP process and has been a winning supplier for certain periods.

Capacity Supply Agreements

In 2010, Ameren Missouri contracted to supply a portion of Ameren Illinois' capacity requirements for less than \$1 million for the period from June 1, 2010, through May 31, 2013. In a procurement event in 2012, Ameren Missouri contracted to supply a portion of Ameren Illinois' capacity requirements for \$1 million and \$3 million for the 12 months ending May 31, 2014, and 2015, respectively. In a procurement event in 2015, Ameren Missouri contracted to supply a portion of Ameren Illinois' capacity requirements for \$15 million for the 12 months ending May 31, 2017.

Energy Swaps and Energy Products

As a result of an IPA procurement event in 2011, Ameren Missouri and Ameren Illinois entered into energy product agreements by which Ameren Missouri agreed to sell and Ameren Illinois agreed to purchase approximately 40,800

megawatthours at approximately \$29 per megawatthour during the 12 months ended May 31, 2013, and approximately 40,800 megawatthours at approximately \$28 per megawatthour during the 12 months ended May 31, 2014. The energy product agreements for the period ended May 31, 2013, were for off-peak hours only.

As a result of an IPA procurement event in 2014, Ameren Missouri and Ameren Illinois entered into energy product agreements by which Ameren Missouri agreed to sell and Ameren Illinois agreed to purchase approximately 168,400 megawatthours at approximately \$51 per megawatthour during the period of January 1, 2015, through February 28, 2017.

As a result of an IPA procurement event in April 2015, Ameren Missouri and Ameren Illinois entered into energy product agreements by which Ameren Missouri agreed to sell and Ameren Illinois agreed to purchase 667,000 megawatthours at an average price of \$36 per megawatthour during the period of June 1, 2015, through June 30, 2017. Also in September 2015, Ameren Missouri and Ameren Illinois entered into energy product agreements by which Ameren Missouri agreed to sell and Ameren Illinois agreed to purchase 339,000 megawatthours at an average price of \$38 per megawatthour during the period of November 1, 2015, through May 31, 2018.

Table of Contents

Interconnection and Transmission Agreements

Ameren Missouri and Ameren Illinois are parties to an interconnection agreement for the use of their respective transmission lines and other facilities for the distribution of power. These agreements have no contractual expiration date, but may be terminated by either party with three years' notice.

Support Services Agreements

Ameren Services provides support services to its affiliates. The costs of support services, including wages, employee benefits, professional services, and other expenses, are based on, or are an allocation of, actual costs incurred. The support services agreement can be terminated at any time by the mutual agreement of Ameren Services and that affiliate or by either party with 60 days' notice before the end of a calendar year.

In addition, Ameren Missouri and Ameren Illinois provide affiliates, primarily Ameren Services, with access to their facilities for administrative purposes. The costs of the rent and facility services are based on, or are an allocation of, actual costs incurred.

Separately, Ameren Missouri and Ameren Illinois provide storm-related and miscellaneous support services to each other on an as-needed basis.

Transmission Services

Ameren Illinois takes transmission service from MISO for the retail load it serves in the AMIL pricing zone. ATXI is one of the

transmission owners in the AMIL pricing zone. Accordingly, ATXI receives transmission payments from Ameren Illinois through the MISO billing process.

Money Pool

See Note 4 – Short-term Debt and Liquidity and Note 5 – Long-term Debt and Equity Financings for a discussion of affiliate borrowing arrangements.

Collateral Postings

Under the terms of the Illinois power procurement agreements entered into through RFP processes administered by the IPA, suppliers must post collateral under certain market conditions to protect Ameren Illinois in the event of nonperformance. The collateral postings are unilateral, which means that only the suppliers can be required to post collateral. Therefore, Ameren Missouri, as a winning supplier in the RFP process, may be required to post collateral. As of December 31, 2015 and 2014, there were no collateral postings required of Ameren Missouri related to the Illinois power procurement agreements.

Tax Allocation Agreement

See Note 1 – Summary of Significant Accounting Policies for a discussion of the tax allocation agreement. At December 31, 2015 and 2014, Ameren Missouri accrued capital contributions from Ameren (parent) of \$38 million and \$9 million, respectively, pursuant to the tax allocation agreement.

Table of Contents

The following table presents the impact on Ameren Missouri and Ameren Illinois of related party transactions for the years ended December 31, 2015, 2014, and 2013. It is based primarily on the agreements discussed above and the money pool arrangements discussed in Note 4 – Short-term Debt and Liquidity.

Agreement	Income Statement Line Item		Ameren Missouri	Ameren Illinois
Ameren Missouri power supply agreements with Ameren Illinois	Operating Revenues	2015	\$ 15	\$ (a)
		2014	5	(a)
		2013	3	(a)
Ameren Missouri and Ameren Illinois rent and facility services	Operating Revenues	2015	25	4
		2014	21	2
		2013	21	1
Ameren Missouri and Ameren Illinois miscellaneous support services	Operating Revenues	2015	2	(b)
		2014	1	(b)
		2013	1	3
Total Operating Revenues		2015	\$ 42	\$ 4
		2014	27	2
		2013	25	4
Ameren Illinois power supply agreements with Ameren Missouri	Purchased Power	2015	\$ (a)	\$ 15
		2014	(a)	5
		2013	(a)	3
Ameren Illinois transmission services with ATXI	Purchased Power	2015	(a)	2
		2014	(a)	2
		2013	(a)	2
Total Purchased Power		2015	\$ (a)	\$ 17
		2014	(a)	7
		2013	(a)	5
Ameren Services support services agreement	Other Operations and Maintenance	2015	\$ 131	\$ 119
		2014	124	109
		2013	116	93
Total Other Operations and Maintenance Expenses		2015	\$ 131	\$ 119
		2014	124	109
		2013	116	93
Money pool borrowings (advances)	Interest (Charges) Income	2015	\$ (b)	\$ (b)
		2014	(b)	(b)
		2013	(b)	(b)

(a) Not applicable.

(b) Amount less than \$1 million.

NOTE 15 – COMMITMENTS AND CONTINGENCIES

We are involved in legal, tax, and regulatory proceedings before various courts, regulatory commissions, authorities, and governmental agencies with respect to matters that arise in the ordinary course of business, some of which involve substantial amounts of money. We believe that the final disposition of these proceedings, except as otherwise disclosed in these notes to our financial statements, will not have a material adverse effect on our results of operations, financial position, or liquidity.

See also Note 1 – Summary of Significant Accounting Policies, Note 2 – Rate and Regulatory Matters, Note 10 – Callaway Energy Center, and Note 14 – Related Party Transactions in this report.

Table of Contents

Callaway Energy Center

The following table presents insurance coverage at Ameren Missouri's Callaway energy center at December 31, 2015. The property coverage and the nuclear liability coverage must be renewed on April 1 and January 1, respectively, of each year.

Type and Source of Coverage	Maximum Coverages		Maximum Assessments	
Public liability and nuclear worker liability:				
American Nuclear Insurers	\$375		\$—	
Pool participation	13,114	(a)	127	(b)
	\$13,489	(c)	\$127	
Property damage:				
Nuclear Electric Insurance Limited	\$2,750	(d)	\$27	(e)
European Mutual Association for Nuclear Insurance	500	(f)	—	
	\$3,250		\$27	
Replacement power:				
Nuclear Electric Insurance Limited	\$490	(g)	\$10	(e)

(a) Provided through mandatory participation in an industrywide retrospective premium assessment program.

Retrospective premium under the Price-Anderson Act. This is subject to retrospective assessment with respect to a (b) covered loss in excess of \$375 million in the event of an incident at any licensed United States commercial reactor, payable at \$19 million per year.

Limit of liability for each incident under the Price-Anderson liability provisions of the Atomic Energy Act of 1954, (c) as amended. A company could be assessed up to \$127 million per incident for each licensed reactor it operates, with a maximum of \$19 million per incident to be paid in a calendar year for each reactor. This limit is subject to change to account for the effects of inflation and changes in the number of licensed reactors.

NEIL provides \$2.25 billion in property damage, decontamination, and premature decommissioning insurance for (d) both radiation and nonradiation events. An additional \$500 million is provided for radiation events only for a total of \$2.75 billion.

(e) All NEIL-insured plants could be subject to assessments should losses exceed the accumulated funds from NEIL.

European Mutual Association for Nuclear Insurance provides \$500 million in excess of the \$2.75 billion and \$2.25 (f) billion property coverage for radiation and nonradiation events, respectively, provided by NEIL.

Provides replacement power cost insurance in the event of a prolonged accidental outage. Weekly indemnity is up (g) to \$4.5 million for 52 weeks, which commences after the first twelve weeks of an outage, plus up to \$3.6 million per week for a minimum of 71 weeks thereafter, for a total not exceeding the policy limit of \$490 million.

Nonradiation events are sub-limited to \$328 million.

The Price-Anderson Act is a federal law that limits the liability for claims from an incident involving any licensed United States commercial nuclear energy center. The limit is based on the number of licensed reactors. The limit of liability and the maximum potential annual payments are adjusted at least every five years for inflation to reflect changes in the Consumer Price Index. The most recent five-year inflationary adjustment became effective in September 2013. Owners of a nuclear reactor cover this exposure through a combination of private insurance and mandatory participation in a financial protection pool, as established by the Price-Anderson Act.

Losses resulting from terrorist attacks on nuclear facilities are covered under NEIL's policies, subject to an industrywide aggregate policy coverage limit of \$3.24 billion within a 12-month period, or \$1.83 billion for events not involving radiation contamination.

If losses from a nuclear incident at the Callaway energy center exceed the limits of, or are not covered by, insurance or if coverage is unavailable, Ameren Missouri is at risk for any uninsured losses. If a serious nuclear incident were to occur, it could have a material adverse effect on Ameren's and Ameren Missouri's results of operations, financial position, and liquidity.

Table of Contents

Leases

We lease various facilities, office equipment, plant equipment, and rail cars under capital and operating leases. The following table presents our lease obligations at December 31, 2015:

	2016	2017	2018	2019	2020	After 5 Years	Total
Ameren: ^(a)							
Minimum capital lease payments ^(b)	\$33	\$33	\$32	\$32	\$32	\$ 329	\$491
Less amount representing interest	27	27	26	25	25	73	203
Present value of minimum capital lease payments	\$6	\$6	\$6	\$7	\$7	\$ 256	\$288
Operating leases ^(c)	14	13	12	12	11	30	92
Total lease obligations	\$20	\$19	\$18	\$19	\$18	\$ 286	\$380
Ameren Missouri:							
Minimum capital lease payments ^(b)	\$33	\$33	\$32	\$32	\$32	\$ 329	\$491
Less amount representing interest	27	27	26	25	25	73	203
Present value of minimum capital lease payments	\$6	\$6	\$6	\$7	\$7	\$ 256	\$288
Operating leases ^(c)	12	11	11	11	10	29	84
Total lease obligations	\$18	\$17	\$17	\$18	\$17	\$ 285	\$372
Ameren Illinois:							
Operating leases ^(c)	\$1	\$1	\$1	\$1	\$1	\$ 1	\$6

(a) Includes amounts for Ameren registrant and nonregistrant subsidiaries and intercompany eliminations.

(b) See Properties under Part I, Item 2, and Note 3 – Property and Plant, Net, of this report for additional information.

Amounts related to certain land-related leases have indefinite payment periods. The annual obligations of \$3 million, \$2 million, and \$1 million for Ameren, Ameren Missouri, and Ameren Illinois for these items are included in the 2016 through 2020 columns, respectively.

The following table presents total rental expense included in operating expenses for the years ended December 31, 2015, 2014, and 2013:

	2015	2014	2013
Ameren ^(a)	\$36	\$37	\$32
Ameren Missouri	34	32	29
Ameren Illinois	28	25	21

(a) Includes amounts for Ameren registrant and nonregistrant subsidiaries and intercompany eliminations.

Table of Contents

Other Obligations

To supply a portion of the fuel requirements of our energy centers, we have entered into various long-term commitments for the procurement of coal, natural gas, nuclear fuel, and methane gas. We also have entered into various long-term commitments for purchased power and natural gas for distribution. The table below presents our estimated fuel, purchased power, and other commitments for fuel at December 31, 2015. Ameren's and Ameren Missouri's purchased power commitments include a 102-megawatt power purchase agreement with a wind farm operator, which expires in 2024. Ameren's and Ameren Illinois' purchased power commitments include the Ameren Illinois power purchase agreements entered into as part of the IPA-administered power procurement process. Included in the Other column are minimum purchase commitments under contracts for equipment, design and construction, and meter reading services at December 31, 2015.

	Coal	Natural Gas ^(a)	Nuclear Fuel	Purchased Power ^(b)	Methane Gas	Other	Total
Ameren: ^(c)							
2016	\$664	\$249	\$51	\$241	\$3	\$115	\$1,323
2017	685	190	46	147	4	73	1,145
2018	204	127	68	72	5	55	531
2019	110	89	24	58	5	56	342
2020	—	43	51	58	6	57	215
Thereafter	—	60	108	539	71	350	1,128
Total	\$1,663	\$758	\$348	\$1,115	\$94	\$706	\$4,684
Ameren Missouri:							
2016	\$664	\$46	\$51	\$23	\$3	\$46	\$833
2017	685	36	46	23	4	32	826
2018	204	24	68	23	5	28	352
2019	110	14	24	23	5	29	205
2020	—	10	51	23	6	30	120
Thereafter	—	23	108	84	71	183	469
Total	\$1,663	\$153	\$348	\$199	\$94	\$348	\$2,805
Ameren Illinois:							
2016	\$—	\$203	\$—	\$218	\$—	\$31	\$452
2017	—	154	—	124	—	25	303
2018	—	103	—	49	—	24	176
2019	—	75	—	35	—	27	137
2020	—	33	—	35	—	27	95
Thereafter	—	37	—	455	—	167	659
Total	\$—	\$605	\$—	\$916	\$—	\$301	\$1,822

(a) Includes amounts for generation and for distribution.

