Exhibit No.:	
Issues:	Revenue Requirement; Trackers; Mechanics/ Administration of ECRM
Witness:	Gary S. Weiss
Sponsoring Party:	Union Electric Co.
Type of Exhibit:	Direct Testimony
Case No.:	ER-2010-_____
Date Testimony Prepared:	July 24, 2009

MISSOURI PUBLIC SERVICE COMMISSION

CASE NO. ER-2010-______

DIRECT TESTIMONY

OF

GARY S. WEISS

ON

BEHALF OF

UNION ELECTRIC COMPANY
d/b/a AmerenUE

St. Louis, Missouri
July, 2009

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DIRECT TESTIMONY

OF

GARY S. WEISS

CASE NO. ER-2010-_____

I. INTRODUCTION

Q. Please state your name and business address.

A. My name is Gary S. Weiss and my business address is One Ameren Plaza, 1901 Chouteau Avenue, St. Louis, Missouri.

Q. By whom are you employed and what is your position?

A. I am employed by Union Electric Company d/b/a AmerenUE ("AmerenUE" or "Company") as Manager of Regulatory Accounting.

Q. Please describe your educational background and employment experience.

A. My educational background consists of a Bachelor of Science Degree in Business Management from Southwest Missouri State University that I received in 1968 and a Masters in Business Administration from Southern Illinois University at Edwardsville that I received in 1977.

I was employed by Union Electric Company in June of 1968 and have been employed continuously with Union Electric Company, Ameren Services Company ("Ameren Services") or AmerenUE, except for a two-year tour of duty with the United States Army. My work experience started at Union Electric as an accountant in the Controller's function. I worked as an accountant in the Internal Audit Department, General Accounting Department, and Property Accounting Department from 1968 through 1973. In 1974 I was promoted to a Senior Accountant in the Internal Audit

Department. In 1976, I was promoted to Supervisor in the Rate Accounting Department. The Rate Accounting Department was combined with the Plant Accounting Department in 1990 to form the Plant and Regulatory Accounting Department.

Effective with the 1998 merger of Union Electric Company and Central Illinois Public Service Company into Ameren Corporation ("Ameren") I was employed by Ameren Services Company. In December 1998 the Regulatory Accounting Section, where I was then employed, was moved to the Financial Communications Department. Starting in October 2001 I became a direct report to the Controller. On February 16, 2003, I was promoted to Director, Regulatory Accounting and Depreciation. I was promoted to Manager of Regulatory Accounting on October 1, 2004. On March 1, 2009 the Regulatory Accounting Department was transferred from Ameren Services to AmerenUE.

Q. Please describe your qualifications.

A. I have over thirty years experience in the regulatory area of the public utility industry. I have submitted testimony concerning cost of service before the Missouri Public Service Commission, the Illinois Commerce Commission, the Iowa State Commerce Commission, and the Federal Energy Regulatory Commission. I have also provided antitrust testimony before the United States District Court in the Eastern District of Missouri.

Q. What are your responsibilities in your current position?

A. My duties as Manager of Regulatory Accounting include preparing cost of service studies and developing accounting exhibits and testimony for use in applications for rate changes for AmerenUE. I provide assistance to the Vice President/Controller and

Vice President Regulatory Affairs of AmerenUE regarding: (1) rate case and regulatory accounting, (2) the need for and the timing of rate changes and (3) the effect on financial forecasts of proposed rate changes. I conduct studies to determine the effect on operating income of various accounting policies and practices, analyze the results and suggest appropriate rate changes. I prepare reports and exhibits regularly required by various regulatory commissions. I provide data, answer inquiries, arrange meetings, and otherwise assist representatives of regulatory commissions in conducting their audits and reviews.

Q. What is the purpose of your testimony in this proceeding?

A. The purpose of my direct testimony and attached Schedules GSW-E1 through GSW-E19 is to develop the cost of service (revenue requirement) for the Missouri electric operations of AmerenUE. The revenue requirement determines the level of electric revenues required to pay operating expenses, to provide for depreciation and taxes, and to permit our investors an opportunity to earn a fair and reasonable return on their investment. Company witness William M. Warwick uses this jurisdictional data as the starting point for his class cost of service study. In addition, I provide testimony on the calculation of net base fuel costs; AmerenUE's historic earned returns; the request to eliminate the sulfur dioxide ("SO_2") tracker; the existing tracker for pension and other post-employment benefits ("OPEB"); and the existing tracker for vegetation management and infrastructure inspections. Finally, I provide testimony related to the operation of the Company's proposed environmental cost recovery mechanism ("ECRM") and the calculation of the base environmental revenue requirement, as well as a calculation of the revenue requirement supporting AmerenUE's request for interim rates in this case.

Q. What test year is the Company proposing to use to establish the revenue requirement in this proceeding?

A. The Company is proposing a test year consisting of the twelve months ended March 31, 2009 with various pro forma adjustments to account for the true-up of various items, as has been included in the Company's last two rate cases. The Company is proposing to true-up through February 28, 2010, plant in service, depreciation reserve, materials and supplies (including fuel inventories), cash working capital excluding lead/lag days, customer advances for construction, customer deposits, accumulated deferred income taxes, pension and OPEB tracker regulatory asset/liability balances, revenues, customer growth, fuel and purchased power net of off-system sales (net fuel costs), compensation, cost of bank lines of credit, capital structure, depreciation expense and various amortizations such as the energy efficiency regulatory asset amortization. In addition, the Company proposes that other significant items, both increases and decreases, should be included in the true-up.

Q. Have you prepared or have there been prepared under your direction and supervision a series of schedules for presentation to the Commission in this proceeding?

A. Yes. I am sponsoring Schedules GSW-E1 through GSW-E22.

Q. What is the subject matter of these schedules?

A. Schedules GSW-E1 through GSW-E19 develop the various elements of the revenue requirement to be considered in arriving at the proper level of rates for the Company's electric service based on the test year of twelve months ended March 31, 2009, with pro forma adjustments and updates for known and measurable changes to be trued-up through February 28, 2010. Schedule GSW-E20 shows the calculation of the net base fuel cost. Schedule GSW-E21 shows the calculation of the base environmental revenue requirement. The flow of the environmental cost recovery mechanism from accumulation period to recovery period to true-up period is shown on Schedule GSW-E22.

Q. Will you please briefly summarize the information provided on each of the revenue requirement schedules you are presenting?

A. Each revenue requirement schedule provides the following information:

• Schedule GSW-E1 – Original Cost of Plant by functional classification at March 31, 2009 per book and pro forma with the allocation of pro forma total electric plant to the Missouri jurisdiction.

• Schedule GSW-E2 - Reserves for Depreciation and Amortization by functional classification at March 31, 2009 per book and pro forma with the allocation of the pro forma total electric reserve for depreciation and amortization to the Missouri jurisdiction.

• Schedule GSW-E3 – Average Fuel Inventories and Average Materials and Supplies Inventories at March 31, 2009 per book and pro forma with the allocation of the pro forma electric inventories to the Missouri jurisdiction.

• Schedule GSW-E4 – Average Prepayments at March 31, 2009 per book and pro forma with the allocation of the pro forma electric prepayments to the Missouri jurisdiction.

• Schedule GSW-E5 – Missouri Jurisdictional Cash Requirement (Lead/Lag Study) for the twelve months ended March 31, 2009.

- Schedule GSW-E6 – Missouri Jurisdictional Interest Expense Cash Requirement, Federal Income Tax Cash Requirement, State Income Tax Cash Requirement and City of St. Louis Earnings Tax Cash Requirement for the twelve months ended March 31, 2009.
- Schedule GSW-E7 - Customer Advances for Construction and Customer Deposits reductions to rate base at March 31, 2009 applicable to the Missouri jurisdiction.
- Schedule GSW-E8 – Accumulated Deferred Taxes on Income per book and pro forma at March 31, 2009 and allocation to the Missouri jurisdiction.
- Schedule GSW-E9 - Pension and Other Post-Employment Benefits Regulatory Liabilities at March 31, 2009 and allocation to the Missouri jurisdiction.
- Schedule GSW-E10 - Electric Operating Revenues for Total Electric and Missouri jurisdiction for the twelve months ended March 31, 2009 per book and pro forma.
- Schedule GSW-E11 – Electric Operations and Maintenance Expenses, by functional classifications for the twelve months ended March 31, 2009, updated for certain known items, per book and pro forma. A description of each of the pro forma adjustments is included, as well as the allocation of the total electric pro forma operating and maintenance expenses to the Missouri jurisdiction.
- Schedule GSW-E12 – Depreciation and Amortization Expenses applicable to Electric Operations, by functional classification for the twelve months ended March 31, 2009 per book and pro forma. A description of the pro forma adjustments and the allocation of the total electric pro forma depreciation and amortization expenses to the Missouri jurisdiction are included.

• Schedule GSW-E13 – Taxes Other Than Income Taxes, for the twelve months ended March 31, 2009 per book and pro forma. A description of the pro forma adjustments and the allocation of the total electric pro forma taxes other than income taxes to the Missouri jurisdiction are included.

• Schedule GSW-E14 – Income Tax Calculation at the proposed rate of return and statutory tax rates for total electric and the Missouri jurisdiction.

• Schedule GSW-E15 - The development of the fixed (demand) allocation factor for the Missouri jurisdiction.

• Schedule GSW-E16 - The development of the variable allocation factor for the Missouri jurisdiction.

• Schedule GSW-E17 - The development of the labor allocation factor for the Missouri jurisdiction.

• Schedule GSW-E18 - The pro forma Original Cost Rate Base at March 31, 2009 applicable to the Missouri jurisdiction and the Missouri jurisdictional Revenue Requirement for the pro forma twelve months ended March 31, 2009.

• Schedule GSW-E19 - Increase Required to Produce an 8.577% Return on Net Original Cost Rate Base for the pro forma twelve months ended March 31, 2009.

Q. Were these revenue requirement schedules prepared on the same basis as schedules which were presented in connection with previous applications to this Commission for authority to increase electric rates?

A. Yes, except as otherwise noted, they were.

II. REVENUE REQUIREMENT

Q. What do you mean by "revenue requirement"?

A. The revenue requirement of a utility is the sum of operating and maintenance expenses, depreciation expense, taxes and a fair and reasonable return on the net value of property used and useful in serving its customers. A revenue requirement is based on a test year. In order that the test year reflect conditions existing at the end of the test year as well as significant changes that are known or reasonably certain to occur, it is necessary to make certain "pro forma" adjustments.

The revenue requirement represents the total funds (revenues) that must be collected by the Company if it is to pay employees and suppliers, satisfy tax liabilities, and provide a return to investors. To the extent that current revenues are less than the revenue requirement, a rate increase is required. That is the purpose of this proceeding.

Q. Why is it necessary to make pro forma adjustments to the test year?

A. It is an axiom in ratemaking that rates are set for the future. In order for newly authorized rates to have the opportunity to produce the allowed rate of return during the period they are in effect, it is sometimes necessary that the test year data be adjusted so that it is representative of future operating conditions. This requires pro forma adjustments to reflect known and measurable changes.