The purchased power amounts for Ameren and Ameren Illinois include agreements through 2032 for renewable energy credits with various renewable energy suppliers. The agreements contain a provision that allows Ameren Illinois to reduce the quantity purchased in the event that Ameren Illinois would not be able to recover the costs associated with the renewable energy credits.

(b) Includes amounts for Ameren registrant and nonregistrant subsidiaries.

Environmental Matters

We are subject to various environmental laws and regulations enforced by federal, state, and local authorities. From the beginning phases of siting and development to the operation of electric generation, transmission, and distribution facilities and natural gas storage, transmission, and distribution facilities, our activities involve compliance with diverse environmental laws and regulations. These laws and regulations address emissions, discharges to water, water usage, impacts to air, land, and water, and chemical and waste handling. Complex and lengthy processes are required

to obtain and renew approvals, permits, and licenses for new, existing or modified facilities. Additionally, the use and handling of various chemicals or hazardous materials require release prevention plans and emergency response procedures.

The EPA has promulgated several environmental

regulations that will have a significant impact on the electric utility industry. Over time, compliance with these regulations could be costly for certain companies, including Ameren Missouri, that operate coal-fired power plants. Significant new rules include the regulation of CO₂ emissions from existing power plants through the Clean Power Plan and from new power plants through the revised NSPS; the CSAPR, which requires further reductions of SO₂ emissions and NO_x emissions from power plants; a regulation governing management and storage of CCR; the MATS, which require reduction of emissions of mercury, toxic metals, and acid gases from power plants; revised NSPS for particulate matter, SO₂, and NO_x emissions from new sources; new effluent standards applicable to wastewater discharges from power plants and new regulations under the Clean Water Act that could require significant capital expenditures, such as modifications to water intake structures or new cooling towers at Ameren Missouri's energy centers. The EPA also periodically

Table of Contents

reviews and revises national ambient air quality standards, including those standards associated with emissions from power plants, such as particulate matter, ozone, SO₂ and NO_x. Certain of these new regulations are being or are likely to be challenged through litigation, so their ultimate implementation, as well as the timing of any such implementation, is uncertain. Although many details of future regulations are unknown, individually or the combined effects of new environmental regulations could result in significant capital expenditures and increased operating costs for Ameren and Ameren Missouri. Compliance with all of these environmental laws and regulations could be prohibitively expensive, result in the closure or alteration of the operation of some of Ameren Missouri's energy centers, or require capital investment. Ameren and Ameren Missouri expect that these costs would be recoverable through rates, subject to MoPSC prudence review, but the nature and timing of costs could result in regulatory lag. Ameren Missouri's current plan for compliance with existing environmental regulations for air emissions includes burning ultra-low-sulfur coal and installing new or optimizing existing pollution control equipment. Ameren and Ameren Missouri estimate that they will need to make capital expenditures of \$600 million to \$700 million in the aggregate from 2016 through 2020 in order to comply with existing environmental regulations. Ameren Missouri may be required to install additional air emissions controls within the next six to 10 years. This estimate includes our capital expenditures required for the CCR regulations that were published in 2015, the rule applicable to cooling water intake structures at existing power plants under the Clean Water Act, and the effluent limitation guidelines applicable to steam electric generating units under the Clean Water Act, all of which are discussed below. These estimates do not include the impacts of the Clean Power Plan discussed below. Considerable uncertainty remains in these estimates. The actual amount of capital expenditures required to comply with existing environmental regulations may vary substantially from the above estimate due to uncertainty as to the precise compliance strategies that will be used and their ultimate cost, among other things.

The following sections describe the more significant new environmental laws and rules and environmental enforcement and remediation matters that affect or could affect our operations.

Clean Air Act

Federal and state laws require significant reductions in SO₂ and NO_x through either emission source reductions or the use and retirement of emission allowances. The CSAPR became effective in 2015. There will be further emission reduction requirements in 2017 and potentially more in subsequent years. To achieve compliance with CSAPR, Ameren Missouri burns ultra-low-sulfur coal and operates two scrubbers at its Sioux energy center. Ameren Missouri does not expect to make additional capital investments to comply with the current CSAPR requirements. However, Ameren Missouri expects to incur additional costs as it lowers its emissions at one or more of its energy centers to comply with the CSAPR in future years. These

higher costs are expected to be collected from customers through the FAC or higher base rates.

In December 2011, the EPA issued the MATS under the Clean Air Act, which requires reductions in emissions of mercury and other hazardous air pollutants, such as acid gases, trace metals, and hydrogen chloride. The MATS do not require a specific control technology to achieve the emission reductions. The MATS apply to each unit at a coal-fired power plant. However, in certain cases, compliance can be achieved by averaging emissions from similar units at the same power plant. Compliance was required by April 2015 or, with a case-by-case extension, by April 2016. All of Ameren Missouri's coal-fired power plants will be in compliance before the required due dates. As part of Ameren Missouri's compliance plan, the Meramec energy center will burn natural gas at two of its units beginning in April 2016, thereby excluding such units from the MATS. In addition, Ameren Missouri is incurring additional costs to comply with the MATS. These higher costs are being collected from customers through the FAC or higher base rates.

CO₂ Emissions Standards

The Clean Power Plan, which sets forth CO₂ emissions standards applicable to existing power plants, was issued by the EPA but stayed by the United States Supreme Court pending the outcome of various appeals, as discussed below. If the Clean Power Plan is ultimately upheld as issued, Ameren Missouri expects to incur increased fuel and operating costs, and make new or accelerated capital expenditures, in addition to the costs of making modifications to existing operations in order to achieve compliance. The Clean Power Plan required Missouri and Illinois to reduce CO₂

emissions from power plants within their states significantly below 2005 levels by 2030. The rule contains interim compliance periods commencing in 2022 that require each state to demonstrate progress in achieving its CO₂ reduction target. Ameren is evaluating the Clean Power Plan's potential impacts to its operations, including those related to electric system reliability, and to its level of investment in customer energy efficiency programs, renewable energy, and other forms of generation investment. Significant uncertainty exists regarding the impact of the Clean Power Plan, as its implementation will depend upon plans to be developed by the states. Numerous legal challenges are pending, which could result in the rule being declared invalid or the nature and timing of CO₂ emissions reductions being revised. In February 2016, the United States Supreme Court stayed the Clean Power Plan and all implementation requirements until such time as legal appeals are concluded. The District of Columbia Circuit Court of Appeals has scheduled hearings for June 2016 on the legality of the rule. A decision by the District of Columbia Circuit Court of Appeals is expected to be issued later this year and additional appeals before the United States Supreme Court are likely. Appeals are not expected to conclude prior to 2018. We cannot predict the outcome of such legal challenges or their impact on our results of operations, financial position, or liquidity. If the rule is ultimately upheld and implemented in substantially similar form to the rule when issued, compliance measures could result in the closure or

Table of Contents

alteration of the operation of some of Ameren Missouri's coal and natural-gas-fired energy centers, which could result in increased operating costs. Ameren Missouri expects substantially all of these increased costs to be recoverable, subject to MoPSC prudence review, through higher rates to customers, which could be significant.

Also, in August 2015, the EPA issued final regulations that set CO₂ emissions standards for new power plants. These new standards establish separate emissions limits for new natural-gas-fired combined cycle plants and new coal-fired plants.

Federal and state legislation or regulations that mandate limits on the emission of CO₂ may result in significant increases in capital expenditures and operating costs, which could lead to increased liquidity needs and higher financing costs. Mandatory limits on the emission of CO₂ could increase costs for Ameren Missouri's customers or have a material adverse effect on Ameren's and Ameren Missouri's results of operations, financial position, and liquidity if regulators delay or deny recovery in rates of these compliance costs. The cost of Ameren Illinois' purchased power and gas purchased for resale could increase. However, Ameren Illinois expects these costs would be recovered from customers with no material adverse effect on its results of operations, financial position, or liquidity. Ameren's and Ameren Missouri's earnings might benefit from increased investment to comply with CO₂ emission limitations to the extent that the investments are reflected and recovered on a timely basis in rates charged to customers.

NSR and Clean Air Litigation

In January 2011, the Department of Justice, on behalf of the EPA, filed a complaint against Ameren Missouri in the United States District Court for the Eastern District of Missouri. The EPA's complaint, as amended in October 2013, alleges that in performing projects at its Rush Island coal-fired energy center in 2007 and 2010, Ameren Missouri violated provisions of the Clean Air Act and Missouri law. Ameren Missouri anticipates that a trial of this case could occur as early as 2016. Ameren Missouri believes its defenses are meritorious and is defending itself vigorously.

However, there can be no assurances that it will be successful in its efforts.

The ultimate resolution of this matter could have a material adverse effect on the results of operations, financial position, and liquidity of Ameren and Ameren Missouri. A resolution of this matter could result in increased capital expenditures for the installation of pollution control equipment and increased operations and maintenance expenses. We are unable to predict the ultimate resolution of these matters or the costs that might be incurred.

Clean Water Act

In August 2014, the EPA issued its final rule applicable to cooling water intake structures at existing power plants. The rule requires a case-by-case evaluation and plan for reducing aquatic organisms impinging on the facility's intake screens or entrained through the plant's cooling water system. All of Ameren

Missouri's coal-fired and nuclear energy centers are subject to this rule. Each of Ameren Missouri's affected energy centers will become subject to the revised limitations when it renews its water discharge permit. These permits are scheduled to be renewed between 2018 and 2023. The rule could have an adverse effect on Ameren's and Ameren Missouri's results of operations, financial position, and liquidity if its implementation requires the installation of cooling towers or extensive modifications to the cooling water systems at our energy centers and if those investments are not recovered on a timely basis in electric rates charged to Ameren Missouri's customers.

In September 2015, the EPA issued its final rule under the Clean Water Act to revise the effluent limitation guidelines applicable to steam electric generating units. Effluent limitation guidelines are national standards for water discharges that are based on the effectiveness of available control technology. The EPA's rule prohibits effluent discharges of certain, but not all, waste streams and imposes more stringent limitations on certain components in water discharges from power plants. All of Ameren Missouri's coal-fired energy centers are subject to this rule and its implementation will be consistent with the water discharge permit process described above beginning as early as 2018. Ameren Missouri is evaluating the final rule, which became effective in January 2016, and the possible effects on its operations.

Ash Management

In 2015, the EPA issued regulations regarding the management and disposal of CCR, that will affect future CCR disposal and handling costs at Ameren Missouri's energy centers. The regulations allow for the management of CCR as a solid waste, as well as for its continued beneficial uses, such as recycling, which could reduce the amount to be

disposed. The regulations also establish criteria regarding the structural integrity, location, and operation of CCR impoundments and landfills. They require groundwater monitoring and closure of impoundments if the groundwater standards are not achieved. During 2015, Ameren and Ameren Missouri recorded an increase to their AROs associated with CCR storage facilities and accelerated the closure of certain CCR storage facilities at its energy centers as a result of the new regulations. Ameren Missouri plans to close these CCR storage facilities between 2018 and 2023. See Note 1 – Summary of Significant Accounting Policies in this report for additional information. Ameren Missouri's capital expenditure plan includes the cost of constructing landfills as part of its environmental compliance plan. The new regulations do not apply to ash ponds at plants no longer in operation, such as Ameren's Meredosia and Hutsonville energy centers.

Remediation

The Ameren Companies are involved in a number of remediation actions to clean up sites affected by hazardous substances, as required by federal and state law. Such laws require that responsible parties fund remediation actions regardless of their degree of fault, the legality of original disposal,

Table of Contents

or the ownership of a disposal site. Ameren Missouri and Ameren Illinois have each been identified by federal or state governments as a potentially responsible party at several contaminated sites.

As of December 31, 2015, Ameren Illinois owned or was otherwise responsible for 44 former MGP sites in Illinois, which are in various stages of investigation, evaluation, remediation, and closure. Ameren Illinois estimates it could substantially conclude remediation efforts by 2025. The ICC allows Ameren Illinois to recover remediation and litigation costs associated with its former MGP sites from its electric and natural gas utility customers through environmental adjustment rate riders. Costs are subject to annual prudence review by the ICC. As of December 31, 2015, Ameren Illinois estimated the obligation related to these former MGP sites at \$232 million to \$313 million. Ameren and Ameren Illinois recorded a liability of \$232 million to represent their estimated minimum obligation for these sites, as no other amount within the range was a better estimate.

The scope and extent to which these former MGP sites are remediated may increase as remediation efforts continue. Considerable uncertainty remains in these estimates, as many factors can influence the ultimate actual costs, including site-specific unanticipated underground structures, the degree to which groundwater is encountered, regulatory changes, local ordinances, and site accessibility. The actual costs may vary substantially from these estimates. Ameren Illinois formerly used an off-site landfill, which Ameren Illinois did not own, in connection with the operation of a previously owned energy center. Ameren Illinois could be required to perform certain maintenance activities at that landfill, which is now closed. As of December 31, 2015, Ameren Illinois estimated the obligation related to this site at \$0.5 million to \$6 million. Ameren Illinois recorded a liability of \$0.5 million to represent its estimated minimum obligation for this site, as no other amount within the range was a better estimate. Ameren Illinois is also responsible for the cleanup of some underground storage tanks and a water treatment plant in Illinois. As of December 31, 2015, Ameren Illinois recorded a liability of \$0.7 million to represent its best estimate of the obligation for these sites.

In 2008, the EPA issued an administrative order to Ameren Missouri pertaining to a former coal tar distillery in St. Louis, Missouri, operated by Koppers Company or its predecessor and successor companies. While Ameren Missouri is the current owner of the site, it did not conduct any of the manufacturing operations involving coal tar or its byproducts. Ameren Missouri, along with two other potentially responsible parties, have completed site investigation activities and have submitted their findings to the EPA. As of December 31, 2015, Ameren Missouri estimated its obligation at \$2 million to \$5 million. Ameren Missouri recorded a liability of \$2 million to represent its estimated minimum obligation, as no other amount within the range was a better estimate.

Ameren Missouri also participated in the investigation of several sites located in Sauget, Illinois. In 2000, the EPA notified

Ameren Missouri and numerous other companies, including Solutia, Inc., that former landfills and lagoons at those sites may contain soil and groundwater contamination. These sites are known as Sauget Area 2. From about 1926 until 1976, Ameren Missouri operated an energy center adjacent to Sauget Area 2. Ameren Missouri currently owns a parcel of property at Sauget Area 2 that was once used as a landfill.

In December 2013, the EPA issued its record of decision for Sauget Area 2 approving the investigation and the remediation alternatives recommended by the potentially responsible parties. Further negotiation among the potentially responsible parties will determine how to fund the implementation of the EPA-approved cleanup remedies. As of December 31, 2015, Ameren Missouri estimated its obligation related to Sauget Area 2 at \$1 million to \$2.5 million. Ameren Missouri recorded a liability of \$1 million to represent its estimated minimum obligation, as no other amount within the range was a better estimate.

In December 2012, Ameren Missouri signed an administrative order with the EPA and agreed to investigate soil and groundwater conditions at an Ameren Missouri-owned substation in St. Charles, Missouri. As of December 31, 2015, Ameren Missouri estimated and recorded a \$0.6 million liability related to the site. Although monitoring will continue for some time, no significant additional remediation measures are anticipated.

Our operations or those of our predecessor companies involve the use of, disposal of, and in appropriate circumstances, the cleanup of substances regulated under environmental laws. We are unable to determine whether such practices will result in future environmental commitments or will affect our results of operations, financial

position, or liquidity.

Pumped-storage Hydroelectric Facility Breach

In December 2005, there was a breach of the upper reservoir at Ameren Missouri's Taum Sauk pumped-storage hydroelectric energy center. The breach resulted in significant flooding in the local area, which damaged a state park. Ameren Missouri had liability insurance coverage for the Taum Sauk incident, subject to certain limits and deductibles.

As of December 31, 2015, Ameren Missouri had an insurance receivable of \$41 million. In February 2016, Ameren Missouri and an insurer that was providing Ameren Missouri with liability coverage on the date of the Taum Sauk incident reached a settlement that resulted in Ameren Missouri receiving \$42 million. As a result of this settlement, the receivable was included in "Miscellaneous accounts and notes receivable" on Ameren's and Ameren Missouri's balance sheets as of December 31, 2015 whereas previously this receivable was included in "Other assets" on their respective balance sheets as of December 31, 2014.

Asbestos-related Litigation

Ameren, Ameren Missouri, and Ameren Illinois have been named, along with numerous other parties, in a number of lawsuits filed by plaintiffs claiming varying degrees of injury from

Table of Contents

asbestos exposure at our present or former energy centers. Most have been filed in the Circuit Court of Madison County, Illinois. The total number of defendants named in each case varies, with 75 as the average number of parties as of December 31, 2015. Each lawsuit seeks unspecified damages that, if awarded at trial, typically would be shared among the various defendants.

The following table presents the pending asbestos-related lawsuits filed against Ameren Missouri and Ameren Illinois as of December 31, 2015:

Ameren Missouri	Ameren Illinois	Total ^(a)
26	38	48

(a) Total does not equal the sum of the subsidiary unit lawsuits because some of the lawsuits name multiple Ameren entities as defendants.

At December 31, 2015, Ameren, Ameren Missouri, and Ameren Illinois had liabilities of \$8 million, \$3 million, and \$5 million, respectively, recorded to represent their best estimates of their obligations related to asbestos claims. Ameren Illinois has a tariff rider to recover the costs of IP asbestos-related litigation claims, subject to the following terms: 90% of the cash expenditures in excess of the amount included in base electric rates is to be recovered from a trust fund that was established when Ameren acquired IP. At December 31, 2015, the trust fund balance was \$22 million, including accumulated interest. If cash expenditures are less than the amount in base rates, Ameren Illinois will contribute 90% of the difference to the trust fund. Once the trust fund is depleted, 90% of allowed cash expenditures in excess of base rates will be recovered through charges assessed to customers under the tariff rider. The rider will permit recovery from electric customers within IP's historical service territory.

Ameren Missouri Municipal Taxes

The cities of Creve Coeur and Winchester, Missouri, on behalf of themselves and other municipalities in Ameren Missouri's service area, filed a class action lawsuit in November 2011 against Ameren Missouri in the Circuit Court of St. Louis

County, Missouri. The lawsuit alleges that Ameren Missouri failed to collect and pay gross receipts taxes or license fees on certain revenues. Ameren and Ameren Missouri recorded immaterial liabilities on their respective balance sheets as of December 31, 2015, representing their estimate of taxes and fees due as a result of this lawsuit. The ultimate resolution of any unpaid municipal tax or fees could have a material adverse effect on the results of operations, financial position, and liquidity of Ameren and Ameren Missouri. Ameren Missouri believes its defenses are meritorious and is defending itself vigorously; however, there can be no assurances that Ameren Missouri will be successful in its efforts.

NOTE 16 – DIVESTITURE TRANSACTIONS AND DISCONTINUED OPERATIONS

On December 2, 2013, Ameren completed the divestiture of New AER to IPH in accordance with the transaction agreement between Ameren and IPH dated March 14, 2013, as amended by a letter agreement dated December 2, 2013. Pursuant to that agreement, in 2015, Ameren paid \$25 million related to a previously-recorded liability and concluded its obligations to provide credit support to New AER with no resulting additional impact to its results of operations. The transaction agreement with IPH, as amended, provides that if the Elgin, Gibson City, and Grand Tower gas-fired energy centers are subsequently sold by Medina Valley and if Medina Valley receives additional proceeds from such sale, Medina Valley will pay Genco any proceeds from such sale, net of taxes and other expenses, in excess of the \$137.5 million previously paid to Genco.

On January 31, 2014, Medina Valley completed the sale of the Elgin, Gibson City, and Grand Tower gas-fired energy centers to Rockland Capital for a total purchase price of \$168 million. The agreement with Rockland Capital required a portion of the purchase price to be held in escrow until January 31, 2016, to fund certain indemnity obligations, if any, of Medina Valley. Medina Valley received the escrow balance from Rockland Capital and expects to pay Genco its portion of that escrow balance during the first quarter of 2016.

Discontinued Operations Presentation

All matters related to the final tax basis of New AER and the related tax benefit resulting from the divested merchant generation business have been resolved with the completion of the IRS audit for 2013. During 2015, based on the completion of the IRS audit, Ameren removed a reserve for unrecognized tax benefits recorded in 2013 and recognized a tax benefit from discontinued operations. See Note 13 – Income Taxes for additional information regarding the Ameren Companies’ uncertain tax positions.

The following table presents the components of discontinued operations in Ameren's consolidated statement of income (loss) for the years ended December 31, 2015, 2014, and 2013:

137

Table of Contents

	Year ended		
	2015	2014	2013
Operating revenues	\$—	\$1	\$1,037
Operating benefits (expenses)	1	(2)	(1,207) ^(a)
Operating income (loss)	1	(1)	(170)
Other income (loss)	—	—	(1)
Interest charges	—	—	(39)
Income (loss) before income taxes	1	(1)	(210)
Income tax (expense) benefit	50	—	(13)
Income (loss) from discontinued operations, net of taxes	\$51	\$(1)	\$(223)

(a) Includes a \$201 million pretax loss on disposal relating to the New AER divestiture.

The following table presents the carrying amounts of the components of assets and liabilities of Ameren's discontinued operations, which consist primarily of AROs and related deferred income tax assets associated with the abandoned Meredosia and Hutsonville energy centers, at December 31, 2015 and 2014:

	December 31, 2015	December 31, 2014
Assets of discontinued operations		
Accumulated deferred income taxes, net	\$14	\$15
Total assets of discontinued operations	\$14	\$15
Liabilities of discontinued operations		
Accounts payable and other current obligations	\$1	\$1
Asset retirement obligations ^(a)	28	32
Total liabilities of discontinued operations	\$29	\$33

(a) Ameren is demolishing the Hutsonville energy center and expects to demolish the Meredosia energy center beginning in 2016.

NOTE 17 – SEGMENT INFORMATION

Ameren has two reportable segments: Ameren Missouri and Ameren Illinois. Ameren Missouri and Ameren Illinois each have one reportable segment. The Ameren Missouri segment for both Ameren and Ameren Missouri includes all the operations of Ameren Missouri as described in Note 1 – Summary of Significant Accounting Policies. The Ameren Illinois segment for

both Ameren and Ameren Illinois consists of all of the operations of Ameren Illinois as described in Note 1 – Summary of Significant Accounting Policies. The category called Other primarily includes Ameren parent company activities, Ameren Services, and ATXI. The Other category also includes certain corporate activities previously included in the Merchant Generation segment. See Note 16 – Divestiture Transactions and Discontinued Operations for additional information.

Table of Contents

The following table presents information about the reported revenues and specified items reflected in Ameren's net income attributable to Ameren common shareholders and capital expenditures from continuing operations for the years ended December 31, 2015, 2014, and 2013, and total assets in continuing operations as of December 31, 2015, 2014, and 2013:

	Ameren Missouri	Ameren Illinois	Other	Intersegment Eliminations	Consolidated
2015					
External revenues	\$3,566	\$2,462	\$70	\$—	\$6,098
Intersegment revenues	43	4	2	(49)	—
Depreciation and amortization	492	295	9	—	796
Interest and dividend income	28	12	1	—	41
Interest charges	219	131	5	—	355
Income taxes	209	127	27	—	363
Net income attributable to Ameren common shareholders from continuing operations	352	214	13	—	579
Capital expenditures	622	918	377	(a) —	1,917
Total assets ^(c)	13,851	8,903	1,139	(267)	23,626 (b)
2014					
External revenues	\$3,526	\$2,496	\$31	\$—	\$6,053
Intersegment revenues	27	2	2	(31)	—
Depreciation and amortization	473	263	9	—	745
Interest and dividend income	28	7	2	—	37
Interest charges	211	112	18	—	341
Income taxes	229	143	5	—	377
Net income (loss) attributable to Ameren common shareholders from continuing operations	390	201	(4)	—	587
Capital expenditures	747	835	203	(a) —	1,785
Total assets ^(c)	13,474	8,204	799	(203)	22,274 (b)
2013					
External revenues	\$3,516	\$2,307	\$15	\$—	\$5,838
Intersegment revenues	25	4	2	(31)	—
Depreciation and amortization	454	243	9	—	706
Interest and dividend income	27	2	1	—	30
Interest charges	210	143	45	—	398
Income taxes (benefit)	242	110	(41)	—	311
Net income (loss) attributable to Ameren common shareholders from continuing operations	395	160	(43)	—	512
Capital expenditures	648	701	30	(a) —	1,379
Total assets ^(c)	12,867	7,397	711	(233)	20,742 (b)

(a) Includes the elimination of intercompany transfers.

(b) Excludes total assets from discontinued operations of \$14 million, \$15 million, and \$165 million as of December 31, 2015, 2014, and 2013, respectively.

Reflects the adoption of the new authoritative accounting guidance for the presentation of debt issuance costs and (c) balance sheet classification of deferred income taxes. See Note 1 – Summary of Significant Accounting Policies for additional information.

139

Table of Contents

SELECTED QUARTERLY INFORMATION (Unaudited) (In millions, except per share amounts)

Ameren Quarter ended ^(a)	2015				2014			
	March 31	June 30	September 30	December 31	March 31	June 30	September 30	December 31
Operating revenues	\$1,556	\$1,401	\$1,833	\$1,308	\$1,594	\$1,419	\$1,670	\$1,370
Operating income	256	237	626	140	246	322	561	125
Net income	110	151	345	30	98	150	295	49
Net income attributable to Ameren common shareholders – continuing operations	\$108	\$98	\$343	\$30	\$97	\$150	\$294	\$46
Net income (loss) attributable to Ameren common shareholders – discontinued operations	—	52	—	(1)	(1)	(1)	(1)	2
Net income attributable to Ameren common shareholders	\$108	\$150	\$343	\$29	\$96	\$149	\$293	\$48
Earnings per common share – basic – continuing operations	\$0.45	\$0.40	\$1.42	\$0.12	\$0.40	\$0.62	\$1.21	\$0.19
Earnings (loss) per common share – basic – discontinued operations	—	0.21	—	—	—	(0.01)	—	0.01
Earnings per common share – basic	\$0.45	\$0.61	\$1.42	\$0.12	\$0.40	\$0.61	\$1.21	\$0.20
Earnings per common share – diluted – continuing operations	\$0.45	\$0.40	\$1.41	\$0.12	\$0.40	\$0.62	\$1.20	\$0.19
Earnings (loss) per common share – diluted discontinued operations	—	0.21	—	—	—	(0.01)	—	0.01
Earnings per common share – diluted	\$0.45	\$0.61	\$1.41	\$0.12	\$0.40	\$0.61	\$1.20	\$0.20

The sum of quarterly amounts, including per share amounts, may not equal amounts reported for year-to-date (a) periods. This is because of the effects of rounding and the changes in the number of weighted-average diluted shares outstanding each period.

Ameren Missouri Quarter ended	Operating Revenues	Operating Income	Net Income (Loss)	Net Income (Loss) Available to Common Shareholder
March 31, 2015	\$800	\$115	\$42	\$41
March 31, 2014	817	119	48	47
June 30, 2015	884	146	62	61
June 30, 2014	900	243	127	126
September 30, 2015	1,171	423	240	239
September 30, 2014	1,097	394	223	222
December 31, 2015	754	58	11	11
December 31, 2014	739	29	(5)	(5)

Ameren Illinois Quarter ended	Operating Revenues	Operating Income	Net Income	Net Income Available to Common Shareholder
March 31, 2015	\$745	\$120	\$54	\$53
March 31, 2014	774	120	54	53
June 30, 2015	513	83	32	31
June 30, 2014	519	75	29	28
September 30, 2015	655	189	98	98
September 30, 2014	572	158	75	75
December 31, 2015	553	74	33	32
December 31, 2014	633	97	46	45

ITEM CHANGES IN AND DISAGREEMENTS WITH ACCOUNTANTS ON ACCOUNTING AND
9. FINANCIAL DISCLOSURE

None.