Q. Please explain Schedule GSW-E1.

A. Schedule GSW-E1 shows the recorded original cost of electric plant by functional classification at March 31, 2009 along with the estimated plant additions through February 28, 2010, which is the end of the Company's proposed true-up period.

This schedule also shows the allocation of the total pro forma electric plant to the Missouri jurisdiction.

Q. Why is it necessary to allocate the total electric plant to the Missouri jurisdiction on this schedule and the other schedules?

A. AmerenUE provides service to retail Missouri jurisdictional customers as well as sales for resale customers which are regulated by the Federal Energy Regulatory Commission ("FERC"). Therefore it is necessary to allocate certain plant, rate base items, revenues and operating expenses between the Missouri retail jurisdictional customers and the sales for resale customers.

Q. Are the Company's plant accounts recorded on the basis of original cost as defined by the Uniform System of Accounts prescribed by this Commission?

A. Yes, they are.

Q. Please explain the elimination of the plant balances related to Financial Accounting Standard ("FAS") 143 Accumulated Retirement Obligation shown as the first adjustment on Schedule GSW-E1-1.

A. FAS 143 is basically a financial reporting requirement to reflect the fact that the Company has a legal obligation to remove certain facilities in the future. Since AmerenUE is regulated and collects removal costs through its rates, this adjustment to plant of $26,671,000 is eliminated for ratemaking purposes.

Q. Why is the Company including plant additions through February 28, 2010?

A. The Company is continuing to spend tens of millions of dollars on infrastructure replacements and improvements. In order to provide the Company an opportunity to earn a fair and reasonable return on its total investment, it is necessary for the cost of service to reflect as closely as possible the level of the Company's investment at the time the new rates will become effective. Adjustment 2 adds the plant inservice additions of $442,276,000 from April 2009 through February 2010, which is the end of the proposed true-up period.

Q. Please explain the elimination of items of General Plant applicable to gas operations.

A. General Plant facilities such as general office buildings, the central warehouse, the central garage, and computers and office equipment are used in both the electric and gas operations. For convenience, such facilities are accounted for as electric plant. Adjustment 3 eliminates the portion of the multi-use general plant applicable to the Company's gas operations of $6,306,000.

Q. After reflecting the above pro forma adjustments, what amount of electric plant in service is the Company proposing to include in rate base?

A. As shown on Schedule GSW-E1 the total electric plant in service is $12,986,097,000 with $12,617,264,000 allocable to the Missouri jurisdiction.

Q. Please explain Schedule GSW-E2.

A. Schedule GSW-E2 shows the reserve for depreciation and amortization at March 31, 2009, by functional group. It also indicates the pro forma adjustments. Finally, Schedule GSW-E2 allocates the total electric pro forma balances to the Missouri jurisdiction.

Q. What pro forma adjustments were made to the reserve for depreciation?

A. The following adjustments were made to the reserve for depreciation on Schedule GSW-E2.

Adjustment 1 eliminates $8,267,000 from the depreciation reserve related to FAS 143 Accumulated Retirement Obligation. The plant related to FAS 143 was removed from rate base in Adjustment 1 to plant in service.

Adjustment 2 increases the depreciation reserve by $312,734,000 to reflect the deprecation reserve increase on the March plant in service for the proposed true-up through February 28, 2010.

Adjustment 3 adjusts the depreciation reserve by $4,614,000 for the pro forma additions to plant in service for April 1, 2009 through February 28, 2010, the proposed true-up period.

Adjustment 4 adjusts the depreciation reserve by $3,683,000 to eliminate the impact of the Taum Sauk removal costs recorded through March 31, 2009.

Finally, Adjustment 5 eliminates the accumulated amortization and depreciation reserve of $3,155,000 for the multi-use general plant applicable to gas operations and corresponds to Adjustment 3 made to the plant accounts in Schedule GSW-E1.

The pro forma accumulated provision for depreciation and amortization as shown on Schedule GSW-E2 applicable to total electric plant in service is $5,688,765,000 and the Missouri jurisdictional amount is $5,527,036,000.

Q. Please explain Schedule GSW-E3.

A. Schedule GSW-E3 shows the average investment in fuel inventories and materials and supplies at March 31, 2009. Fuel consists of nuclear fuel, coal and minor amounts of oil and stored natural gas used for electric generation. General materials and supplies include such items as poles, cross arms, wire, cable, line hardware and general supplies. A thirteen-month average is used for all of these items except nuclear fuel. An eighteen-month average is used for the nuclear fuel since the Callaway Nuclear Plant is refueled every eighteen months.

The actual thirteen-month average coal inventory has been adjusted by $16,675,000 to reflect the February 2010 price per ton in pro forma adjustment 1.

Pro forma adjustments 2 and 3 shown on Schedule GSW-E3 remove the average propane inventory ($169,000) and the portion of the average general materials and supplies inventory ($1,850,000) applicable to the Company's Missouri gas operations.

Q. What is the amount of the pro forma materials and supplies applicable to electric operations?

A. The pro forma materials and supplies applicable to total electric operations, as shown on Schedule GSW-E3, is $383,525,000, with the amount applicable to the Missouri jurisdiction being $366,866,000.

Q. Please explain the average prepayments shown on Schedule GSW-E4.

A. Certain rents, insurance, assessment by the state regulatory commission, freight charges for coal, service agreements, medical and dental voluntary employee beneficiary association (veba) and coal car leases are paid in advance. The thirteen-month average balances of total electric prepayments at March 31, 2009, after eliminating the portion applicable to gas operations, are $10,418,000. The prepayments allocated to the Missouri jurisdiction are $10,015,000 as shown on Schedule GSW-E4.

Q. Please explain Schedule GSW-E5.

A. Schedule GSW-E5 shows the calculation of the Missouri jurisdictional cash working capital requirement based on a lead/lag study for the pro forma twelve months ended March 31, 2009 of $9,677,000. The development of the various revenue and expense leads and lags is explained in the direct testimony of Company witness Michael J. Adams from Concentric Energy Advisors.

Q. What appears on Schedule GSW-E6?

A. The Missouri jurisdictional interest expense cash requirement, the federal income tax cash requirement, the state income tax cash requirement and the city earnings tax cash requirement are shown on Schedule GSW-E6. The payment lead times for these items are developed in the testimony of Mr. Adams.

Q. What is the cash requirement for the interest expense, the federal income taxes, the state income taxes and city earnings tax?

A. The expense leads for the interest expense, the federal income taxes, the state income taxes and the city earnings tax are greater than the revenue lags. This results in a negative cash requirement for the Missouri jurisdiction of ($27,242,000) for interest expense, ($496,000) for federal income taxes, ($78,000) for state income taxes and ($211,000) for city earnings tax.

Q. What items are shown on Schedule GSW-E7?

A. The thirteen-month average balances at March 31, 2009 for the Missouri jurisdictional customer advances for construction and customer deposits are shown on Schedule GSW-E7. These items represent cash provided by customers that can be used by the Company until they are refunded. Therefore, the average balances for the customer advances for construction and customer deposits are reductions to the Company's rate base.

Customer advances for construction are cash advances made by customers that are subject to refund to the customer in whole or in part. These advances provide the Company cash that offsets the cost of the construction until they are refunded. The Missouri jurisdictional thirteen-month average balance of electric customer advances for construction at March 31, 2009 is ($2,814,000).

Customer deposits are cash deposits made by customers which are subject to refund to the customer if the customer develops a good payment record. The Company pays interest on the deposits, which is shown as a customer account expense on Schedule GSW-E11. The Missouri jurisdictional thirteen-month average balance of electric customer deposits at March 31, 2009 is ($15,641,000).

Q. Please explain Schedule GSW-E8.

A. Schedule GSW-E8 lists the accumulated deferred income taxes applicable to total electric operations and Missouri jurisdictional electric operations at March 31, 2009 and the pro forma adjustments required to move the balances forward to February 28, 2010, the proposed true-up period. Accumulated deferred income taxes are the net result of normalizing the tax benefits resulting from timing differences between the periods in which transactions affect taxable income and the periods in which such transactions affect the determination of pre-tax income.

Currently the Company has deferred income taxes in Accounts 190, 282 and 283. As shown on Schedule GSW-E8 the total electric pro forma accumulated deferred income tax balance is a net balance of ($1,442,750,000) and the Missouri jurisdictional amount is ($1,396,803,000). The net deferred income taxes are a deduction from the rate base.

Q. What is shown on Schedule GSW-E9?

A. Schedule GSW-E9 shows the pension and other post-employment benefits regulatory liability and asset balances for the period ended September 30, 2008 as amortized through February 2010, the proposed true-up period. In Case No. ER-2008-0318 (AmerenUE's last rate case) the pension and OPEB trackers were rebased. The pension and OPEB regulatory liability balances at September 30, 2008 are being amortized over five years. In addition, the pension and OPEB tracker balances from October 2008 through March 2009 and estimated through the proposed true-up (February 28, 2010) are included. The pension tracker has a regulatory liability balance at February 28, 2010 while the OPEB tracker has a regulatory asset balance at the same date. The total net balances of these regulatory liabilities and assets is ($33,133,000) with ($32,057,000) applicable to the Missouri jurisdiction. As the net of these items is a regulatory liability, the rate base is reduced.

Q. What is the Company's Missouri jurisdictional pro forma net original cost electric rate base at March 31, 2009?

A. The Missouri jurisdictional electric rate base as shown on Schedule GSW-E18 is $6,001,444,000 consisting of:

	In Thousands of $
Original Cost of Property & Plant	$12,617,264
Less Reserve for Depreciation & Amortization	5,527,036
Net Original Cost of Property & Plant	7,090,229

Average Materials & Supplies	366,866
Average Prepayments	10,015
Cash Requirement (Lead/Lag)	9,677
Interest Expense Cash Requirement	(27,242)
Federal Income Tax Cash Requirement	(496)
State Income Tax Cash Requirement	(78)
City Earnings Tax	(211)
Average Customer Advances for Construction	(2,814)
Average Customer Deposits	(15,641)
Accumulated Deferred Taxes on Income	(1,396,803)
Pension and Other Post-Employment Benefits Reg. Liab.	(32,057)
Total Missouri Jurisdictional Electric Rate Base	$ 6,001,444

Q. Please explain Schedule GSW-E10.

A. Schedule GSW-E10 shows total electric and Missouri jurisdictional operating revenues per book and pro forma for the twelve months ended March 31, 2009 with customer growth through February 2010, the proposed true-up period.