ITEM 9A. CONTROLS AND PROCEDURES

(a) Evaluation of Disclosure Controls and Procedures

140

Table of Contents

As of December 31, 2015, evaluations were performed under the supervision and with the participation of management, including the principal executive officer and the principal financial officer of each of the Ameren Companies, of the effectiveness of the design and operation of such registrant's disclosure controls and procedures (as defined in Rules 13a-15(e) and 15d-15(e) of the Exchange Act). Based on those evaluations, as of December 31, 2015, the principal executive officer and the principal financial officer of each of the Ameren Companies concluded that such disclosure controls and procedures are effective to provide assurance that information required to be disclosed in such registrant's reports filed or submitted under the Exchange Act is recorded, processed, summarized, and reported within the time periods specified in the SEC's rules and forms, and that such information is accumulated and communicated to its management, including its principal executive and principal financial officers, to allow timely decisions regarding required disclosure.

(b) Management's Report on Internal Control over Financial Reporting

Management is responsible for establishing and maintaining adequate internal control over financial reporting, as such term is defined in Exchange Act Rules 13a-15(f) and 15d-15(f). Under the supervision of and with the participation of management, including the principal executive officer and principal financial officer, an evaluation was conducted of the effectiveness of each of the Ameren Companies' internal control over financial reporting based on the framework in Internal Control – Integrated Framework (2013) issued by the Committee of Sponsoring Organizations of the Treadway Commission (COSO). After making that evaluation, management concluded that each of the Ameren Companies' internal control over financial reporting was effective as of December 31, 2015. The effectiveness of Ameren's internal control over financial reporting as of December 31, 2015, has been audited by PricewaterhouseCoopers LLP, an independent registered public accounting firm, as stated in its report herein under Part II, Item 8. This annual report does not include an attestation report of Ameren Missouri's or Ameren Illinois' (the Subsidiary Registrants) independent registered public accounting firm regarding internal control over financial reporting. Management's report for each of the Subsidiary Registrants is not subject to attestation by an independent registered public accounting firm.

Because of its inherent limitations, internal control over financial reporting may not prevent or detect misstatements. Also, projections of any evaluation of effectiveness into future periods are subject to the risk that internal controls might become inadequate because of changes in conditions, and to the risk that the degree of compliance with the policies or procedures might deteriorate.

(c) Change in Internal Control

There has been no change in the Ameren Companies' internal control over financial reporting during their most recent fiscal quarter that has materially affected, or is reasonably likely to materially affect, their internal control over financial reporting.

ITEM 9B. OTHER INFORMATION

The Ameren Companies have no information reportable under this item that was required to be disclosed in a report on SEC Form 8-K during the fourth quarter of 2015 that has not previously been reported on an SEC Form 8-K.

PART III

ITEM 10. DIRECTORS, EXECUTIVE OFFICERS, AND CORPORATE GOVERNANCE

Information required by Items 401, 405, 406 and 407(c)(3),(d)(4) and (d)(5) of SEC Regulation S-K for Ameren will be included in its definitive proxy statement for its 2016 annual meeting of shareholders filed pursuant to SEC Regulation 14A; it is incorporated herein by reference. Information required by these SEC Regulation S-K items for Ameren Missouri and Ameren Illinois will be included in each company's definitive information statement for its 2016 annual meeting of shareholders filed pursuant to SEC Regulation 14C; it is incorporated herein by reference.

Specifically, reference is made to the following sections of Ameren's definitive proxy statement and to each of Ameren Missouri's and Ameren Illinois' definitive information statements: "Information Concerning Nominees to the Board of Directors," "Section 16(a) Beneficial Ownership Reporting Compliance," "Corporate Governance" and "Board Structure." Information concerning executive officers of the Ameren Companies required by Item 401 of SEC Regulation S-K is reported under a separate caption entitled "Executive Officers of

the Registrants" in Part I of this report.

Explanation of Responses:

Ameren Missouri and Ameren Illinois do not have separately designated standing audit committees, but instead use Ameren's audit and risk committee to perform such committee functions for their boards of directors. These companies do not have securities listed on the NYSE and therefore are not subject to the NYSE listing standards. Walter J. Galvin serves as chairman of Ameren's audit and risk committee and Catherine S. Brune, J. Edward Coleman, and Ellen M. Fitzsimmons serve as members. The board of directors of Ameren has determined that each of Walter J. Galvin and J. Edward Coleman qualifies as an audit committee financial expert and that each is "independent" as that term is used in SEC Regulation 14A.

Also, on the same basis as reported above, the boards of directors of Ameren Missouri and Ameren Illinois use the nominating and corporate governance committee of Ameren's board of directors to perform such committee functions. This committee is responsible for the nomination of directors and for corporate governance practices. Ameren's nominating and corporate governance committee will consider director

Table of Contents

nominations from shareholders in accordance with its Policy Regarding Nominations of Directors, which can be found on Ameren's website: www.ameren.com.

To encourage ethical conduct in its financial management and reporting, Ameren has adopted a code of ethics that applies to the principal executive officer, the president, the principal financial officer, the principal accounting officer, the controller, and the treasurer of each of the Ameren Companies. Ameren has also adopted a code of business conduct that applies to the directors, officers, and employees of the Ameren Companies. It is referred to as the Principles of Business Conduct. The Ameren

Companies make available free of charge through Ameren's website (www.ameren.com) the Code of Ethics and the Principles of Business Conduct. Any amendment to the Code of Ethics or the Principles of Business Conduct and any waiver from a provision of the Code of Ethics or the Principles of Business Conduct as it relates to the principal executive officer, the president, the principal financial officer, the principal accounting officer, the controller, or the treasurer of each of the Ameren Companies will be posted on Ameren's website within four business days following the date of the amendment or waiver.

ITEM 11. EXECUTIVE
COMPENSATION

Information required by Items 402 and 407(e)(4) and (e)(5) of SEC Regulation S-K for Ameren will be included in its definitive proxy statement for its 2016 annual meeting of shareholders filed pursuant to SEC Regulation 14A; it is incorporated herein by reference. Information required by these SEC Regulation S-K items for Ameren Missouri and Ameren Illinois will be included in each company's definitive information statement for its 2016 annual meeting of shareholders filed pursuant to SEC Regulation 14C; it is incorporated herein by reference. Specifically, reference is made to the following sections of Ameren's definitive proxy statement and to each of Ameren Missouri's and Ameren Illinois' definitive information statements: "Executive Compensation" and "Human Resources Committee Interlocks and Insider Participation."

ITEM 12. SECURITY OWNERSHIP OF CERTAIN BENEFICIAL OWNERS AND MANAGEMENT AND
RELATED STOCKHOLDER MATTERS

Equity Compensation Plan Information

The following table presents information as of December 31, 2015, with respect to the shares of Ameren's common stock that may be issued under its existing equity compensation plans.

Plan Category	Column A Number of Securities To Be Issued Upon Exercise of Outstanding Options, Warrants and Rights ^(b)	Column B Weighted-Average Exercise Price of Outstanding Options, Warrants and Rights	Column C Number of Securities Remaining Available for Future Issuance Under Equity Compensation Plans (excluding securities reflected in Column A)
Equity compensation plans approved by security holders ^(a)	3,186,287	(c)	6,423,549
Equity compensation plans not approved by security holders	—	—	—
Total	3,186,287	(c)	6,423,549

(a) Consists of the 2006 Incentive Plan and the 2014 Incentive Plan. The 2014 Plan replaced the 2006 Plan for any new grants made after April 24, 2014.

(b) Pursuant to grants of performance share units (PSUs) under the 2006 Plan, 1,763,644 of the securities represent the estimated number of PSUs that were vested as of December 31, 2015 (including accrued and reinvested dividends), and 1,371,732 of the securities represent the target number of PSUs granted but not vested (including accrued and reinvested dividends) as of December 31, 2015 (including outstanding awards under the 2014 Plan as of December 31, 2015). The actual number of shares issued in respect of the PSUs will vary from 0% to 200% of the target level, depending upon the achievement of total shareholder return objectives established for such awards. For

additional information about the PSUs, including payout calculations, see “Compensation Discussion and Analysis – Long-Term Incentives: Performance Share Unit Program (“PSUP”)” in Ameren’s definitive proxy statement for its 2016 annual meeting of shareholders, which will be filed pursuant to SEC Regulation 14A. 50,911 of the securities represent shares that may be issued as of December 31, 2015, to satisfy obligations under the Ameren Corporation Deferred Compensation Plan for members of the board of directors.

(c) Earned PSUs and deferred compensation stock units are paid in shares of Ameren common stock on a one-for-one basis. Accordingly, the PSUs and deferred compensation stock units do not have a weighted-average exercise price. Ameren Missouri and Ameren Illinois do not have separate equity compensation plans.

Security Ownership of Certain Beneficial Owners and Management

The information required by Item 403 of SEC Regulation S-K for Ameren will be included in its definitive proxy statement for its 2016 annual meeting of shareholders filed pursuant to SEC Regulation 14A; it is incorporated herein by reference. Information required by this SEC Regulation S-K item for Ameren Missouri and Ameren Illinois will be included in each company’s definitive information statement for its 2016 annual meeting of shareholders filed pursuant to SEC Regulation 14C; it is incorporated herein by reference. Specifically, reference is made to the following section of Ameren’s definitive proxy statement and each of Ameren Missouri’s and Ameren Illinois’ definitive information statement: “Security Ownership.”

Table of Contents

ITEM 13. CERTAIN RELATIONSHIPS AND RELATED TRANSACTIONS AND DIRECTOR INDEPENDENCE
Information required by Items 404 and 407(a) of SEC Regulation S-K for Ameren will be included in its definitive proxy statement for its 2016 annual meeting of shareholders filed pursuant to SEC Regulation 14A; it is incorporated herein by reference. Information required by these SEC Regulation S-K items for Ameren Missouri and Ameren Illinois will be included in each company's definitive information statement for its 2016 annual meeting of shareholders filed pursuant to SEC Regulation 14C; it is incorporated herein by reference. Specifically, reference is made to the following sections of Ameren's definitive proxy statement and to each of Ameren Missouri's and Ameren Illinois' definitive information statements: "Policy and Procedures With Respect to Related Person Transactions" and "Director Independence."

ITEM 14. PRINCIPAL ACCOUNTING FEES AND SERVICES

Information required by Item 9(e) of SEC Schedule 14A for the Ameren Companies will be included in the definitive proxy statement of Ameren and the definitive information statements of Ameren Missouri and Ameren Illinois for their 2016 annual meetings of shareholders filed pursuant to SEC Regulations 14A and 14C, respectively; it is incorporated herein by reference. Specifically, reference is made to the following section of Ameren's definitive proxy statement and each of Ameren Missouri's and Ameren Illinois' definitive information statement: "Independent Registered Public Accounting Firm."

PART IV

ITEM 15. EXHIBITS AND FINANCIAL STATEMENT SCHEDULES

	Page No.
(a)(1) Financial Statements	
Ameren	
Report of Independent Registered Public Accounting Firm	<u>67</u>
Consolidated Statement of Income (Loss) – Years Ended December 31, 2015, 2014, and 2013	<u>69</u>
Consolidated Statement of Comprehensive Income (Loss) – Years Ended December 31, 2015, 2014, and 2013	<u>70</u>
Consolidated Balance Sheet – December 31, 2015 and 2014	<u>71</u>
Consolidated Statement of Cash Flows – Years Ended December 31, 2015, 2014, and 2013	<u>72</u>
Consolidated Statement of Shareholders' Equity – Years Ended December 31, 2015, 2014, and 2013	<u>73</u>
Ameren Missouri	
Report of Independent Registered Public Accounting Firm	<u>67</u>
Statement of Income and Comprehensive Income – Years Ended December 31, 2015, 2014, and 2013	<u>74</u>
Balance Sheet – December 31, 2015 and 2014	<u>75</u>
Statement of Cash Flows – Years Ended December 31, 2015, 2014, and 2013	<u>76</u>
Statement of Shareholders' Equity – Years Ended December 31, 2015, 2014, and 2013	<u>77</u>
Ameren Illinois	
Report of Independent Registered Public Accounting Firm	<u>68</u>
Statement of Income and Comprehensive Income – Years Ended December 31, 2015, 2014, and 2013	<u>78</u>
Balance Sheet – December 31, 2015 and 2014	<u>79</u>
Statement of Cash Flows – Years Ended December 31, 2015, 2014, and 2013	<u>80</u>
Statement of Shareholders' Equity – Years Ended December 31, 2015, 2014, and 2013	<u>81</u>
(a)(2) Financial Statement Schedules	
Schedule I – Condensed Financial Information of Parent – Ameren:	
Condensed Statement of Income (Loss) and Comprehensive Income (Loss) – Years Ended December 31, 2015, 2014, and 2013	<u>144</u>
Condensed Balance Sheet – December 31, 2015 and 2014	<u>145</u>

Edgar Filing: SOLOMON DAVID M - Form 4

Condensed Statement of Cash Flows – Years Ended December 31, 2015, 2014, and 2013 146

Schedule II – Valuation and Qualifying Accounts for the years ended December 31, 2015, 2014, and 2013 149

Schedule I and II should be read in conjunction with the aforementioned financial statements. Certain schedules have been omitted because they are not applicable or because the required data is shown in the aforementioned financial statements.