Q. Please explain the pro forma adjustments to the Missouri jurisdictional operating revenues shown on Schedule GSW-E10.

A. The following pro forma adjustments are shown on Schedule GSW-E10:

Adjustment 1 eliminates the gross receipts taxes of $99,961,000 from revenues as they are add-on taxes that are passed through by the Company. Adjustment 2 eliminates the unbilled revenues of $14,944,000 to reflect the book revenues on a bill cycle basis. Eliminating unbilled revenues results in an increase to the revenues. Since new retail rates (resulting from Case No. ER-2008-0318) were effective in March 2009, Adjustment 3 increases revenues $166,113,000 to annualize the effect of the new rates. The revenues were increased in Adjustment 4 by $896,000 to reflect normal weather. The sales and revenues for the twelve months ended March 31, 2009 were lower than normal. See the direct testimony of Company witness Steven M. Wills for the weather normalization methodology utilized by the Company. Adjustment 5 decreases revenues by $153,000 to reflect negative customer growth through March 31, 2009. Additional customer growth through February 28, 2010 of $10,952,000 is reflected in Adjustment 6. Since the Company uses cycle and window billing, revenues are reduced by $3,721,000 to reflect normal billing days in Adjustment 7. Adjustment 8 increases revenues $8,672,000 to synchronize the book revenues with the revenues developed by Company witness James R. Pozzo in his billing unit rate analysis as discussed in Mr. Pozzo's direct testimony. The Company's mix of sales for resale customers changed during the test year and true-up period. Adjustment 9 increases sales for resale revenues by $49,571,000 to reflect the annualized level of revenues from the current mix of sales for resale customers.

The provision for rate refunds of ($12,696,000) applicable to the first month's operation of the Company's Fuel Adjustment Clause ("FAC") is eliminated in Adjustment 10. Since the Company is rebasing the net base fuel costs in its FAC, it is appropriate to eliminate the provision for rate refunds.

The "other revenues" on Schedule GSW-E10 were increased by $1,221,000 in Adjustment 11 to reflect the elimination of certain transmission revenue prior period adjustments.

Q. What are the system revenues included on Schedule GSW-E10?

A. System revenues include rents received from the rental of Company buildings and agricultural land, off-system facilities charges plus the revenues from the Meramec Coal Terminal. Since these revenues are generated by Company assets which are accounted for "above the line" and paid for by all customers, these revenues are removed from the jurisdiction where received and then the total is allocated to jurisdictions based on a fixed allocation factor. The total system revenues of $23,360,000 are removed from the Missouri jurisdiction revenues with $22,330,000 being allocated back to the Missouri jurisdiction revenues.

Q. Are the revenues from off-system sales included on Schedule GSW-E10?

A. Yes, Adjustment 12 on Schedule GSW-E10 reduces the actual off-system sales revenues from energy by $157,721,000 to reflect a normal level of off-system sales and revenues calculated using the current normalized market price for energy and the annualized power market revenues from the Midwest Independent Transmission System Operator, Inc. ("MISO") and ancillary services revenue. In addition, Adjustment 13 increases the off-system revenues from the sales of capacity by $4,571,000 to reflect a normal level of capacity sales and additional capacity sales with the Taum Sauk Plant in service. The direct testimony of Company witness Jaime Haro develops the normal market prices for the off-system sales of energy and the value of the ancillary services revenues and the capacity sales. The production cost model ("PROSYM") explained in the direct testimony of Company witness Timothy D. Finnell develops the normal off-system sales volumes and revenues from energy sales.

Q. What are the Missouri jurisdiction pro forma electric operating revenues for the twelve months ended March 31, 2009?

A. The Missouri jurisdiction pro forma electric operating revenues for the twelve months ended March 31, 2009 are $2,606,876,000 including the allocation of the system revenues and the off-system sales revenues.

Q. Please describe what is shown on Schedule GSW-E11.

A. The total electric operating and maintenance expenses for the twelve months ended March 31, 2009 are shown per books by functional classification; a listing of the pro forma adjustments is provided; and finally, the allocation of the total electric pro forma operating and maintenance expenses to the Missouri jurisdiction is shown on Schedule GSW-E11.

Q. Will you please explain the pro forma adjustments to electric operating expenses for the year ending March 31, 2009?

A. A summary of the pro forma adjustments to operating expenses appear on Schedule GSW-E11. Adjustment 1 reflects the increased labor expense from annualizing the average 2.85% wage increase for management employees effective January 1 and April 1, 2009 and the 3.00% wage increase for the Company's union employees effective July 1, 2008 and July 1, 2009 per the labor contracts. The annualized increase in the total electric operating labor resulting from the above increases is $11,183,000. Incentive compensation was subtracted from the calculation of the wage increase as the wage increases only apply to base wages.

Adjustment 2 reflects the amortization of the union lump sum payment of $385,000 per the Stipulation and Agreement in Case No. ER-2008-0318.

The test year short-term incentive compensation is reduced by $1,933,000 in Adjustment 3 to eliminate the incentive compensation of the Ameren Services officers allocated to AmerenUE and the AmerenUE officers.

The total long-term incentive compensation of $7,077,000 applicable to AmerenUE including the allocated Ameren Services amount is eliminated in Adjustment 4.

Adjustment 5 is a net decrease in operating expense of $50,000 to reflect the transfer in January 2009 of the Callaway security force from an outside contactor to AmerenUE employees.

Adjustments 6 and 7 reflect increases in fuel expense of $59,332,000 and $65,837,000 respectively to reflect normalized billed kilowatt-hour ("kWh") sales and output with customer growth through March 31, 2009 with March fuel prices and additional customer growth through February 28, 2010 reflecting the February 2010 fuel prices.

Adjustment 8 is a decrease in purchased power expense of $6,050,000 to reflect the normalized billed kWh sales and output with customer growth through March 31, 2009. Adjustment 9 is a decrease in purchased power expenses of $366,000 to reflect customer growth through February 28, 2010 and the February 2010 fuel prices.

The increases and the decreases in the fuel cost and the purchased power expense contained in Adjustments 6 through 9 were calculated by Mr. Finnell using the PROSYM production cost model. His direct testimony details the inputs and assumptions used in the PROSYM Model. The purchased power expenses also include the power market charges from MISO.

Adjustment 10 is an increase in the production expenses of $4,267,000 to reflect the two-year amortization of the SO_2 tracker balance at September 30, 2008 per Case No. ER-2008-0318 and $2,251,000 to reflect the two-year amortization of the SO_2 tracker balance from October 2008 through March 2009. Later in my testimony I will explain the operation of the SO_2 tracker and the development of this amount along with the Company's proposal to discontinue the SO_2 tracker.

Adjustment 11 is required to reflect a normal level of fuel additives expenses that are now included in the fuel expense. This adjustment for ($973,000) reflects the fuel additives expenses not included in the test year fuel expense.

Additional labor expense for power plant training per the Report and Order in Case No. ER-2008-0318 of $1,410,000 is reflected in Adjustment 12. AmerenUE witness Mark C. Birk addresses the use of the additional training dollars provided by the Commission in Case No. ER-2008-0318.

Adjustment 13 is a reduction to the production expense to remove one-third of the fall 2008 Callaway Nuclear Plant refueling expenses other than replacement power. This adjustment is required because the test year included the full cost of a Callaway refueling outage which only occurs every eighteen months. Therefore, in order to reflect only twelve months of operating and maintenance expenses, it is necessary to include only two-thirds of the Callaway Plant refueling expense. The production expenses are reduced by $7,667,000 for outside contractors' maintenance expenses and $2,467,000 for incremental overtime expense. This is a total reduction of $10,134,000. The impact on replacement power and purchased power is part of the fuel and purchased power adjustment in Adjustments 6 through 9. The inputs for the PROSYM Model included two-thirds of a Callaway outage.

Adjustment 14 reduces operating expenses to remove the expenses related to the Taum Sauk reservoir failure and clean-up activities that were recorded in the test year operating expenses. This adjustment reduces operating expenses by $2,799,000.

Transmission expense is increased by $3,616,000 in Adjustment 15 to reflect the cost incurred for the transmission of electricity to the Bootheel area in Southeast Missouri.

Adjustment 16 increases distribution expenses by $38,617,000 for the storm costs addressed by a Commission Accounting Authority Order ("AAO"), the 2008 storm costs vegetation management and infrastructure inspections cost not recovered in rates per the Report and Order in Case No. ER-2008-0318. These items were transferred from operating expenses to regulatory assets to be amortized over various periods of time during the test year. These transfers must be added back to reflect a full year's distribution expenses in the test year.

Adjustments 17 and 18 are increases to the vegetation management and infrastructure inspection tracker of $4,127,000 and $4,406,000 respectively, to reflect the average of budgeted expenditures for those activities in 2010 and 2011. The Report and Order in Case No. ER-2008-0318 utilized the average for budget 2009 and 2010 to establish the tracker.

Adjustment 19 increases the operating expenses by $1,571,000 for additional repairs due to the infrastructure inspections. The test year level does not reflect a normalized level of repair costs.

Adjustment 20 is an increase in customer accounting expenses to reflect interest expense at 5% on the average customer deposit balance. The average customer deposit balance at March 31, 2009 is deducted from the rate base. The interest expense added to the customer accounting expenses is $782,000.

Customer service expenses are increased $727,000 in Adjustment 21 to reflect in operating expenses the full $1,200,000 annual payment by the Company to the low-income weatherization fund administered by EIERA per the Report and Order in Case No. ER-2008-0318.

Administrative and general expenses are reduced by $2,794,000 in Adjustment 22 to reflect the net impact of the elimination of cost of the replacement power insurance purchased from the captive insurance company and the current level of insurance premiums for the other insurance policies.

Adjustment 23 increases administrative and general expenses by $10,883,000 to reflect the increases in the major medical and other employee benefit expenses to annualize the calendar year 2009 employee benefits expenses. Increasing the employee benefit costs to the 2009 annual level matches the pro forma labor expense adjustment in Adjustment 1.

In the Report and Order in Case No. ER-2008-0318 the September 30, 2008 regulatory liability balances for FAS 87 and FAS 106 were ordered to be amortized over five years. Adjustment 24 is a decrease in administrative and general expense of $5,832,000 to reflect a full year's amortization of the pension and OPEB's regulatory liability balances at September 30, 2008.

With the current financial conditions, the cost to the Company for its bank lines of credit are increasing substantially. Adjustment 25 increases administrative and general expenses by $10,354,000 to reflect two-year amortization of the arrangement and up-front fees and the quarterly facility fees relating to the Company's lines of credit.

Finally, administrative and general expenses are increased to reflect the expenses that have been and will be incurred to prepare and litigate this rate increase filing (rate case expense) in Adjustment 26. The Company's estimated additional expenses applicable to this rate case are $2,120,000.

Q. What is the impact on total electric operating and maintenance expenses from the above pro forma adjustments?

A. As shown on Schedule GSW-E11, the total electric operating and maintenance expenses are increased from $1,683,160,000 to $1,867,020,000 or a total net increase of $183,860,000 by the above pro forma adjustments.

Q. What amount of the total electric pro forma operating and maintenance expenses is applicable to the Missouri jurisdiction?