(a)(3) Exhibits – reference is made to the Exhibit Index 153

(b) Exhibit Index 153

143

Table of Contents

SCHEDULE I – CONDENSED FINANCIAL INFORMATION OF PARENT
 AMEREN CORPORATION
 CONDENSED STATEMENT OF INCOME AND COMPREHENSIVE INCOME
 For the Years Ended December 31, 2015, 2014, and 2013

(In millions)	2015	2014	2013	
Operating revenues	\$—	\$—	\$—	
Operating expenses	14	11	26	
Operating loss	(14) (11) (26)
Equity in earnings of subsidiaries	600	607	546	
Interest income from affiliates	6	3	3	
Total other income (expense), net	(5) 2	(5)
Interest charges	3	16	42	
Income tax (benefit)	5	(2) (36)
Net Income Attributable to Ameren Common Shareholders – Continuing Operations	579	587	512	
Net Income (Loss) Attributable to Ameren Common Shareholders – Discontinued Operations	51	(1) (223)
Net Income Attributable to Ameren Common Shareholders	\$630	\$586	\$289	
Net Income Attributable to Ameren Common Shareholders – Continuing Operations	\$579	\$587	\$512	
Other Comprehensive Income, Net of Taxes:				
Pension and other postretirement benefit plan activity, net of income taxes (benefit) of \$3, \$(7), and \$16, respectively	6	(12	) 30
Comprehensive Income from Continuing Operations Attributable to Ameren Common Shareholders	585	575	542	
Net Income (Loss) Attributable to Ameren Common Shareholders – Discontinued Operations	51	(1) (223)
Other Comprehensive Loss from Discontinued Operations, Net of Income taxes	—	—	(19)
Comprehensive Income (Loss) from Discontinued Operations Attributable to Ameren Common Shareholders	51	(1) (242)
Comprehensive Income Attributable to Ameren Common Shareholders	\$636	\$574	\$300	

Table of Contents

SCHEDULE I – CONDENSED FINANCIAL INFORMATION OF PARENT
 AMEREN CORPORATION
 CONDENSED BALANCE SHEET

(In millions)	December 31, 2015	December 31, 2014
Assets:		
Cash and cash equivalents	\$—	\$1
Advances to money pool	—	55
Accounts receivable – affiliates	53	28
Notes receivable – affiliates	—	94
Miscellaneous accounts and notes receivable	3	39
Other current assets	9	14
Total current assets	65	231
Investments in subsidiaries – continuing operations	7,231	6,680
Investment in subsidiary – discontinued operations	(4	) (4
Note receivable – ATXI	290	100
Accumulated deferred income taxes, net	426	407
Other assets	158	152
Total assets	\$8,166	\$7,566
Liabilities and Shareholders' Equity:		
Short-term debt	301	585
Borrowings from money pool	14	—
Accounts payable – affiliates	75	88
Other current liabilities	22	52
Total current liabilities	412	725
Long-term debt	694	—
Pension and other postretirement benefits	33	47
Other deferred credits and liabilities	81	81
Total liabilities	1,220	853
Commitments and Contingencies (Notes 4 and 5)		
Shareholders' Equity:		
Common stock, \$.01 par value, 400.0 shares authorized – shares outstanding of 242.6	2	2
Other paid-in capital, principally premium on common stock	5,616	5,617
Retained earnings	1,331	1,103
Accumulated other comprehensive loss	(3	) (9
Total shareholders' equity	6,946	6,713
Total liabilities and shareholders' equity	\$8,166	\$7,566

Table of Contents

SCHEDULE I – CONDENSED FINANCIAL INFORMATION OF PARENT

AMEREN CORPORATION

CONDENSED STATEMENT OF CASH FLOWS

For the Years Ended December 31, 2015, 2014, and 2013

(In millions)	2015	2014	2013
Net cash flows provided by operating activities	\$537	\$514	\$453
Cash flows from investing activities:			
Money pool advances, net	55	279	(371)
Notes receivable – affiliates, net	(96)	(134)	(23)
Investments in subsidiaries	(509)	(280)	(50)
Distributions from subsidiaries	—	215	1
Proceeds from note receivable – Marketing Company	20	95	6
Contributions to note receivable – Marketing Company	(8)	(89)	(5)
Other	(24)	(12)	(3)
Net cash flows provided by (used in) investing activities	(562)	74	(445)
Cash flows from financing activities:			
Dividends on common stock	(402)	(390)	(388)
Short-term debt, net	(284)	217	368
Money pool borrowings, net	14	—	—
Maturities of long-term debt	—	(425)	—
Issuances of long-term debt	700	—	—
Capital issuance costs	(6)	—	—
Other	2	—	—
Net cash flows provided by (used in) financing activities	24	(598)	(20)
Net change in cash and cash equivalents	\$(1)	\$(10)	\$(12)
Cash and cash equivalents at beginning of year	1	11	23
Cash and cash equivalents at end of year	\$—	\$1	\$11
Cash dividends received from consolidated subsidiaries	\$575	\$340	\$570
Noncash investing activity – divestiture	\$—	\$—	\$494
Noncash investing activity – investments in subsidiaries	(38)	(19)	—

AMEREN CORPORATION (parent company only)

NOTES TO CONDENSED FINANCIAL STATEMENTS

December 31, 2015

NOTE 1 – BASIS OF PRESENTATION

Ameren Corporation (parent company only) is a public utility holding company that conducts substantially all of its business operations through its subsidiaries. In accordance with authoritative accounting guidance, Ameren Corporation (parent company only) has accounted for wholly owned subsidiaries using the equity method. These financial statements are presented on a condensed basis.

See Note 1 – Summary of Significant Accounting Policies under Part II, Item 8, of this report for additional information.

Accounting Changes and Other Matters

Presentation of Debt Issuance Costs

During 2015, the FASB issued authoritative accounting guidance requiring debt issuance costs to be presented as a reduction to the associated debt liability. Previously, debt issuance costs were presented in "Other assets" on Ameren Corporation's (parent company only) balance sheet. Ameren Corporation (parent company only) early adopted this standard in 2015. Retrospective application of the new guidance had no impact on Ameren Corporation's (parent company only) balance sheet at December 31, 2014. See Note 5 – Long-term Debt and Equity Financings under Part II,

Item 8, of this report for additional information.

Balance Sheet Classification of Deferred Income Taxes

During 2015, the FASB issued authoritative accounting guidance requiring all deferred tax assets and liabilities, along with any related valuation allowances, to be classified as noncurrent on the balance sheet. Previously, the current portion of deferred taxes was presented as

146

Table of Contents

"Current accumulated deferred income taxes, net" and the noncurrent portion of deferred taxes was presented as "Accumulated deferred income taxes, net" on Ameren Corporation's (parent company only) balance sheet. Ameren Corporation (parent company only) early adopted this standard in 2015 and applied the guidance retrospectively. At December 31, 2014, the current portion of deferred income taxes of \$143 million previously presented as "Current accumulated deferred income taxes, net" on Ameren Corporation's (parent company only) balance sheet was reclassified and presented in "Accumulated deferred income taxes, net" for comparative purposes.

Additional disclosures relating to the parent company financial statements are included within the combined notes under Part II, Item 8, of this report. See Note 1 – Summary of Significant Accounting Policies and Note 14 – Related Party Transactions under Part II, Item 8, of this report for information on the tax allocation agreement between Ameren Corporation (parent company only) and its subsidiaries.

NOTE 2 – SHORT-TERM DEBT AND LIQUIDITY

Ameren, Ameren Services, and other non-state-regulated Ameren subsidiaries have the ability, subject to Ameren parent company and applicable regulatory short-term borrowing authorizations, to access funding from the Credit Agreements and the commercial paper programs through a non-state-regulated subsidiary money pool agreement. All participants may borrow from or lend to the non-state-regulated money pool. The total amount available to pool participants from the non-state-regulated subsidiary money pool at any given time is reduced by the amount of borrowings made by participants, but is increased to the extent that the pool participants advance surplus funds to the non-state-regulated subsidiary money pool or remit funds from other external sources. The non-state-regulated subsidiary money pool was established to coordinate and to provide short-term cash and working capital for the participants. Participants receiving a loan under the non-state-regulated subsidiary money pool agreement must repay the principal amount of such loan, together with accrued interest. The rate of interest depends on the composition of internal and external funds in the non-state-regulated subsidiary money pool. Interest revenues and interest charges related to non-state-regulated money pool advances and borrowings were immaterial in 2014 and 2015.

Ameren Corporation (parent company only) had a total of \$36 million in guarantees outstanding primarily for ATXI that were not recorded on its December 31, 2015 balance sheet. The ATXI guarantees were issued to local governments as assurance for potential remediation of damage caused by ATXI construction.

See Note 4 – Short-term Debt and Liquidity under Part II, Item 8, of this report for a description and details of short-term debt and liquidity needs of Ameren Corporation (parent company only).

NOTE 3 – LONG-TERM OBLIGATIONS

In November 2015, Ameren Corporation (parent company only) issued \$350 million of 2.70% senior unsecured notes due November 15, 2020, with interest payable semiannually on May 15 and November 15 of each year, beginning May 15, 2016. Ameren (parent) received proceeds of \$348 million, which were used to repay a portion of short-term debt.

In November 2015, Ameren Corporation (parent company only) issued \$350 million of 3.65% senior unsecured notes due February 15, 2026, with interest payable semiannually on February 15 and August 15 of each year, beginning February 15, 2016. Ameren (parent) received proceeds of \$347 million, which were used to repay a portion of short-term debt.

In May 2014, Ameren Corporation (parent company only) repaid at maturity \$425 million of its 8.875% senior unsecured notes, plus accrued interest. The notes were repaid with proceeds from commercial paper issuances.

See Note 5 – Long-term Debt and Equity Financings under Part II, Item 8, of this report for additional information on Ameren Corporation's (parent company only) long-term debt.

NOTE 4 – COMMITMENTS AND CONTINGENCIES

See Note 15 – Commitments and Contingencies under Part II, Item 8, of this report for a description of all material contingencies of Ameren Corporation (parent company only).

NOTE 5 – DIVESTITURE TRANSACTIONS AND DISCONTINUED OPERATIONS

On December 2, 2013, Ameren completed the divestiture of New AER to IPH in accordance with the transaction agreement between Ameren and IPH dated March 14, 2013, as amended by a letter agreement dated December 2, 2013. As a result of the divestiture in 2013, Ameren Corporation (parent company only) recorded a pretax loss on disposal of \$201 million. This charge was included within "Net Loss Attributable to Ameren Common Shareholders –

Discontinued Operations" in the Ameren Corporation (parent company only) Condensed Statement of Income (Loss) and Comprehensive Income (Loss) for the year ended December 31, 2013.

147

Table of Contents

During 2015, based on the completion of the IRS audit, Ameren Corporation (parent company only) removed a \$53 million reserve for unrecognized tax benefits recorded in 2013 and recognized a tax benefit from discontinued operations. See Note 13 – Income Taxes under Part II, Item 8, of this report for additional information regarding Ameren Corporation's (parent company only) uncertain tax positions.

In 2015, Ameren paid \$25 million related to a previously-recorded liability pursuant to the transaction agreement between Ameren and IPH with no resulting additional impact to its results of operations.

See Note 16 – Divestiture Transactions and Discontinued Operations under Part II, Item 8, of this report for additional information regarding the divestiture transactions and discontinued operations.

148

Table of ContentsSCHEDULE II – VALUATION AND QUALIFYING ACCOUNTS
FOR THE YEARS ENDED DECEMBER 31, 2015, 2014, AND 2013

(in millions)

Column A	Column B	Column C		Column D	Column E
Description	Balance at Beginning of Period	(1) Charged to Costs and Expenses	(2) Charged to Other Accounts ^(a)	Deductions ^(b)	Balance at End of Period
Ameren:					
Deducted from assets – allowance for doubtful accounts:					
2015	\$21	\$33	\$5	\$40	\$19
2014	18	36	4	37	21
2013	17	35	4	38	18
Deferred tax valuation allowance:					
2015	\$10	\$4	\$(8	) \$—	\$6
2014	7	3	—	—	10
2013	2	5	—	—	7
Ameren Missouri:					
Deducted from assets – allowance for doubtful accounts:					
2015	\$8	\$13	\$—	\$14	\$7
2014	5	16	—	13	8
2013	5	16	—	16	5
Deferred tax valuation allowance:					
2015	\$1	\$—	\$(1) \$—	\$—
2014	1	—	—	—	1
2013	1	—	—	—	1
Ameren Illinois:					
Deducted from assets – allowance for doubtful accounts:					
2015	\$13	\$20	\$5	\$26	\$12
2014	13	20	4	24	13
2013	12	19	4	22	13
Deferred tax valuation allowance:					
2015	\$1	\$—	\$(1) \$—	\$—
2014	1	—	—	—	1
2013	1	—	—	—	1

Amounts associated with the allowance for doubtful accounts relate to the uncollectible account reserve associated with receivables purchased by Ameren Illinois from alternative retail electric suppliers, as required by the Illinois (a)Public Utilities Act. The amounts relating to the deferred tax valuation allowance are for items that have expired and were removed from both the underlying accumulated deferred income tax account as well as the offsetting valuation account.

(b)Uncollectible accounts charged off, less recoveries.

Explanation of Responses:

Table of Contents

SIGNATURES

Pursuant to the requirements of Section 13 or 15(d) of the Securities Exchange Act of 1934, each registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized. The signatures for each undersigned company shall be deemed to relate only to matters having reference to such company or its subsidiaries.

AMEREN CORPORATION (registrant)

Date: February 26, 2016

By /s/ Warner L. Baxter
Warner L. Baxter
Chairman, President and Chief Executive Officer

Pursuant to the requirements of the Securities Exchange Act of 1934, this report has been signed below by the following persons on behalf of the registrant and in the capacities and on the date indicated.

/s/ Warner L. Baxter Warner L. Baxter	Chairman, President and Chief Executive Officer, and Director (Principal Executive Officer)	February 26, 2016
/s/ Martin J. Lyons, Jr. Martin J. Lyons, Jr.	Executive Vice President and Chief Financial Officer (Principal Financial Officer)	February 26, 2016
/s/ Bruce A. Steinke Bruce A. Steinke	Senior Vice President, Finance, and Chief Accounting Officer (Principal Accounting Officer)	February 26, 2016
* Catherine S. Brune	Director	February 26, 2016
* J. Edward Coleman	Director	February 26, 2016
* Ellen M. Fitzsimmons	Director	February 26, 2016
* Rafael Flores	Director	February 26, 2016
* Walter J. Galvin	Director	February 26, 2016
* Richard J. Harshman	Director	February 26, 2016
* Gayle P.W. Jackson	Director	February 26, 2016
* James C. Johnson	Director	February 26, 2016
* Steven H. Lipstein	Director	February 26, 2016

Explanation of Responses:

* Director February 26, 2016
Stephen R. Wilson

* Director February 26, 2016
Jack D. Woodard

*By /s/ Martin J. Lyons, Jr. February 26, 2016
Martin J. Lyons, Jr.
Attorney-in-Fact

150

Table of Contents

UNION ELECTRIC COMPANY (registrant)

Date: February 26, 2016

By /s/ Michael L. Moehn
Michael L. Moehn
Chairman and President

Pursuant to the requirements of the Securities Exchange Act of 1934, this report has been signed below by the following persons on behalf of the registrant and in the capacities and on the date indicated.