A. As shown on Schedule GSW-E11-5, $1,794,748,000 of the total pro forma electric operating and maintenance expenses is applicable to the Missouri jurisdiction.

Q. What is shown on Schedule GSW-E12?

A. Schedule GSW-E12 shows the depreciation and amortization expenses by functional classifications for the twelve months ended March 31, 2009, per book and pro forma, and the allocation of the total electric pro forma depreciation and amortization expenses to the Missouri jurisdiction.

Q. What pro forma adjustments apply to the depreciation and amortization expenses?

A. Schedule GSW-E12-2 details the following pro forma adjustments to the depreciation and amortization expenses.

Adjustment 1 eliminates the portion of the depreciation and amortization expenses for multi-use general facilities applicable to gas operations of $186,000. The related plant is removed from the electric general plant on Schedule GSW-E1.

Adjustment 2 increases depreciation expense by $12,837,000 to reflect the book depreciation annualized for the plant in service depreciable balances at March 31, 2009.

Depreciation expense is increased by $10,614,000 in Adjustment 3 to reflect a full year's depreciation expense at the book depreciation rates on the additions to plant in service from April 2009 through February 2010, the proposed true-up period.

Adjustment 4 is an increase in depreciation expense of $19,738,000 to reflect new depreciation rates. The development of the new depreciation rates is contained in the direct testimony of Company witness John F. Wiedmayer of Gannett Fleming.

The Venice Power Plant was retired and its investment removed from rate base. However, the depreciation expense did not recover the full investment in the plant and final removal costs have been and will continue to be incurred. The depreciation rates allowed by the Commission on the Venice Plant did not include the final removal cost of the plant at the end of its life. As a consequence, the amortization expense is being increased in Adjustment 5 by $352,000 for the five-year amortization of the un-depreciated investment and final removal cost of the Venice Plant.

Amortization expense is decreased by $71,000 in Adjustment 6 to eliminate amortization of prior period rate case expenses.

Adjustment 7 increases amortization expense by $5,393,000 to reflect a full year's amortization of the storm cost AAO and the 2008 storm cost per the Report and Order in Case No. ER-2008-0318.

Adjustment 8 increases amortization expense by $2,811,000 to reflect the annualized amortization of the vegetation management and infrastructure inspection costs approved in the Report and Order in Case No. ER-2008-0318.

Adjustment 9 increases the amortization expense by $5,610,000 to reflect the annualized amortization of the RSG resettlement costs per the Report and Order in Case No. ER-2008-0318.

Adjustment 10 is an increase of $88,000 in the amortization expense to reflect the first year's amortization of the Energy Efficiency regulatory asset per the Report and Order in Case No, ER-2008-0318. In addition, the Company has incurred significantly more energy efficiency costs since that time. Adjustment 10 also increases amortization expenses by $3,529,000 for the ten-year amortization of the Energy Efficiency regulatory asset balance from October 2008 through February 2010, the proposed true-up period. The total increase reflected in Adjustment 10 for the amortization of the Energy Efficiency regulatory asset is $3,617,000.

Adjustment 11 is an increase in amortization of $360,000 to reflect the five-year amortization of $1,800,000 for additional power plant training equipment per the Report and Order in Case No. ER-2008-0318, which as noted above is discussed in Mr. Birk's direct testimony.

Q. What are the total electric pro forma depreciation and amortization expenses and what is the amount applicable to the Missouri jurisdiction?

A. As reported on Schedule GSW-E12 the total electric pro forma depreciation and amortization expenses are $386,470,000 with $376,408,000 allocated to the Missouri jurisdiction.

Q. Please explain Schedule GSW-E13.

A. Schedule GSW-E13 shows the taxes other than income taxes for the twelve months ended March 31, 2009, per book and pro forma, and the allocation of the total electric pro forma taxes other than income taxes to the Missouri jurisdiction.

Q. Please list the pro forma adjustments required to arrive at the total electric pro forma taxes other than income taxes as detailed on Schedule GSW-E13.

A. The following pro forma adjustments detailed on Schedule GSW-E13 are required to arrive at the total electric pro forma taxes other than income taxes.

Adjustment 1 increases F.I.C.A. taxes by $793,000 to reflect the pro forma wage increases and the additional AmerenUE employees.

Adjustment 2 increases the property taxes $7,140,000 to reflect the current level of property taxes.

Property taxes of $132,000 applicable to plant held for future use are eliminated in Adjustment 3. This adjustment is required as the investment in plant held for future use is not included in rate base.

Adjustment 4 adjusts taxes other than income taxes to remove the Missouri gross receipts taxes of $98,361,000, as they are add-on taxes that are passed through to customers. The pro forma book revenues also reflect the removal of the add-on revenue taxes.

Q. How much are the pro forma taxes other than income taxes for the twelve months ended March 31, 2009 for total electric and Missouri jurisdictional?

A. As reflected on Schedule GSW-E13, the pro forma total electric taxes other than income taxes and the Missouri jurisdictional amount are $134,932,000 and $130,950,000 respectively.

Q. What is shown on Schedule GSW-E14?

A. Schedule GSW-E14 shows the derivation of the income tax calculation at the requested 8.577% rate of return for total electric operations and Missouri jurisdictional operations reflecting the statutory tax rates.

Q. As shown on Schedule GSW-E14, what are the income taxes at the requested rate of return for total electric and Missouri jurisdictional operations?

A. The total current federal, state and city earnings income taxes using the statutory tax rates at the requested rate of return as shown on Schedule GSW-E14 are $203,608,000 for total electric operations and $198,139,000 for Missouri jurisdictional operations. The deferred income taxes are also shown on Schedule GSW-E14 and are ($6,772,000) for total electric operations and ($6,581,000) for Missouri jurisdictional. The net current and deferred income taxes for Missouri jurisdictional operations are $191,559,000.

Q. What is calculated on Schedule GSW-E15?

A. Schedule GSW-E15 shows the calculation of the fixed or demand allocation factor. The fixed allocation factor is used to allocate the Company's investment in production facilities and other related rate base items along with certain related operating expenses such as fuel and purchased power for off-system sales. Also all off-system sales revenues are allocated using the fixed allocation factor. The fixed allocation factor is based on the average of the Missouri jurisdictional twelve monthly coincident peaks in relation to the total AmerenUE system's average twelve monthly peaks ("the 12 CP method"). The AmerenUE system's average monthly peaks were adjusted to reflect Noranda Aluminum, Inc. at full load and the current sales for resale load.

Q. Using the 12 CP method, what is the Missouri jurisdictional fixed allocation factor for the twelve months ended March 31, 2009?

A. The Missouri jurisdictional fixed allocation factor based on the 12 CP method for the twelve months ended March 31, 2009 is 95.59%.

Q. Please explain Schedule GSW-E16.

A. Schedule GSW-E16 calculates the variable allocation factor for the twelve months ended March 31, 2009. The variable allocation factor is based on pro forma kWh sales adjusted for losses to equal pro forma kWh output for the test year. For the twelve months ended March 31, 2009, the per book kWh sales and kWh output are adjusted to reflect billed sales normalized for weather and Noranda Aluminum, Inc. (the only customer taking service under service classification 12(M)) at full load, along with customer growth through February 28, 2010. In addition, the sales for resale kWh sales were adjusted to reflect the normalization of the current sales for resale customers' kWh sales. The Missouri pro forma kWh output in proportion to the total AmerenUE pro forma kWh output is the calculation of the variable allocation factor. The variable allocation factor is used to allocate the fuel inventories and the production materials and supplies along with related taxes. Also the majority of the production expenses including fuel and purchased power for native load are allocated using the variable factor.

Q. What is the Missouri jurisdictional variable allocation factor for the pro forma twelve months ended March 31, 2009?

A. The Missouri jurisdictional variable allocation factor for the pro forma twelve months ended March 31, 2009 is 94.92%.

Q. What is shown on Schedule GSW-E17?

A. Schedule GSW-E17 shows the calculation of the labor allocation factor for the twelve months ended March 31, 2009. The Missouri jurisdictional labor excluding the administrative and general labor in proportion to the total electric labor excluding the administrative and general labor is the labor allocation factor. The labor allocation factor is used to allocate general plant (system general) and the related general plant depreciation expense and taxes other than income taxes, and administrative and general expenses except for account 930 001 and the Electric Power Research Institute ("EPRI") assessment.

Q. For the twelve months ended March 31, 2009 what is the labor allocation factor for the Missouri jurisdiction?

A. The Missouri jurisdictional allocation factor for the twelve months ended March 31, 2009 is 96.75%.

Q. Please explain Schedule GSW-E18.

A. Schedule GSW-E18 shows Missouri jurisdictional rate base for the test year of $6,001,444,000 and the Missouri jurisdictional revenue requirement of $3,008,409,000 at the requested return of 8.577%. See the direct testimony of Company witness Michael G. O'Bryan for the development of the 8.577% rate of return.

Q. What does Schedule GSW-E19 reflect?

A. Schedule GSW-E19 compares the Missouri jurisdictional revenue requirement of $3,008,409,000 with the Missouri jurisdictional pro forma operating revenues under the present rates of $2,606,876,000, including system revenues and off-system sales revenues. It shows that the revenue requirement for the test year is $401,533,000 more than the pro forma operating revenues at present rates. This is the amount of additional revenues AmerenUE needs to collect each year to recover its cost of service.

III. DETERMINATION OF NET BASE FUEL COSTS

Q. Did you determine the "net base fuel costs" utilized in the Company's fuel adjustment clause, as addressed in the direct testimony of AmerenUE witness Lynn M. Barnes?

A. Yes. I calculated the summer net base fuel cost of 1.102 cents per kilowatt-hour and the winter net base fuel cost of 1.494 cents per kilowatt-hour. Schedule GSW-E20 shows the calculation of the total net base fuel cost and the calculation of the summer net base fuel cost and the winter net base fuel. The net base fuel cost calculation starts with the fuel and purchased power costs for load and off-system sales determined from the production cost modeling, as discussed in Mr. Finnell's direct testimony. There are other costs for fuel and purchased power that are not contained in the production cost modeling including fuel additives, net fly ash expenses and revenues, fixed gas supply costs, credits from Westinghouse relating to the settlement of a prior lawsuit involving nuclear fuel, MISO Day 2 expenses, PJM expenses, account 565 transmission expenses, the cost of purchasing ancillary services, the load and generation forecasting deviation and the cost of purchased power to serve common boundary customers. This total cost of fuel and purchased power is then offset or reduced by off-system sales revenues calculated by Mr. Finnell's production cost model using inputs provided by Mr. Haro. There are additional revenues not included in the production cost model including the MISO Day 2 revenues, capacity sales, Taum Sauk capacity sales, and revenues from sales of ancillary services. All of the above expenses and revenues are first allocated to Missouri retail. Then the Missouri retail is segregated between summer and winter net base fuel cost under the Company's FAC tariff. Per Schedule GSW-E20 the summer net base fuel cost ($160,797,000) was then divided by the normalized AmerenUE summer load at the generator of 14,588,298,000 kWhs to arrive at the summer net base fuel costs on a per kWh basis of 1.102 cents. The winter net base fuel cost ($389,172,000) was then divided by the normalized AmerenUE winter load at the generator of 26,056,316,000 kWh to arrive at the winter net base fuel costs on a per kWh basis of 1.494 cents. The Missouri retail total net base fuel cost has increased by $227 million over the Missouri retail total net base fuel cost approved in Case No. ER-2008-0318.