/s/ Michael L. Moehn Michael L. Moehn	Chairman and President, and Director (Principal Executive Officer)	February 26, 2016
/s/ Martin J. Lyons, Jr. Martin J. Lyons, Jr.	Executive Vice President and Chief Financial Officer, and Director (Principal Financial Officer)	February 26, 2016
/s/ Bruce A. Steinke Bruce A. Steinke	Senior Vice President, Finance and Chief Accounting Officer (Principal Accounting Officer)	February 26, 2016
* Daniel F. Cole	Director	February 26, 2016
* Fadi M. Diya	Director	February 26, 2016
* Gregory L. Nelson	Director	February 26, 2016
*By /s/ Martin J. Lyons, Jr. Martin J. Lyons, Jr. Attorney-in-Fact		February 26, 2016

Table of Contents

AMEREN ILLINOIS COMPANY (registrant)

Date: February 26, 2016

By /s/ Richard J. Mark
Richard J. Mark
Chairman and President

Pursuant to the requirements of the Securities Exchange Act of 1934, this report has been signed below by the following persons on behalf of the registrant and in the capacities and on the date indicated.

/s/ Richard J. Mark Richard J. Mark	Chairman and President, and Director (Principal Executive Officer)	February 26, 2016
/s/ Martin J. Lyons, Jr. Martin J. Lyons, Jr.	Executive Vice President and Chief Financial Officer, and Director (Principal Financial Officer)	February 26, 2016
/s/ Bruce A. Steinke Bruce A. Steinke	Senior Vice President, Finance and Chief Accounting Officer (Principal Accounting Officer)	February 26, 2016
* Daniel F. Cole	Director	February 26, 2016
* Craig D. Nelson	Director	February 26, 2016
* Gregory L. Nelson	Director	February 26, 2016
*By /s/ Martin J. Lyons, Jr. Martin J. Lyons, Jr. Attorney-in-Fact		February 26, 2016

Table of Contents

EXHIBIT INDEX

The documents listed below are being filed or have previously been filed on behalf of the Ameren Companies and are incorporated herein by reference from the documents indicated and made a part hereof. Exhibits not identified as previously filed are filed herewith:

Exhibit Designation	Registrant(s)	Nature of Exhibit	Previously Filed as Exhibit to:
Plan of Acquisition, Reorganization, Arrangement, Liquidation or Succession			
2.1	Ameren	Transaction Agreement, dated as of March 14, 2013, between Ameren Corporation and Illinois Power Holdings, LLC	March 19, 2013 Form 8-K, Exhibit 2.1, File No. 1-14756
2.2	Ameren	Letter Agreement, dated December 2, 2013, between Ameren Corporation and Illinois Power Holdings, LLC, amending the Transaction Agreement, dated as of March 14, 2013	December 4, 2013 Form 8-K, Exhibit 2.2, File No. 1-14756
Articles of Incorporation/ By-Laws			
3.1(i)	Ameren	Restated Articles of Incorporation of Ameren	Annex F to Part I of the Registration Statement on Form S-4, File No. 33-64165
3.2(i)	Ameren	Certificate of Amendment to Ameren's Restated Articles of Incorporation filed December 14, 1998	1998 Form 10-K, Exhibit 3(i), File No. 1-14756
3.3(i)	Ameren	Certificate of Amendment to Ameren's Restated Articles of Incorporation filed April 21, 2011	April 21, 2011 Form 8-K, Exhibit 3(i), File No. 1-14756
3.4(i)	Ameren	Certificate of Amendment to Ameren's Restated Articles of Incorporation filed December 18, 2012	December 18, 2012 Form 8-K, Exhibit 3.1(i), File No. 1-14756
3.5(i)	Ameren Missouri	Restated Articles of Incorporation of Ameren Missouri	1993 Form 10-K, Exhibit 3(i), File No. 1-2967
3.6(i)	Ameren Illinois	Restated Articles of Incorporation of Ameren Illinois	2010 Form 10-K, Exhibit 3.4(i), File No. 1-3672
3.7(ii)	Ameren	By-Laws of Ameren, as amended December 11, 2015	December 11, 2015 Form 8-K, Exhibit 3.1, File No. 1-14756
3.8(ii)	Ameren Missouri	Bylaws of Ameren Missouri, as amended December 12, 2014	December 18, 2014 Form 8-K, Exhibit 3.1, File No. 1-2967
3.9(ii)	Ameren Illinois	Bylaws of Ameren Illinois, as amended December 12, 2014	December 18, 2014 Form 8-K, Exhibit 3.2, File No. 1-3672
Instruments Defining Rights of Security Holders, Including Indentures			
4.1	Ameren	Indenture, dated as of December 1, 2001 from Ameren to The Bank of New York Mellon Trust Company, N.A., as successor trustee, relating to senior debt securities (Ameren Indenture)	Exhibit 4.5, File No. 333-81774
4.2	Ameren	First Supplemental Indenture to Ameren Senior Indenture dated as of May 19, 2008	June 30, 2008 Form 10-Q, Exhibit 4.1, File No. 1-14756

Edgar Filing: SOLOMON DAVID M - Form 4

4.3	Ameren	Ameren Indenture Company Order, dated November 24, 2015, establishing the 2.70% Senior Notes due 2020 and the 3.65% Senior Notes due 2026 (including the global notes)	November 24, 2015 Form 8-K, Exhibits 4.3, 4.4 and 4.5, File No. 1-14756
4.4	Ameren Ameren Missouri	Indenture of Mortgage and Deed of Trust, dated June 15, 1937 (Ameren Missouri Mortgage), from Ameren Missouri to The Bank of New York Mellon, as successor trustee, as amended May 1, 1941, and Second Supplemental Indenture dated May 1, 1941	Exhibit B-1, File No. 2-4940
4.5	Ameren Ameren Missouri	Supplemental Indenture to the Ameren Missouri Mortgage dated as of July 1, 1956	August 2, 1956 Form 8-K, Exhibit 2, File No. 1-2967
4.6	Ameren Ameren Missouri	Supplemental Indenture to the Ameren Missouri Mortgage dated as of April 1, 1971	April 1971 Form 8-K, Exhibit 6, File No. 1-2967
4.7	Ameren Ameren Missouri	Supplemental Indenture to the Ameren Missouri Mortgage dated as of February 1, 1974	February 1974 Form 8-K, Exhibit 3, File No. 1-2967
4.8	Ameren Ameren Missouri	Supplemental Indenture to the Ameren Missouri Mortgage dated as of July 7, 1980	Exhibit 4.6, File No. 2-69821
4.9	Ameren Ameren Missouri	Supplemental Indenture to the Ameren Missouri Mortgage dated as of October 1, 1993, relative to Series 2028	1993 Form 10-K, Exhibit 4.8, File No. 1-2967
4.10	Ameren Ameren Missouri	Supplemental Indenture to the Ameren Missouri Mortgage dated as of February 1, 2000	2000 Form 10-K, Exhibit 4.1, File No. 1-2967
4.11	Ameren Ameren Missouri	Supplemental Indenture to the Ameren Missouri Mortgage dated August 15, 2002	August 23, 2002 Form 8-K, Exhibit 4.3, File No. 1-2967

153

Table of Contents

4.12	Ameren Ameren Missouri	Supplemental Indenture to the Ameren Missouri Mortgage dated March 5, 2003, relative to Series BB	March 11, 2003 Form 8-K, Exhibit 4.4, File No. 1-2967
4.13	Ameren Ameren Missouri	Supplemental Indenture to the Ameren Missouri Mortgage dated July 15, 2003, relative to Series DD	August 4, 2003 Form 8-K, Exhibit 4.4, File No. 1-2967
4.14	Ameren Ameren Missouri	Supplemental Indenture to the Ameren Missouri Mortgage dated October 1, 2003, relative to Series EE	October 8, 2003 Form 8-K, Exhibit 4.4, File No. 1-2967
4.15	Ameren Ameren Missouri	Supplemental Indenture to the Ameren Missouri Mortgage dated February 1, 2004, relative to Series 2004A (1998A)	March 31, 2004 Form 10-Q, Exhibit 4.1, File No. 1-2967
4.16	Ameren Ameren Missouri	Supplemental Indenture to the Ameren Missouri Mortgage dated February 1, 2004, relative to Series 2004B (1998B)	March 31, 2004 Form 10-Q, Exhibit 4.2, File No. 1-2967
4.17	Ameren Ameren Missouri	Supplemental Indenture to the Ameren Missouri Mortgage dated February 1, 2004, relative to Series 2004C (1998C)	March 31, 2004 Form 10-Q, Exhibit 4.3, File No. 1-2967
4.18	Ameren Ameren Missouri	Supplemental Indenture to the Ameren Missouri Mortgage dated February 1, 2004, relative to Series 2004H (1992)	March 31, 2004 Form 10-Q, Exhibit 4.8, File No. 1-2967
4.19	Ameren Ameren Missouri	Supplemental Indenture to the Ameren Missouri Mortgage dated May 1, 2004 relative to Series FF	May 18, 2004 Form 8-K, Exhibit 4.4, File No. 1-2967
4.20	Ameren Ameren Missouri	Supplemental Indenture to the Ameren Missouri Mortgage dated September 1, 2004 relative to Series GG	September 23, 2004 Form 8-K, Exhibit 4.4, File No. 1-2967
4.21	Ameren Ameren Missouri	Supplemental Indenture to the Ameren Missouri Mortgage dated January 1, 2005 relative to Series HH	January 27, 2005 Form 8-K, Exhibit 4.4, File No. 1-2967
4.22	Ameren Ameren Missouri	Supplemental Indenture to the Ameren Missouri Mortgage dated July 1, 2005 relative to Series II	July 21, 2005 Form 8-K, Exhibit 4.4, File No. 1-2967
4.23	Ameren Ameren Missouri	Supplemental Indenture to the Ameren Missouri Mortgage dated December 1, 2005 relative to Series JJ	December 9, 2005 Form 8-K, Exhibit 4.4, File No. 1-2967
4.24	Ameren Ameren Missouri	Supplemental Indenture to the Ameren Missouri Mortgage dated June 1, 2007 relative to Series KK	June 15, 2007 Form 8-K, Exhibit 4.5, File No. 1-2967
4.25	Ameren Ameren Missouri	Supplemental Indenture to the Ameren Missouri Mortgage dated April 1, 2008 relative to Series LL	April 8, 2008 Form 8-K, Exhibit 4.7, File No. 1-2967
4.26	Ameren Ameren Missouri	Supplemental Indenture to the Ameren Missouri Mortgage dated June 1, 2008 relative to Series MM	June 19, 2008 Form 8-K, Exhibit 4.5, File No. 1-2967
4.27	Ameren Ameren Missouri	Supplemental Indenture to the Ameren Missouri Mortgage dated March 1, 2009 relative to Series NN	March 23, 2009 Form 8-K, Exhibit 4.5, File No. 1-2967
4.28	Ameren		Exhibit 4.45, File No. 333-182258

Edgar Filing: SOLOMON DAVID M - Form 4

	Ameren Missouri	Supplemental Indenture to the Ameren Missouri Mortgage dated May 15, 2012	
4.29	Ameren Ameren Missouri	Supplemental Indenture to the Ameren Missouri Mortgage dated September 1, 2012 relative to Series OO	September 11, 2012 Form 8-K, Exhibit 4.4, File No. 1-2967
4.30	Ameren Ameren Missouri	Supplemental Indenture to the Ameren Missouri Mortgage dated April 1, 2014 relative to Series PP	April 4, 2014 Form 8-K, Exhibit 4.5, File No. 1-2967
4.31	Ameren Ameren Missouri	Supplemental Indenture to the Ameren Missouri Mortgage dated March 15, 2015 relative to Series QQ	April 6, 2015 Form 8-K, Exhibit 4.5, File No. 1-2967
4.32	Ameren Ameren Missouri	Loan Agreement, dated as of December 1, 1992, between the Missouri Environmental Authority and Ameren Missouri, together with Indenture of Trust dated as of December 1, 1992, between the Missouri Environmental Authority and UMB Bank, N.A. as successor trustee to Mercantile Bank of St. Louis, N.A.	1992 Form 10-K, Exhibit 4.38, File No. 1-2967
4.33	Ameren Ameren Missouri	First Amendment, dated as of February 1, 2004, to Loan Agreement dated as of December 1, 1992, between the Missouri Environmental Authority and Ameren Missouri	March 31, 2004 Form 10-Q, Exhibit 4.10, File No. 1-2967
4.34	Ameren Ameren Missouri	Series 1998A Loan Agreement, dated as of September 1, 1998, between the Missouri Environmental Authority and Ameren Missouri	September 30, 1998 Form 10-Q, Exhibit 4.28, File No. 1-2967
4.35	Ameren Ameren Missouri	First Amendment, dated as of February 1, 2004, to Series 1998A Loan Agreement dated as of September 1, 1998, between the Missouri Environmental Authority and Ameren Missouri	March 31, 2004 Form 10-Q, Exhibit 4.11, File No. 1-2967
4.36	Ameren Ameren Missouri	Series 1998B Loan Agreement, dated as of September 1, 1998, between the Missouri Environmental Authority and Ameren Missouri	September 30, 1998 Form 10-Q, Exhibit 4.29, File No. 1-2967