IV. <u>HISTORIC RETURN ON EQUITY</u>

Q. Has AmerenUE been able to earn the return on equity authorized by the Commission in its last two rate cases since Case No. ER-2007-0002 concluded in May 2007?

A. No. The Commission authorized returns on equity of 10.2% and 10.76%, respectively, in the Company's last two rate cases (Case No. ER-2007-0002 and Case No.

ER-2008-0318). For the twenty-four months from June 2007 through May 2009 (each a twelve month ending period), the Company's earned return on equity has consistently been below its authorized return on equity, as shown in the table below. During that period, the Company's average earned return on equity was just 8.34 percent, or 186 and 242 basis points below that authorized by the Commission in Case No. ER-2007-0002 and Case No. ER-2008-0318, respectively. In fact, in only two of those twenty-four months did the Company's return on equity equal or exceed the allowed return on equity in effect at that time and in only three other months was the Company's return on equity within even 50 basis points of its authorized return on equity. For the period ending March 31, 2009, the test year in this rate case, the actual earned return on equity was 6.02% compared to the authorized return of 10.76% or 474 basis points under the authorized return on equity.

Month	Mo. Electric Rate Base	Mo. Electric Operating Income	Return on Rate Base	Return on Equity
June 2007	$5,894,787,447	$ 409,836,625	6.95%	8.32%
July	5,857,606,784	413,787,801	7.06%	8.53%
August	5,852,708,753	434,074,853	7.42%	9.20%
September	5,832,533,516	454,226,385	7.79%	9.91%
October	5,843,612,754	438,158,731	7.50%	9.36%
November	5,850,240,664	429,010,087	7.33%	9.04%
December	5,815,927,377	433,537,872	7.45%	9.28%
January 2008	5,814,605,545	440,938,071	7.58%	9.52%
February	5,856,834,745	433,006,825	7.39%	9.16%
March	5,832,160,085	447,541,129	7.62%	9.90%
April	5,849,549,828	482,114,278	8.24%	10.78%
May	5,869,432,908	467,424,494	7.96%	10.25%
June	5,874,810,247	457,787,345	7.79%	9.92%
July	5,877,435,787	454,545,693	7.73%	9.81%
August	5,890,259,653	433,445,576	7.36%	9.09%
September	5,957,247,493	410,069,991	6.88%	8.18%
October	6,002,477,409	378,454,012	6.30%	7.08%
November	6,118,937,710	356,182,643	5.82%	6.15%
December	6,158,150,109	383,946,700	6.23%	6.94%
January 2009	6,169,143,105	382,758,987	6.20%	6.88%
February	6,224,863,979	361,752,402	5.81%	6.13%
March	6,019,494,000	353,605,000	5.87%	6.02%
April	6,019,642,000	336,030,000	5.58%	5.46%
May	6,037,599,000	341,673,000	5.66%	5.61%
Average				8.34%

V. <u>SO_2 TRACKER</u>

Q. What is the SO_2 Tracker?

A. In the Report and Order in Case No. ER-2007-0002, the Commission established an accounting mechanism to track AmerenUE's future SO_2 net revenues or costs. The Company was ordered beginning on January 1, 2007, to account for all sulfur premiums in coal purchase contracts, net of sulfur discounts, in FERC USOA Account 254, a regulatory liability account. All gains associated with SO_2 emissions allowance sales, beginning on January 1, 2007, were also to be recorded in the same regulatory liability account. The Order Denying Application For Rehearing, Granting Clarification, And Correcting Order NUNC PRO TUNC clarified the Report and Order on the SO_2 tracker to provide that AmerenUE would pay interest to ratepayers at its short-term borrowing rate for annual balance in the account above a base level of $5 million and collect carrying costs from ratepayers at the same rate if the balance in the account fell below the base level. Finally the Report and Order also stated that the net balance of the sulfur premium expenses (or discounts) and corresponding gains associated with SO_2 emissions allowance sales would be addressed as part of the fuel expense calculation in AmerenUE's next rate proceeding. In Case No. ER-2008-0318, the SO_2 tracker was continued.

Q. What activity was reflected in the SO_2 tracker for the calendar year 2007 and through the end of the true-up period of September 30, 2008 in Case No. ER-2008-0318?

A. During 2007, the Company recorded $4,808,000 of sulfur premiums paid under coal purchase contracts. Also during 2007, the Company had gains on SO_2 emissions allowance sales of only $2,972,000. Therefore, the Company added the difference between the $5,000,000 base gains on SO_2 allowance sales and the actual gains on sales of SO_2 allowance sales, or $2,028,000, to the tracker. In addition, the Company added interest of $110,000 on the $2,028,000 to the tracker. For January through September of 2008 there are additional net sulfur premiums of $1,588,000. Reflecting all of the above activities, the SO_2 tracker balance is not a regulatory liability but a regulatory asset of $8,534,000 at September 30, 2008. This $8,534,000 SO_2 regulatory asset balance at September 30, 2008, per the Report and Order in Case No. ER-2008-0318, is being amortized over two years, and $3,911,000 is included as a pro forma adjustment to the operating and maintenance expenses on Schedule GSW-E11 to reflect a full year's amortization of $4,267,000 in the test year operating expenses.

Q. What activity was reflected in the SO_2 tracker from the end of the true-up period of September 30, 2008 in Case No. ER-2008-0318 through March 31, 2009?

A. During the period of October 2008 through March 31, 2009 the Company recorded $1,099,000 of sulfur premiums. Also during 2008, the Company had gains on SO_2 emissions allowance sales of only $926,000. Therefore, the Company added the difference between the $5,000,000 base gains on SO_2 allowance sales and the actual gains on sales of SO_2 allowance sales or $4,074,000 to the tracker. In addition, the Company added interest of $40,000 on the $4,074,000 to the tracker. Reflecting all of the above activities, the SO_2 tracker balance is not a regulatory liability but a regulatory asset of $5,213,000 at March 31, 2009. $2,607,000 is included as a pro forma adjustment to the operating and maintenance expenses on Schedule GSW-E11 to reflect the two-year amortization of the March 31, 2009 balance.

Q. Is the Company proposing to continue or discontinue the SO_2 tracker?

A. The Company is proposing to discontinue the SO_2 tracker. The sulfur premiums and discounts in coal contracts relate to the cost of the coal and consequently it is logical that they be reflected as fuel cost and included in the FAC as incurred. The Company also has not sold nor does it intend to sell SO_2 emission allowances beyond the small amount required by the EPA. The reflection of $5 million in assumed annual gains on SO_2 allowance sales in the SO_2 tracker is no longer necessary or appropriate. In addition, the Company is proposing an ECRM in this filing and the actual gains on SO_2

allowance sales as well as the cost of purchasing allowances will be included in the ECRM, since SO_2 allowance sales and purchases are directly related to environmental compliance and are most appropriately dealt with in the ECRM.

VI. TRACKER FOR PENSION AND OTHER POST-EMPLOYMENT BENEFITS

Q. Please explain the operation of the tracker for pension and other post-employment benefits.

A. Attachment C to the Stipulation and Agreement as to Certain Issues/Items in Case No. ER-2007-0002 (approved by the Commission) created a tracker for pension and other post-employment benefits. Item 6 of Attachment C states "Regulatory assets or liabilities shall be established on AmerenUE's books to track the difference between the level of FAS 87 and FAS 106 costs AmerenUE incurs during the period between general electric rate cases and the level of FAS 87 and FAS 106 costs built into rates for that period. If the FAS 87, or FAS 106, cost during the period is more than the FAS 87, or FAS 106, cost built into rates for the period, AmerenUE shall establish a regulatory asset which has been reduced by any existing regulatory liability for pensions, or OPEBs, maintained pursuant to the following paragraph. If the FAS 87, or FAS 106, cost during the period, adjusted for any amount of such expense used to reduce a regulatory liability maintained pursuant to the following paragraph, is less than the cost built into rates for the period, AmerenUE shall establish a regulatory liability. Since this is a cash item, the regulatory asset or liability will be included in rate base for purposes of setting new rates in the next rate case, and amortized over 5 years beginning with the effective date of the new rates."

Q. What activity occurred between June 2007 and the end of the true-up in Case No. ER-2008-0318 (September 30, 2008) with regard to this tracker?

A. During the period of June 2007 through September 2008, the actual expenses incurred by the Company for FAS 87 and FAS 106 were less than the costs included in rates. Thus the Company had a regulatory liability of $11,402,000 for FAS 87 and a regulatory liability of $19,903,000 for FAS 106. In the Report and Order in Case No. ER-2008-0318 the September 30, 2008 regulatory liability balances for FAS 87 and FAS 106 were ordered to be amortized over five years. Schedule GSW-E11 reflects a full year's amortization of these regulatory liabilities. These regulatory liability balances after being reduced for one year's amortization are for FAS 87 $9,270,000 and FAS 106 $16,181,000 and have been reflected as a reduction to the rate base on Schedule GSW-E9.

Q. What activity was reflected in the pension and OPEB tracker from the end of the true-up period of September 30, 2008 in Case No. ER-2008-0318 through February 28, 2010, the end of the true-up period proposed in this filing?

A. A new regulatory asset/liability has been calculated for the period October 2008 through February 2010. For FAS 87 the balance at February 28, 2010 is a regulatory asset of $4,877,000 and for FAS 106 the balance at February 28, 2010 is a regulatory liability of $12,559,000. These balances have been reflected as an addition or reduction, if a regulatory asset or liability, to the rate base on Schedule GSW-E9.

VII. VEGETATION MANAGEMENT/INFRASTRUCTURE INSPECTION TRACKER

Q. Please explain the operation of the tracker for vegetation management and infrastructure inspections.

A. In the Report and Order in Case No. ER-2008-0318, the Company was ordered to establish a mechanism to track future vegetation management and infrastructure inspection costs. The base level was set at $54.1 million for vegetation management costs and $10.7 for infrastructure inspection costs. Actual expenditures are to be tracked around that base level with the creation of a regulatory liability in any year when AmerenUE spends less than the base amount and a regulatory asset in any year when AmerenUE spends more than the base amount. These assets and liabilities are to be netted against each other and considered in the Company's next rate case. The Company has established the tracker for the vegetation management and infrastructure inspections and is tracking the costs. As the tracker was established in March 2009, there is not a full year of tracked costs and therefore no regulatory asset or liability established in this case.

Q. Is the Company proposing any changes to base amounts set in the vegetation management and infrastructure inspections tracker?

A. Yes. The combined costs for vegetation management and infrastructure inspections are continuing to increase. Therefore, the Company is requesting to increase the base level to be tracked for vegetation management by $1.4 million to $55.5 million and to slightly decrease the base level for infrastructure inspections to $10.4 million. These levels represent the two year average of the Company's budgeted expenditures for the years 2010 and 2011, just as the tracker base level established in the Report and Order in Case No. ER-2008-0318 used the two year average expenditures for the years 2009 and 2010. $8,533,000 is included as pro forma adjustments to the operating and maintenance expenses on Schedule GSW-E11 to reflect an annual level of expenditures at the proposed new base levels.

VIII. ENVIRONMENTAL COST RECOVERY MECHANISM

Q. What is the purpose of your direct testimony relating to the environmental cost recovery mechanism?

A. The purpose of my testimony is to explain the mechanics and administration of the Company's proposed ECRM. AmerenUE witness Mark C. Birk addresses the merits of the ECRM in his direct testimony.

Q. Please describe the general design and intended operation of the proposed ECRM.

A. The proposed ECRM tariff is attached to Mr. Birk's testimony as Schedule MCB-E1. Net increases or decreases in the Company's environmental revenue requirement relative to the base environmental revenue requirement that the Commission will approve in this rate case, calculated as provided for in the Commission's newly-adopted ECRM rules, will be reflected in two ECRM rate adjustments per year.

Q. How will these rate adjustments work?

A. Environmental Cost Adjustment rates will be filed up to two months after the end of an "Accumulation Period" for which the difference between the Company's environmental revenue requirement (Factor ERR in the ECRM tariff) and the Commission-approved base environmental revenue requirement (Factor ERRB in the ECRM tariff) is determined. This difference between actual and base environmental revenue requirement will be reflected as an Environmental Cost Adjustment (ECA_C) credit or debit stated as a separate line item on customers' bills.

Q. Over what period will deviations between the actual environmental revenue requirement and the environmental revenues collected through retail rates be recovered?

A. This deviation will be recovered with interest (as specified in Factor I) during a 12-month Recovery Period. This is accomplished through the ECA_{RP} rate component of the ECA_C rate.

Q. How are additions or depreciation of environmental capital assets handled within the ECRM mechanism?

A. The ECRM also includes an "environmental capital cost adjustment" rate (Factor ECA_B in the ECRM tariff) which adjusts both the ECA_C rate and the ERRB Factor starting with the next Recovery Period for positive or negative changes in capital-related environmental revenue requirement (i.e., depreciation, taxes, and return on capital) during the most recent Accumulation Period. This ECA_B factor reflects the change in the capital-related revenue requirement associated with changes in environmental rate base between (1) the environmental rate base reflected on the Company's books and records as of the last day of the prior Accumulation Period and (2) the environmental rate base that the Commission will have approved in this rate case. This ECA_B rate component ensures that the addition to or depreciation of environmental capital assets between the prior rate case and the conclusion of the most recent Accumulation Period is reflected in the ECA_C rates that will become effective starting with the next Recovery Period. This will reduce the extent to which the environmental revenue requirement is over- or under-recovered during the various Accumulation Periods.

Q. Will revenues collected in each Recovery Period be trued-up to ensure that they ultimately match revenues that were authorized for collection in each Recovery Period?

A. Yes. After each Recovery Period, a true-up filing will be made to adjust the ECA_C rate prospectively for any difference between revenues billed and the revenue authorized for collection under the ECRM during the preceding Recovery Period. Those differences arise because the actual kilowatt-hour sales that occur during the Recovery Period will almost certainly be different than the normalized kWh sales that were forecasted for purposes of determining the ECRM rate (Factor $ECA_{(RP)}$ in the ECRM tariff) for the subject Recovery Period.

Q. Is there a limit on the size of the rate adjustments that can be made in a given 12-month period?

A. Yes. Because of the requirements of Senate Bill 179 ("S.B. 179")[1], the ECRM-related recoveries from ratepayers in a twelve month period (excluding certain specified taxes) cannot exceed 2.5% of the Company's annual Missouri gross jurisdictional base rate retail revenues established in the rate case approving the ECRM mechanism. Consequently, the Company has included this cap in the ECRM tariff. S.B. 179 and the tariff also provide that a separate 2.5% increase in the cap will apply to each 12-month period, and provide for recovery of deferrals created by the cap (if any), with interest at the utility's approved return on rate base (i.e., the utility's net of tax cost of capital), as specifically prescribed by S.B. 179.

Q. Are there any other noteworthy features of the ECRM tariff?

A. Yes. The Commission's ECRM rules require adjustments to the ECRM rates to account for service taken at differing voltage levels. Consequently, the Company's proposed ECRM tariff adjusts the ECRM rates for voltage levels. Moreover, S.B. 179 and the Commission's ECRM rules dictate that if an ECRM is implemented the utility must file another general rate proceeding with the effective date of new rates to be not more than four years after the effective date of the Commission's order approving the ECRM, and also require that the ECRM be subject to mandatory prudence reviews and true-ups. These requirements are reflected in the ECRM tariff. Additional information relating to the general design and intended operation of the ECRM can be found in Item (D) to Schedule MCB-E2 attached to Mr. Birk's direct testimony.

Q. What type of costs will be recovered under the ECRM?

A. S.B. 179 and the Commission's ECRM rules authorize use of an ECRM to recover prudently incurred costs, whether capital or expense, directly related to compliance with any federal, state, or local environmental law, regulation or rule. In addition, any applicable gross receipts taxes, sales taxes, or other similar pass-through taxes that are related to the rate adjustment may be recovered under an ECRM. Factor "ERR" in the ECRM tariff and Item (H) in Schedule MCB-E2 detail the environmental costs to be recovered via AmerenUE's proposed ECRM. This recovery includes all environmental revenue requirement related to (1) expensed environmental costs (other than taxes and depreciation associated with capital projects) incurred during the Accumulation Period directly related to compliance with federal, state or local environmental laws, regulations or rules (to be offset by net revenues from the sale of

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[1] Section 386.266.2, RSMo. (Cum. Supp. 2008).

emission allowances); and (2) the depreciation, taxes, and return on capital associated with any major capital projects whose primary purpose is to permit the electric utility to comply with any federal, state or local environmental law, regulation or rule.

The Company has calculated the "Environmental Revenue Requirement" (Factor "ERR" in the ECRM tariff) for the test year with pro forma adjustments through the anticipated true-up date, as provided for in the Commission's ECRM rules. The "base" ERR of $54,660,772 is presented on Schedule GSW-E21.

Q. Please describe how this environmental revenue requirement is used.

A. For AmerenUE's proposed ECRM, the ERR establishes the sum built into base rates relating to the Company's compliance with environmental laws, regulations or rules. As those environmental costs increase or decrease, the new level of the costs experienced during a particular Accumulation Period, as outlined in the ECRM tariff, is compared to the amount built into base rates. That difference, translated into a cents-per-kWh rate will raise or lower the Company's retail rates, depending on whether these costs increased or decreased from the base level during the Accumulation Period at issue.

This means, for example, that if the depreciation expense, taxes and return on the capital projects included in the calculation of the Company's base environmental revenue requirement declined during a particular Accumulation Period by more than other increases in environmental costs during that same Accumulation Period, the Company's rates would go down as a result of the ECRM adjustment.

Q. Please explain how the Accumulation Periods and Recovery Periods outlined in the ECRM tariff are determined.

A. As described in the proposed ECRM tariff, the initial Accumulation Period would begin on the first day of the month following the filing of compliance tariffs as a result of the Commission's Report and Order in this case and end on the last day of January 2010. The Filing Date for this Accumulation Period would be no later than April 1 and the 12-month Recovery Period would start on June 1. This schedule will synchronize the Recovery Period and associated rate changes with one of the three FAC-related rate changes, which also coincides with the June 1 change in seasonal rates. The second Accumulation Period would be from the beginning of February 2010 through the end of May 2010, with a Filing Date of no later than August 1, 2010, and a 12-month Recovery, each starting on October 1. This would, again, synchronize the second ECRM-related rate change with one of the FAC-related rate changes, which also coincides with the October 1 change of seasonal rates. Subsequent Accumulation Periods would follow these June through January and February through May pattern, as depicted on Schedule GSW-E22.

Q. How will the proposed ECRM be trued-up to reflect over- or under-collections?

A. At the first Filing Date after the end of each Recovery Period, which occurs by April 1 or August 1 each year (no more than two months after the end of each Accumulation Period), a detailed accounting will be prepared of the amounts actually recovered during the Recovery Period versus environmental costs which were expected and authorized to be recovered based upon the projected (normalized) level of kWh sales. Over- or under-recoveries with interest will then be reflected in rates through operation of the ECRM mechanism. Additional information on the specifics of the true-up process is included in Item (F) of Schedule MCB-E2.

Q. Do the rate adjustments and the true-ups in the ECRM coincide with rate adjustments and true-ups in the Company's fuel adjustment clause?

A. Yes, the ECRM mechanism is designed so that the two ECRM adjustments would coincide with two of the FAC adjustments and the true-ups in both mechanisms would also coincide.

Q. How is the Company's proposed ECRM compatible with S.B. 179's requirement for prudence reviews occurring no less frequently than every 18 months?

A. AmerenUE's proposed ECRM is compatible with the requirement for prudence reviews for several reasons. AmerenUE's proposed ECRM is based on actual environmental expense and capital costs, which simplifies the prudence review. Item (K) in Schedule MCB-E2 to Mr. Birk's direct testimony provides detailed information on how the costs can be compared to contracts and invoices as part of the prudence review, among other things. Moreover, 4 CSR 240-20.091(5), requires the monthly filing containing information that can be used as part of the prudence review process.

IX. INTERIM REVENUE REQUIREMENT

Q. Are you responsible for calculating the revenue requirement that is the basis for the Company's request for interim rate relief in this case?

A. Yes, I am.

Q. What is the amount of the interim revenue requirement requested by the Company, and what items are included in the interim revenue requirement?

A. The Company is requesting that rates be approved that permit it to recover approximately $37.3 million of its requested increase in revenue requirement on an interim basis, subject to refund, effective October 1, 2009. This interim revenue requirement increase is calculated based only on the cost of net plant additions that have been placed in service from September 30, 2008 (the end of the true-up period in the Company's last rate case) to May 30, 2009, the most current month for which accounting data is available. The interim revenue requirement increase includes depreciation expense, income taxes and return on the net plant additions. The depreciation rates and rate of return approved in the Report and Order in Case No. ER-2008-0318 was used to calculate the interim revenue requirement.

Q. What is the basis for the Company's request to recover these costs on an interim basis, subject to refund?

A. As outlined in the direct testimony of AmerenUE witness Warner L. Baxter, the Company is experiencing significant regulatory lag—a delay between the time when expenditures are made and the time that those expenditures are recovered in rates. An interim rate increased based upon the cost of these capital additions (which are already serving customers) on an interim basis will help mitigate regulatory lag and reduce the Company's need to access external capital in the long run, to the ultimate benefit of customers.