154

Table of Contents

4.37	Ameren Ameren Missouri	First Amendment, dated as of February 1, 2004, to Series 1998B Loan Agreement dated as of September 1, 1998, between the Missouri Environmental Authority and Ameren Missouri	March 31, 2004 Form 10-Q, Exhibit 4.12, File No. 1-2967
4.38	Ameren Ameren Missouri	Series 1998C Loan Agreement, dated as of September 1, 1998, between the Missouri Environmental Authority and Ameren Missouri	September 30, 1998 Form 10-Q, Exhibit 4.30, File No. 1-2967
4.39	Ameren Ameren Missouri	First Amendment, dated as of February 1, 2004, to Series 1998C Loan Agreement dated as of September 1, 1998, between the Missouri Environmental Authority and Ameren Missouri	March 31, 2004 Form 10-Q, Exhibit 4.13, File No. 1-2967
4.40	Ameren Ameren Missouri	Indenture, dated as of August 15, 2002, from Ameren Missouri to The Bank of New York Mellon, as successor trustee (relating to senior secured debt securities) (Ameren Missouri Indenture)	August 23, 2002 Form 8-K, Exhibit 4.1, File No. 1-2967
4.41	Ameren Ameren Missouri	First Supplemental Indenture to the Ameren Missouri Indenture, dated as of May 15, 2012	Exhibit 4.48, File No. 333-182258
4.42	Ameren Ameren Missouri	Ameren Missouri Indenture Company Order, dated March 10, 2003, establishing the 5.50% Senior Secured Notes due 2034 (including the global note)	March 11, 2003 Form 8-K, Exhibits 4.2 and 4.3, File No. 1-2967
4.43	Ameren Ameren Missouri	Ameren Missouri Indenture Company Order, dated July 28, 2003, establishing the 5.10% Senior Secured Notes due 2018 (including the global note)	August 4, 2003 Form 8-K, Exhibits 4.2 and 4.3, File No. 1-2967
4.44	Ameren Ameren Missouri	Ameren Missouri Indenture Company Order, dated September 1, 2004, establishing the 5.10% Senior Secured Notes due 2019 (including the global note)	September 23, 2004 Form 8-K, Exhibits 4.2 and 4.3, File No. 1-2967
4.45	Ameren Ameren Missouri	Ameren Missouri Indenture Company Order, dated January 27, 2005, establishing the 5.00% Senior Secured Notes due 2020 (including the global note)	January 27, 2005 Form 8-K, Exhibits 4.2 and 4.3, File No. 1-2967
4.46	Ameren Ameren Missouri	Ameren Missouri Indenture Company Order, dated July 21, 2005, establishing the 5.30% Senior Secured Notes due 2037 (including the global note)	July 21, 2005 Form 8-K, Exhibits 4.2 and 4.3, File No. 1-2967
4.47	Ameren Ameren Missouri	Ameren Missouri Indenture Company Order, dated December 8, 2005,	December 9, 2005 Form 8-K, Exhibits 4.2 and 4.3, File No. 1-2967

Edgar Filing: SOLOMON DAVID M - Form 4

		establishing the 5.40% Senior Secured Notes due 2016 (including the global note)	
4.48	Ameren Ameren Missouri	Ameren Missouri Indenture Company Order, dated June 15, 2007, establishing the 6.40% Senior Secured Notes due 2017 (including the global note)	June 15, 2007 Form 8-K, Exhibits 4.2 and 4.3, File No. 1-2967
4.49	Ameren Ameren Missouri	Ameren Missouri Indenture Company Order, dated April 8, 2008, establishing the 6.00% Senior Secured Notes due 2018 (including the global note)	April 8, 2008 Form 8-K, Exhibits 4.3 and 4.5, File No. 1-2967
4.50	Ameren Ameren Missouri	Ameren Missouri Indenture Company Order, dated June 19, 2008, establishing the 6.70% Senior Secured Notes due 2019 (including the global note)	June 19, 2008 Form 8-K, Exhibits 4.2 and 4.3, File No. 1-2967
4.51	Ameren Ameren Missouri	Ameren Missouri Indenture Company Order, dated March 20, 2009, establishing the 8.45% Senior Secured Notes due 2039 (including the global note)	March 23, 2009 Form 8-K, Exhibits 4.2 and 4.3, File No. 1-2967
4.52	Ameren Ameren Missouri	Ameren Missouri Indenture Company Order, dated September 11, 2012, establishing the 3.90% Senior Secured Notes due 2042 (including the global note)	September 30, 2012 Form 10-Q, Exhibit 4.1 and September 11, 2012 Form 8-K, Exhibit 4.2, File No. 1-2967
4.53	Ameren Ameren Missouri	Ameren Missouri Indenture Company Order, dated April 4, 2014, establishing the 3.50% Senior Secured Notes due 2024 (including the global note)	April 4, 2014 Form 8-K, Exhibits 4.2 and 4.3, File No. 1-2967
4.54	Ameren Ameren Missouri	Ameren Missouri Indenture Company Order, dated April 6, 2015, establishing the 3.65% Senior Secured Notes due 2045 (including the global note)	April 6, 2015 Form 8-K, Exhibits 4.2 and 4.3, File No. 1-2967
4.55	Ameren Ameren Illinois	Indenture, dated as of December 1, 1998, from Central Illinois Public Service Company (now known as Ameren Illinois) to The Bank of New York Mellon Trust Company, N.A., as successor trustee (CIPS Indenture)	Exhibit 4.4, File No. 333-59438
4.56	Ameren Ameren Illinois	First Supplemental Indenture to the CIPS Indenture, dated as of June 14, 2006	June 19, 2006 Form 8-K, Exhibit 4.2, File No. 1-3672
4.57	Ameren Ameren Illinois	Second Supplemental Indenture to the CIPS Indenture, dated as of March 1, 2010	Exhibit 4.17, File No. 333-166095
4.58	Ameren Ameren Illinois	Third Supplemental Indenture to the CIPS Indenture, dated as of October 1, 2010	2010 Form 10-K, Exhibit 4.59, File No. 1-3672
4.59	Ameren Ameren Illinois	Ameren Illinois Global Note, dated October 1, 2010, representing CIPS Indenture Senior Notes, 6.125% due 2028	2010 Form 10-K, Exhibit 4.60, File No. 1-3672

4.60	Ameren Ameren Illinois	Ameren Illinois Global Note, dated October 1, 2010, representing CIPS Indenture Senior Notes, 6.70% Series Secured Notes due 2036	2010 Form 10-K, Exhibit 4.62, File No. 1-3672
------	---------------------------	--	--

155

Table of Contents

4.61	Ameren Ameren Illinois	Indenture of Mortgage and Deed of Trust between Illinois Power Company (predecessor in interest to CILCO and Ameren Illinois) and Bankers Trust Company (now known as Deutsche Bank Trust Company Americas), as trustee, dated as of April 1, 1933 (CILCO Mortgage), Supplemental Indenture between the same parties dated as of June 30, 1933, Supplemental Indenture between CILCO (predecessor in interest to Ameren Illinois) and the trustee, dated as of July 1, 1933, Supplemental Indenture between the same parties dated as of January 1, 1935, and Supplemental Indenture between the same parties dated as of April 1, 1940	Exhibit B-1, Registration No. 2-1937; Exhibit B-1(a), Registration No. 2-2093; and Exhibit A, April 1940 Form 8-K, File No. 1-2732
4.62	Ameren Ameren Illinois	Supplemental Indenture to the CILCO Mortgage, dated December 1, 1949	December 1949 Form 8-K, Exhibit A, File No. 1-2732
4.63	Ameren Ameren Illinois	Supplemental Indenture to the CILCO Mortgage, dated July 1, 1957	July 1957 Form 8-K, Exhibit A, File No. 1-2732
4.64	Ameren Ameren Illinois	Supplemental Indenture to the CILCO Mortgage, dated February 1, 1966	February 1966 Form 8-K, Exhibit A, File No. 1-2732
4.65	Ameren Ameren Illinois	Supplemental Indenture to the CILCO Mortgage, dated January 15, 1992	January 30, 1992 Form 8-K, Exhibit 4(b), File No. 1-2732
4.66	Ameren Ameren Illinois	Supplemental Indenture to the CILCO Mortgage, dated June 1, 2006 for the Series AA and BB	June 19, 2006 Form 8-K, Exhibit 4.11, File No. 1-2732
4.67	Ameren Ameren Illinois	Supplemental Indenture to the CILCO Mortgage, dated as of October 1, 2010 Indenture, dated as of June 1, 2006, from	October 7, 2010 Form 8 K, Exhibit 4.4, File No. 1-14756
4.68	Ameren Ameren Illinois	CILCO (predecessor in interest to Ameren Illinois) to The Bank of New York Mellon Trust Company, N.A., as successor trustee (CILCO Indenture)	June 19, 2006 Form 8-K, Exhibit 4.3, File No. 1-2732
4.69	Ameren Ameren Illinois	First Supplemental Indenture to the CILCO Indenture, dated October 1, 2010	October 7, 2010 Form 8 K, Exhibit 4.1, File No. 1-3672
4.70	Ameren Ameren Illinois	Second Supplemental Indenture to the CILCO Indenture dated as of July 21, 2011 CILCO Indenture Company Order, dated	September 30, 2011 Form 10-Q, Exhibit 4.1, File No. 1-3672
4.71	Ameren Ameren Illinois	June 14, 2006, establishing the 6.20% Senior Secured Notes due 2016 (including the global note) and the 6.70% Senior Secured Notes due 2036 (including the global note)	June 19, 2006 Form 8-K, Exhibit 4.6, File No. 1-2732
4.72	Ameren Ameren Illinois	General Mortgage Indenture and Deed of Trust, dated as of November 1, 1992 between Illinois Power Company	1992 Form 10-K, Exhibit 4(cc), File No. 1-3004

Edgar Filing: SOLOMON DAVID M - Form 4

		(predecessor in interest to Ameren Illinois) and The Bank of New York Mellon Trust Company, N.A., as successor trustee (Ameren Illinois Mortgage)	
4.73	Ameren Ameren Illinois	Supplemental Indenture, dated as of March 1, 1998, to Ameren Illinois Mortgage for Series S	Exhibit 4.41, File No. 333-71061
4.74	Ameren Ameren Illinois	Supplemental Indenture, dated as of March 1, 1998, to Ameren Illinois Mortgage for Series T	Exhibit 4.42, File No. 333-71061
4.75	Ameren Ameren Illinois	Supplemental Indenture amending the Ameren Illinois Mortgage dated as of June 15, 1999	June 30, 1999 Form 10-Q, Exhibit 4.2, File No. 1-3004
4.76	Ameren Ameren Illinois	Supplemental Indenture, dated as of July 15, 1999, to Ameren Illinois Mortgage for Series U	June 30, 1999 Form 10-Q, Exhibit 4.4, File No. 1-3004
4.77	Ameren Ameren Illinois	Supplemental Indenture amending the Ameren Illinois Mortgage dated as of December 15, 2002	December 23, 2002 Form 8-K, Exhibit 4.1, File No. 1-3004
4.78	Ameren Ameren Illinois	Supplemental Indenture, dated as of June 1, 2006, to Ameren Illinois Mortgage for Series AA	June 19, 2006 Form 8-K, Exhibit 4.13, File No. 1-3004
4.79	Ameren Ameren Illinois	Supplemental Indenture, dated as of November 15, 2007, to Ameren Illinois Mortgage for Series BB	November 20, 2007 Form 8-K, Exhibit 4.4, File No. 1-3004
4.80	Ameren Ameren Illinois	Supplemental Indenture, dated as of April 1, 2008, to Ameren Illinois Mortgage for Series CC	April 8, 2008 Form 8-K, Exhibit 4.9, File No. 1-3004
4.81	Ameren Ameren Illinois	Supplemental Indenture, dated as of October 1, 2008, to Ameren Illinois Mortgage for Series DD	October 23, 2008 Form 8-K, Exhibit 4.4, File No. 1-3004
4.82	Ameren Ameren Illinois	Supplemental Indenture, dated as of October 1, 2010, to Ameren Illinois Mortgage for Series CIPS-AA, CIPS-BB and CIPS-CC	October 7, 2010 Form 8 K, Exhibit 4.9, File No. 1-3672
4.83	Ameren Ameren Illinois	Supplemental Indenture, dated as of January 15, 2011, to Ameren Illinois Mortgage	Exhibit 4.78, File No. 333-182258
4.84	Ameren Ameren Illinois	Supplemental Indenture, dated as of August 1, 2012, to Ameren Illinois Mortgage for Series EE	August 20, 2012 Form 8-K, Exhibit 4.4, File No. 1-3672

156

Table of Contents

4.85	Ameren Ameren Illinois	Supplemental Indenture, dated as of December 1, 2013, to Ameren Illinois Mortgage for Series FF	December 10, 2013 Form 8-K, Exhibit 4.5, File No. 1-3672
4.86	Ameren Ameren Illinois	Supplemental Indenture, dated as of June 1, 2014, to Ameren Illinois Mortgage for Series GG	June 30, 2014 Form 8-K, Exhibit 4.5, File No. 1-3672
4.87	Ameren Ameren Illinois	Supplemental Indenture, dated as of December 1, 2014, to Ameren Illinois Mortgage for Series HH	December 10, 2014 Form 8-K, Exhibit 4.5, File No. 1-3672
4.88	Ameren Ameren Illinois	Supplemental Indenture, dated as of December 1, 2015, to Ameren Illinois Mortgage for Series II	December 14, 2015 Form 8-K, Exhibit 4.5, File No. 1-3672
4.89	Ameren Ameren Illinois	Indenture, dated as of June 1, 2006, from IP (predecessor in interest to Ameren Illinois) to The Bank of New York Mellon Trust Company, N.A., as successor trustee (Ameren Illinois Indenture)	June 19, 2006 Form 8-K, Exhibit 4.4, File No. 1-3004
4.90	Ameren Ameren Illinois	First Supplemental Indenture, dated as of October 1, 2010, to the Ameren Illinois Indenture for Series CIPS-AA, CIPS-BB and CIPS-CC	October 7, 2010 Form 8 K, Exhibit 4.5, File No. 1-14756
4.91	Ameren Ameren Illinois	Second Supplemental Indenture to the Ameren Illinois Indenture dated as of July 21, 2011	September 30, 2011 Form 10-Q, Exhibit 4.2, File No. 1-3672
4.92	Ameren Ameren Illinois	Third Supplemental Indenture to the Ameren Illinois Indenture dated as of May 15, 2012	Exhibit 4.83, File No. 333-182258
4.93	Ameren Ameren Illinois	Ameren Illinois Indenture Company Order, dated June 14, 2006, establishing the 6.25% Senior Secured Notes due 2016 (including the global note)	June 19, 2006 Form 8-K, Exhibit 4.7, File No. 1-3004
4.94	Ameren Ameren Illinois	Ameren Illinois Indenture Company Order, dated November 15, 2007, establishing the 6.125% Senior Secured Notes due 2017 (including the global note)	November 20, 2007 Form 8-K, Exhibit 4.2, File No. 1-3004
4.95	Ameren Ameren Illinois	Ameren Illinois Indenture Company Order, dated April 8, 2008, establishing the 6.25% Senior Secured Notes due 2018 (including the global note)	April 8, 2008 Form 8-K, Exhibit 4.4, File No. 1-3004
4.96	Ameren Ameren Illinois	Ameren Illinois Indenture Company Order dated October 23, 2008, establishing the 9.75% Senior Secured Notes due 2018 (including the global note)	October 23, 2008 Form 8-K, Exhibit 4.2, File No. 1-3004
4.97	Ameren Ameren Illinois	Ameren Illinois Indenture Company Order dated August 20, 2012, establishing the 2.70% Senior Secured	August 20, 2012 Form 8-K, Exhibits 4.2 and 4.3, File No. 1-3004

Edgar Filing: SOLOMON DAVID M - Form 4

		Notes due 2022 (including the global note)	
4.98	Ameren Ameren Illinois	Ameren Illinois Indenture Company Order dated December 10, 2013, establishing the 4.80% Senior Secured Notes due 2043 (including the global note)	December 10, 2013 Form 8-K, Exhibits 4.2 and 4.3, File No. 1-3672
4.99	Ameren Ameren Illinois	Ameren Illinois Indenture Company Order dated June 30, 2014, establishing the 4.30% Senior Secured Notes due 2044 (including the global note)	June 30, 2014 Form 8-K, Exhibits 4.2 and 4.3, File No. 1-3672
4.100	Ameren Ameren Illinois	Ameren Illinois Indenture Company Order dated December 10, 2014, establishing the 3.25% Senior Secured Notes due 2025 (including the global note)	December 10, 2014 Form 8-K, Exhibits 4.2 and 4.3, File No. 1-3672
4.101	Ameren Ameren Illinois	Ameren Illinois Indenture Company Order dated December 14, 2015, establishing the 4.15% Senior Secured Notes due 2046 (including the global note)	December 14, 2015 Form 8-K, Exhibits 4.2 and 4.3, File No. 1-3672
Material Contracts			
10.1	Ameren Companies	Fourth Amended Ameren Corporation System Utility Money Pool Agreement, as amended January 30, 2014	June 30, 2015 Form 10-Q, Exhibit 10.1, File No. 1-14756
10.2	Ameren Ameren Missouri	Amended and Restated Credit Agreement, dated as of December 11, 2014, by and among Ameren, Ameren Missouri and JPMorgan Chase Bank, N.A., as agent, and the lenders party thereto.	December 11, 2014 Form 8-K, Exhibit 10.1, File No. 1-14756
10.3	Ameren Ameren Illinois	Amended and Restated Credit Agreement, dated as of December 11, 2014, by and among Ameren, Ameren Illinois and JPMorgan Chase Bank, N.A., as agent, and the lenders party thereto.	December 11, 2014 Form 8-K, Exhibit 10.2, File No. 1-14756
10.4	Ameren	*Summary Sheet of Ameren Corporation Non-Management Director Compensation revised on October 9, 2015 and effective as of January 1, 2016	
10.5	Ameren	*Ameren's Deferred Compensation Plan for Members of the Board of Directors amended and restated effective January 1, 2009, dated June 13, 2008	June 30, 2008 Form 10-Q, Exhibit 10.3, File No. 1-14756
10.6	Ameren Companies	*Amendment dated October 12, 2009, to Ameren's Deferred Compensation Plan for Members of the Board of Directors, effective January 1, 2010	2009 Form 10-K, Exhibit 10.15, File No. 1-14756

157

Table of Contents

10.7	Ameren Companies	*Amendment dated October 14, 2010, to Ameren's Deferred Compensation Plan for Members of the Board of Directors	2010 Form 10-K, Exhibit 10.15, File No. 1-14756
10.8	Ameren Companies	*Ameren's Deferred Compensation Plan as amended and restated effective January 1, 2010	October 14, 2009 Form 8-K, Exhibit 10.1, File No. 1-14756
10.9	Ameren Companies	*Amendment dated October 14, 2010 to Ameren's Deferred Compensation Plan	2010 Form 10-K, Exhibit 10.17, File No. 1-14756
10.10	Ameren Companies	*2013 Ameren Executive Incentive Plan	December 18, 2012 Form 8-K, Exhibit 10.1, File No. 1-14756
10.11	Ameren Companies	*2014 Ameren Executive Incentive Plan	March 31, 2014 Form 10-Q, Exhibit 10.1, File No. 1-14756
10.12	Ameren Companies	*2015 Ameren Executive Incentive Plan	2014 Form 10-K, Exhibit 10.13, File No. 1-14756
10.13	Ameren Companies	*2016 Ameren Executive Incentive Plan	
10.14	Ameren Companies	*2013 Base Salary Table for Named Executive Officers	2012 Form 10-K, Exhibit 10.17, File No. 1-14756
10.15	Ameren Companies	*2014 Base Salary Table for Named Executive Officers	2013 Form 10-K, Exhibit 10.15, File No. 1-14756
10.16	Ameren Companies	*2015 Base Salary Table for Named Executive Officers	2014 Form 10-K, Exhibit 10.17, File No. 1-14756
10.17	Ameren Companies	*2016 Base Salary Table for Named Executive Officers	
10.18	Ameren Companies	*Second Amended and Restated Ameren Corporation Change of Control Severance Plan	2008 Form 10-K, Exhibit 10.37, File No. 1-14756
10.19	Ameren Companies	*First Amendment dated October 12, 2009, to the Second Amended and Restated Ameren Change of Control Severance Plan	October 14, 2009 Form 8-K, Exhibit 10.2, File No. 1-14756
10.20	Ameren Companies	*Revised Schedule I to Second Amended and Restated Ameren Change of Control Severance Plan, as amended	
10.21	Ameren Companies	*Formula for Determining 2013 Target Performance Share Unit Awards to be Issued to Named Executive Officers	December 18, 2012 Form 8-K, Exhibit 99.1, File No. 1-14756
10.22	Ameren Companies	*Formula for Determining 2014 Target Performance Share Unit Awards to be Issued to Named Executive Officers	March 31, 2014 Form 10-Q, Exhibit 10.2, File No. 1-14756
10.23	Ameren Companies	*Formula for Determining 2015 Target Performance Share Unit Awards to be Issued to Named Executive Officers	2014 Form 10-K, Exhibit 10.17, File No. 1-14756
10.24	Ameren Companies	*Formula for Determining 2016 Target Performance Share Unit Awards to be Issued to Named Executive Officers	
10.25	Ameren Companies	*Ameren Corporation 2006 Omnibus Incentive Compensation Plan	February 16, 2006 Form 8-K, Exhibit 10.3, File No. 1-14756
10.26	Ameren Companies	*Form of Performance Share Unit Award Agreement for Awards Issued in 2013	December 18, 2012 Form 8-K, Exhibit 10.2, File No. 1-14756

Edgar Filing: SOLOMON DAVID M - Form 4

		pursuant to 2006 Omnibus Incentive Compensation Plan	
		*Form of Performance Share Unit Award	
10.27	Ameren Companies	Agreement for Awards Issued in 2014 pursuant to 2006 Omnibus Incentive Compensation Plan	March 31, 2014 Form 10-Q, Exhibit 10.3, File No. 1-14756
10.28	Ameren Companies	*Ameren Corporation 2014 Omnibus Incentive Compensation Plan	Exhibit 99, File No. 333-196515
		*Form of Performance Share Unit Award	
10.29	Ameren Companies	Agreement for Awards Issued in 2014 pursuant to 2014 Omnibus Incentive Compensation Plan	2014 Form 10-K, Exhibit 10.30, File No. 1-14756
		*Form of Performance Share Unit Award	
10.30	Ameren Companies	Agreement for Awards Issued in 2015 pursuant to 2014 Omnibus Incentive Compensation Plan	2014 Form 10-K, Exhibit 10.31, File No. 1-14756
		*Form of Performance Share Unit Award	
10.31	Ameren Companies	Agreement for Awards Issued in 2016 pursuant to 2014 Omnibus Incentive Compensation Plan	
		*Ameren Supplemental Retirement Plan amended and restated effective January 1, 2008, dated June 13, 2008	June 30, 2008 Form 10-Q, Exhibit 10.1, File No. 1-14756
10.32	Ameren Companies		
10.33	Ameren Companies	*First Amendment to amended and restated Ameren Supplemental Retirement Plan, dated October 24, 2008	2008 Form 10-K, Exhibit 10.44, File No. 1-14756
10.34	Ameren Ameren Illinois	*CILCO Executive Deferral Plan as amended effective August 15, 1999	1999 Form 10-K, Exhibit 10, File No. 1-2732
10.35	Ameren Ameren Illinois	*CILCO Executive Deferral Plan II as amended effective April 1, 1999	1999 Form 10-K, Exhibit 10(a), File No. 1-2732
10.36	Ameren Ameren Illinois	*CILCO Restructured Executive Deferral Plan (approved August 15, 1999)	1999 Form 10-K, Exhibit 10(e), File No. 1-2732

158

Table of Contents

10.37	Ameren	*Employment and Change of Control Agreement, dated March 13, 2013, between Steven R. Sullivan, AER and Ameren	March 19, 2013 Form 8-K, Exhibit 10.4, File No. 1-14756
10.38	Ameren	*Consulting Agreement between Charles D. Naslund and Ameren Services, dated March 2, 2015	March 31, 2015 Form 10-Q, Exhibit 10.1, File No. 1-14756
Statement re: Computation of Ratios			
12.1	Ameren	Ameren's Statement of Computation of Ratio of Earnings to Fixed Charges	
12.2	Ameren Missouri	Ameren Missouri's Statement of Computation of Ratio of Earnings to Fixed Charges and Combined Fixed Charges and Preferred Stock Dividend Requirements	
12.3	Ameren Illinois	Ameren Illinois' Statement of Computation of Ratio of Earnings to Fixed Charges and Combined Fixed Charges and Preferred Stock Dividend Requirements	
Subsidiaries of the Registrant			
21.1	Ameren Companies	Subsidiaries of Ameren	
Consent of Experts and Counsel			
23.1	Ameren	Consent of Independent Registered Public Accounting Firm with respect to Ameren	
23.2	Ameren Missouri	Consent of Independent Registered Public Accounting Firm with respect to Ameren Missouri	
23.3	Ameren Illinois	Consent of Independent Registered Public Accounting Firm with respect to Ameren Illinois	
Power of Attorney			
24.1	Ameren	Powers of Attorney with respect to Ameren	
24.2	Ameren Missouri	Powers of Attorney with respect to Ameren Missouri	
24.3	Ameren Illinois	Powers of Attorney with respect to Ameren Illinois	
Rule 13a-14(a)/15d-14(a) Certifications			
31.1	Ameren	Rule 13a-14(a)/15d-14(a) Certification of Principal Executive Officer of Ameren	
31.2	Ameren	Rule 13a-14(a)/15d-14(a) Certification of Principal Financial Officer of Ameren	
31.3	Ameren Missouri	Rule 13a-14(a)/15d-14(a) Certification of Principal Executive Officer of Ameren Missouri	
31.4	Ameren Missouri	Rule 13a-14(a)/15d-14(a) Certification of Principal Financial Officer of Ameren	

		Missouri	
31.5	Ameren Illinois	Rule 13a-14(a)/15d-14(a) Certification of Principal Executive Officer of Ameren Illinois	
31.6	Ameren Illinois	Rule 13a-14(a)/15d-14(a) Certification of Principal Financial Officer of Ameren Illinois	
Section 1350 Certifications			
32.1	Ameren	Section 1350 Certification of Principal Executive Officer and Principal Financial Officer of Ameren	
32.2	Ameren Missouri	Section 1350 Certification of Principal Executive Officer and Principal Financial Officer of Ameren Missouri	
32.3	Ameren Illinois	Section 1350 Certification of Principal Executive Officer and Principal Financial Officer of Ameren Illinois	
Additional Exhibits			
99.1	Ameren Companies	Amended and Restated Tax Allocation Agreement, dated as of November 21, 2013	2013 Form 10-K, Exhibit 99.1, File No. 1-14756
Interactive Data File			
101.INS	Ameren Companies	XBRL Instance Document	
101.SCH	Ameren Companies	XBRL Taxonomy Extension Schema Document	
101.CAL	Ameren Companies	XBRL Taxonomy Extension Calculation Linkbase Document	
101.LAB	Ameren Companies	XBRL Taxonomy Extension Label Linkbase Document	
101.PRE	Ameren Companies	XBRL Taxonomy Extension Presentation Linkbase Document	
101.DEF	Ameren Companies	XBRL Taxonomy Extension Definition Document	

The file number references for the Ameren Companies' filings with the SEC are: Ameren, 1-14756; Ameren Missouri, 1-2967; and Ameren Illinois, 1-3672.

Table of Contents

*Compensatory plan or arrangement.

Each registrant hereby undertakes to furnish to the SEC upon request a copy of any long-term debt instrument not listed above that such registrant has not filed as an exhibit pursuant to the exemption provided by Item 601(b)(4)(iii)(A) of Regulation S-K.

160