X. <u>CONCLUSIONS</u>

Q. Please summarize your testimony and conclusions.

A. My testimony and attached schedules have developed the Company's Missouri jurisdictional rate base and revenue requirement. As summarized on Schedule

GSW-E19, the Company's Missouri jurisdictional revenue requirement, including the Company's proposed 8.577% return on rate base, exceeds the pro forma operating revenues at present rates by $401,533,000. The Company should be allowed to increase its rates to permit it to recover this $401,533,000 in additional revenue requirement. The Company should be allowed to discontinue the SO_2 tracker with the sulfur premiums and discounts on coal being reflected in the FAC and the gains on the sales of SO_2 emission allowances reflected in the Company's proposed ECRM. The vegetation management and infrastructure inspections tracker should be set to the level of budgeted expenditures for the years 2010 and 2011. Finally, the Company should be authorized to implement an environmental cost recovery mechanism, and should be permitted to implement an interim rate increase to recover the interim revenue requirement I have calculated.

Q. Does this conclude your direct testimony?

A. Yes, it does.

**BEFORE THE PUBLIC SERVICE COMMISSION
OF THE STATE OF MISSOURI**

In the Matter of Union Electric Company d/b/a AmerenUE for Authority to File Tariffs Increasing Rates for Electric Service Provided to Customers in the Company's Missouri Service Area.	)))))	Case No. ER-2010-

AFFIDAVIT OF GARY S. WEISS

**STATE OF MISSOURI)
) ss
CITY OF ST. LOUIS)**

Gary S. Weiss, being first duly sworn on his oath, states:

1. My name is Gary S. Weiss. I work in the City of St. Louis, Missouri, and I am employed by Union Electric Company d/b/a AmerenUE as Manager, Regulatory Accounting.

2. Attached hereto and made a part hereof for all purposes is my Direct Testimony on behalf of AmerenUE consisting of 48 pages, and Schedules GSW-E1 — GSW-E22, all of which have been prepared in written form for introduction into evidence in the above-referenced docket.

3. I hereby swear and affirm that my answers contained in the attached testimony to the questions therein propounded are true and correct.

Gary S. Weiss
Gary S. Weiss

Subscribed and sworn to before me this 24th day of July, 2009.

Amanda Tesdall
Notary Public

My commission expires:

Amanda Tesdall - Notary Public
Notary Seal, State of
Missouri - St. Louis County
Commission #07158967
My Commission Expires 7/29/2011

AmerenUE
ORIGINAL COST OF ELECTRIC PLANT
BY FUNCTIONAL CLASSIFICATION AT MARCH 31, 2009 WITH TRUE-UP THROUGH FEBRUARY 28, 2010
($000)

LINE	FUNCTIONAL CLASSIFICATION (A)	TOTALS PER BOOKS (B)	PRO FORMA ADJUSTMENTS (C)	PRO FORMA ELECTRIC TOTALS (D)
	INTANGIBLE PLANT			
1	FRANCHISES - PRODUCTION	$ 19,122	$ 7,115	$ 26,237
2	OTHER INTANGIBLE PLANT-PRODUCTION	19,437	201	19,638
3	OTHER INTANGIBLE PLANT-DISTRIBUTION	5,123	-	5,123
4	**TOTAL INTANGIBLE PLANT**	43,682	7,316	50,998
	PRODUCTION PLANT			
5	NUCLEAR	3,183,156	10,248	3,193,404
6	CALLAWAY POST OPERATIONAL	116,731	-	116,731
7	CALLAWAY DISALLOWANCES	(357,588)	-	(357,588)
8	STEAM	2,969,453	75,993	3,045,446
9	HYDRAULIC	268,721	42,043	310,764
10	OTHER	1,189,230	7,843	1,197,073
11	**TOTAL PRODUCTION PLANT**	7,369,703	136,127	7,505,830
12	**TRANSMISSION PLANT**	629,816	9,237	639,053
13	**DISTRIBUTION PLANT**	4,005,464	232,210	4,237,674
14	**GENERAL PLANT**	528,133	24,409	552,542
15	**TOTAL PLANT IN SERVICE**	**$ 12,576,798**	**$ 409,299**	**$ 12,986,097**

PRO FORMA ADJUSTMENTS

16	(1) Eliminate Plant balances related to FAS 143 Asset Retirement Obligation		
17	NUCLEAR	$ -	
18	STEAM	(26,101)	
19	DISTRIBUTION	(338)	
20	GENERAL	(232)	
21	TOTAL		$ (26,671)
22	(2) Plant Additions for the true-up period April through February 2010		
23	INTANGIBLE FRANCHISES - PRODUCTION	7,115	
24	OTHER INTANGIBLE PLANT-PRODUCTION	201	
25	NUCLEAR	10,248	
26	STEAM	102,094	
27	HYDRAULIC	42,043	
28	OTHER	7,843	
29	TRANSMISSION	9,237	
30	DISTRIBUTION	232,548	
31	GENERAL	30,947	
32	TOTAL		442,276
33	(3) Eliminate portions of plant in service for multi use general facilities which are applicable to gas		
34	operations. For convenience, such facilities are recorded as electric plant but are commonly used for		
35	both electric and gas. These items are allocated on the basis of labor.		
36	GENERAL		(6,306)
37	**TOTAL PRO FORMA ADJUSTMENTS**		**$ 409,299**

AmerenUE
ORIGINAL COST OF ELECTRIC PLANT
BY FUNCTIONAL CLASSIFICATION ALLOCATED TO MISSOURI JURISDICTIONAL
AT MARCH 31, 2009 WITH TRUE-UP THROUGH FEBRUARY 28, 2010
($000)

LINE	FUNCTIONAL CLASSIFICATION (A)	PRO FORMA ELECTRIC TOTALS (B)	ALLOCATION (C)	MISSOURI JURISDICTIONAL (D)
	INTANGIBLE PLANT			
1	FRANCHISES - PRODUCTION	$ 26,237	FIXED	$ 25,080
2	OTHER INTANGIBLE PLANT-PRODUCTION	19,638	FIXED	18,772
3	OTHER INTANGIBLE PLANT-DISTRIBUTION	5,123	DIRECT	5,098
4	**TOTAL INTANGIBLE PLANT**	**50,998**		**48,950**
	PRODUCTION PLANT			
5	NUCLEAR	3,193,404	FIXED	3,052,575
6	CALLAWAY POST OPERATIONAL	116,731	FIXED	111,583
7	CALLAWAY DISALLOWANCES	(357,588)	DIRECT	(339,359)
8	STEAM	3,045,446	FIXED	2,911,142
9	HYDRAULIC	310,764	FIXED	297,059
10	OTHER	1,197,073	FIXED	1,144,282
11	**TOTAL PRODUCTION PLANT**	**7,505,830**		**7,177,282**
12	**TRANSMISSION PLANT**	**639,053**	DIRECT	**639,053**
13	**DISTRIBUTION PLANT**	**4,237,674**	DIRECT	**4,217,395**
14	**GENERAL PLANT**	**552,542**	LABOR	**534,584**
15	**TOTAL PLANT IN SERVICE**	**$ 12,986,097**		**$ 12,617,264**

AmerenUE
RESERVES FOR DEPRECIATION AND AMORTIZATION
BY FUNCTIONAL CLASSIFICATION AT MARCH 31, 2009 WITH TRUE-UP THROUGH FEBRUARY 28, 2010
($000)

LINE	FUNCTIONAL CLASSIFICATION (A)	TOTALS PER BOOKS (B)	PRO FORMA ADJUSTMENTS (C)	PRO FORMA ELECTRIC TOTALS (D)
	INTANGIBLE PLANT			
1	FRANCHISES - PRODUCTION	$ 1,166	$ 682	$ 1,848
2	MISC INTANGIBLE PLANT - PROD	12,769	4,519	17,288
3	MISC INTANGIBLE PLANT - DIST	4,698	-	4,698
4	**TOTAL INTANGIBLE PLANT**	18,633	5,201	23,834
	PRODUCTION PLANT			
5	NUCLEAR	1,214,535	56,764	1,271,299
6	CALLAWAY POST OPERATIONAL	59,268	3,380	62,648
7	STEAM	1,308,661	46,629	1,355,290
8	HYDRAULIC	72,124	7,575	79,699
9	OTHER	466,702	28,595	495,297
10	**TOTAL PRODUCTION PLANT**	3,121,290	142,943	3,264,233
11	**TRANSMISSION PLANT**	222,325	12,789	235,114
12	**DISTRIBUTION PLANT**	1,760,800	128,306	1,889,106
13	**GENERAL PLANT**	256,108	20,370	276,478
14	**TOTAL DEPRC. & AMORT RESERVE**	**$ 5,379,156**	**$ 309,609**	**$ 5,688,765**
	PRO FORMA ADJUSTMENTS			
15	(1) Eliminate Reserve balances related to FAS 143 Asset Retirement Obligation			
16	NUCLEAR		$ -	
17	STEAM		(7,865)	
18	DISTRIBUTION		(254)	
19	GENERAL		(148)	
20	TOTAL			$ (8,267)
21	(2) Reserve Balance at March 31, 2009 adjusted to reflect Reserve Balance at			
22	February 28, 2010.			
23	INTANGIBLE FRANCHISES - PROD		583	
24	MISC INTANGIBLE PLANT - PROD		4,503	
25	MISC INTANGIBLE PLANT - DIST		-	
26	NUCLEAR		60,060	
27	STEAM		53,737	
28	HYDRAULIC		3,727	
29	OTHER		28,509	
30	TRANSMISSION		12,713	
31	DISTRIBUTION		125,767	
32	GENERAL		23,135	
33	TOTAL			312,734
34	(3) Adjustment to depreciation reserve for the additions to plant in service for			
35	the true-up period of April through February 28, 2010.			
36	INTANGIBLE FRANCHISES - PROD		99	
37	MISC INTANGIBLE PLANT - PROD		16	
38	NUCLEAR		84	
39	STEAM		757	
40	HYDRAULIC		165	
41	OTHER		86	
42	TRANSMISSION		76	
43	DISTRIBUTION		2,793	
44	GENERAL		538	
45	TOTAL			4,614
46	(4) Reserve Balance adjustment to eliminate Taum Sauk Removal Cost.			
47	HYDRAULIC			3,683
48	(5) Eliminate portions of plant in service for multi use general facilities which are			
49	applicable to gas operations. For convenience, such facilities are recorded			
50	as electric plant but are commonly used for both electric and gas. These			
51	items are allocated on the basis of labor.			
52	GENERAL			(3,155)
53	**TOTAL PRO FORMA ADJUSTMENTS**			**$ 309,609**

AmerenUE
RESERVES FOR DEPRECIATION & AMORTIZATION OF ELECTRIC UTILITY PROPERTY
BY FUNCTIONAL CLASSIFICATION ALLOCATED TO MISSOURI JURISDICTIONAL
AT MARCH 31, 2009 WITH TRUE-UP THROUGH FEBRUARY 28, 2010
($000)

LINE	FUNCTIONAL CLASSIFICATION (A)	PRO FORMA ELECTRIC TOTALS (B)	ALLOCATION (C)	MISSOURI JURISDICTIONAL (D)
	INTANGIBLE PLANT			
1	FRANCHISES - PRODUCTION	$ 1,848	FIXED	$ 1,767
2	MISC INTANGIBLE PLANT - PROD	17,288	FIXED	16,526
3	MISC INTANGIBLE PLANT - DIST	4,698	DIRECT	4,675
4	**TOTAL INTANGIBLE PLANT**	23,834		22,968
	PRODUCTION PLANT			
5	NUCLEAR	1,271,299	NUCLEAR	1,216,379
6	CALLAWAY POST OPERATIONAL	62,648	FIXED	59,885
7	STEAM	1,355,290	FIXED	1,295,522
8	HYDRAULIC	79,699	FIXED	76,184
9	OTHER	495,297	FIXED	473,454
10	**TOTAL PRODUCTION PLANT**	**3,264,233**		**3,121,424**
11	**TRANSMISSION PLANT**	**235,114**	DIRECT	**235,114**
12	**DISTRIBUTION PLANT**	**1,889,106**	DIRECT	**1,880,038**
13	**GENERAL PLANT**	**276,478**	LABOR	**267,492**
14	**TOTAL DEPRC. & AMORT RESERVE**	**$ 5,688,765**		**$ 5,527,036**

AmerenUE
AVERAGE FUEL AND MATERIALS & SUPPLIES INVENTORIES
AT MARCH 31, 2009 WITH TRUE-UP THROUGH FEBRUARY 28, 2010
($000)

LINE	DESCRIPTION (A)	TOTALS PER BOOKS (B)	PRO FORMA ADJUSTMENTS (C)	PRO FORMA ELECTRIC TOTALS (D)
1	**AVERAGE NUCLEAR FUEL**	$ 64,068	**$ -**	**$ 64,068**
	AVERAGE FOSSIL FUEL:			
2	COAL	126,512	16,675	143,187
3	OIL	6,047	-	6,047
4	GAS STORAGE FOR CTG'S	5,466	-	5,466
5	PROPANE	169	(169)	-
6	**TOTAL FOSSIL FUEL**	**138,194**	**16,506**	**154,700**
7	**GENERAL MATERIALS AND SUPPLIES**	166,607	(1,850)	**164,757**
8	**TOTAL**	**$ 368,869**	**$ 14,656**	**$ 383,525**

LINE		
	PRO FORMA ADJUSTMENT	
9	(1) Adjust Coal Supply to reflect 13 month average inventory priced at the Feb. 2010 coal	$ 16,675
10	(2) Eliminate propane which is applicable to gas operations.	(169)
11	(3) Eliminate portions of average fuel and general materials and supplies which are applicable to gas operations.	(1,850)
12	**TOTAL PRO FORMA ADJUSTMENTS**	$ 14,656

AmerenUE
AVERAGE FUEL AND MATERIALS & SUPPLIES ALLOCATED TO MISSOURI JURISDICTIONAL
AT MARCH 31, 2009 WITH TRUE-UP THROUGH FEBRUARY 28, 2010
($000)

LINE	FUEL TYPE/MATERIALS AND SUPPLIES (1) (A)	PRO FORMA ELECTRIC TOTALS (B)	ALLOCATION (C)	MISSOURI JURISDICTIONAL (D)
1	**AVERAGE NUCLEAR FUEL: (1)**	**$ 64,068**	VARIABLE	**$ 60,813**
	AVERAGE FOSSIL FUEL			
2	COAL (2)	143,187	VARIABLE	135,913
3	OIL	6,047	VARIABLE	5,740
4	GAS STORAGE FOR CTG'S	5,466	VARIABLE	5,188
5	PROPANE	-	VARIABLE	-
6	**TOTAL FOSSIL FUEL**	**154,700**		**146,841**
	AVERAGE GENERAL M & S			
7	PRODUCTION	107,511	VARIABLE	102,050
8	TRANSMISSION	3,999	DIRECT	3,999
9	DIRECT DISTRIBUTION	53,247	DIRECT	53,163
10	**TOTAL GENERAL MATERIALS AND SUPPLIES**	164,757		159,212
11	**TOTAL**	**$ 383,525**		**$ 366,866**

12 (1) Reflects 18 month average of Unburned Nuclear Fuel in Reactor while all other items reflect a 13 month average balance.
13 (2) The coal inventory is adjusted to reflect 13 month average inventory priced at the Feb. 2010 coal prices.

AmerenUE
AVERAGE PREPAYMENTS
MARCH 31, 2009
($000)

LINE	DESCRIPTION (A)	TOTALS PER BOOKS(1) (B)	PRO FORMA ADJUSTMENTS (C)	PRO FORMA ELECTRIC TOTALS (D)
1	RENTS (3)	$ 25	$ (1)	$ 24
2	INSURANCE - DIRECT (2)	7,353	(1,253)	6,100
3	INSURANCE - ALLOCATED (3)	218	(4)	214
4	REG. COMMISSION ASSESSMENTS (3)	13	-	13
5	FREIGHT ON COAL (2)	591	-	591
6	M/A COMM RADIO SYS SRVC AGREEMENT (3)	144	(3)	141
7	MEDICAL AND DENTAL VEBA (3)	2,877	(59)	2,818
8	SYBASE MAINTENANCE (3)	27	-	27
9	COAL CAR LEASE (2)	490	-	490
10	**TOTAL AVERAGE PREPAYMENTS**	**$ 11,738**	**$ (1,320)**	**$ 10,418**

11 (1) Reflects 13 month average
12 (2) Directly assigned to electric or gas.
13 (3) Allocated to gas based on operating expenses excluding fuel and purchased power.

PRO FORMA ADJUSTMENT

14	(1) Eliminate portions of prepayments which are applicable to gas operations. Allocated between electric and gas operations based on operating expenses excluding purchased power, off-system sales and purchased gas.	$ (1,320)
15		
16		

AmerenUE
AVERAGE ELECTRIC PREPAYMENTS
ALLOCATED TO MISSOURI JURISDICTION
MARCH 31, 2009
($000)

LINE	DESCRIPTION (A)	PRO FORMA ELECTRIC TOTALS (B)	MISSOURI JURISDICTIONAL (1) (C)
1	RENTS	$ 24	$ 23
2	INSURANCE - DIRECT	6,100	5,864
3	INSURANCE - ALLOCATED	214	206
4	REG. COMMISSION ASSESSMENTS	13	12
5	FREIGHT ON COAL	591	568
6	M/A COMM RADIO SYS SRVC AGREEMT	141	136
7	MEDICAL AND DENTAL VEBA	2,818	2,709
8	SYBASE MAINTENANCE	27	26
9	COAL CAR LEASE	490	471
10	**TOTAL AVERAGE PREPAYMENTS**	**$ 10,418**	**$ 10,015**

11 (1) Allocated to Missouri Jurisdictional based on operating expenses allocated to Missouri as a percent of
12 the total electric operating expenses.

AmerenUE
MISSOURI ELECTRIC
CASH WORKING CAPITAL
TWELVE MONTHS ENDED MARCH 31, 2009 WITH TRUE-UP THROUGH FEBRUARY 28, 2010
($000)

LINE	DESCRIPTION (A)	REVENUE LAG(1) (B)	EXPENSE LEAD (1) (C)	NET LEAD/LAG (D)	FACTOR (E)	TEST YEAR EXPENSE (F)	CASH WORKING CAPITAL REQUIREMENT (G)
1	PENSIONS AND BENEFITS	36.820	(32.900)	3.920	0.010740	$ 108,558	$ 1,166
2	PURCHASED POWER	36.820	(22.500)	14.320	0.039233	128,333	5,035
3	PAYROLL & WITHHOLDINGS	36.820	(11.510)	25.310	0.069342	343,990	23,853
4	FUEL						
5	NUCLEAR	36.820	(15.210)	21.610	0.059205	72,522	4,294
6	COAL	36.820	(21.310)	15.510	0.042493	627,394	26,660
7	OIL	36.820	(13.180)	23.640	0.064767	2,106	136
8	NATURAL GAS	36.820	(39.450)	(2.630)	(0.007205)	27,928	(201)
9	UNCOLLECTIBLE ACCOUNTS	36.820	(36.820)	0.000	-	11,690	-
10	OTHER OPERATING EXPENSES	36.820	(42.140)	(5.320)	(0.014575)	472,227	(6,883)
11	TOTAL O&M EXPENSES					1,794,748	
12	**TOTAL CASH WORKING CAPITAL REQUIREMENT**						**54,060**
13	FICA - EMPLOYER'S PORTION	36.820	(13.160)	23.660	0.064822	20,439	1,325
14	FEDERAL UNEMPLOYMENT TAXES	36.820	(76.380)	(39.560)	(0.108384)	241	(26)
15	STATE UNEMPLOYMENT TAXES	36.820	(76.380)	(39.560)	(0.108384)	509	(55)
16	CORPORATE FRANCHISE TAXES	36.820	77.000	113.820	0.311836	1,997	623
17	PROPERTY TAXES	36.820	(183.000)	(146.180)	(0.400493)	96,997	(38,847)
18	SALES TAXES	36.820	(35.210)	1.610	0.004411	42,657	188
19	USE TAXES	36.820	(76.380)	(39.560)	(0.108384)	1,261	(137)
20	GROSS RECEIPTS TAXES	23.410	(51.050)	(27.640)	(0.075726)	98,361	(7,448)
21	ST. LOUIS PAYROLL EXPENSE TAXES	36.820	(76.380)	(39.560)	(0.108384)	52	(6)
22	TOTAL TAXES					262,514	
23	**NET CUSTOMER SUPPLIED FUNDS**						**(44,383)**
24	**NET CASH WORKING CAPITAL REQUIREMENT**						**$ 9,677**

25 (1) Revenue Lag and Expense Lead per direct testimony of Company witness Michael J. Adams.

AmerenUE
INTEREST EXPENSE CASH REQUIREMENT AND
FEDERAL AND STATE INCOME TAX AND CITY EARNINGS TAX CASH REQUIREMENTS
FOR THE TWELVE MONTHS ENDED MARCH 31, 2009 WITH TRUE-UP THROUGH FEBRUARY 28, 2010
($000)

LINE	DESCRIPTION (A)		MISSOURI JURISDICTIONAL (B)
	INTEREST EXPENSE CASH REQUIREMENT		
1	MISSOURI JURISDICTIONAL INTEREST ON LONG-TERM DEBT	$	182,684
2	FACTOR PER DIRECT TESTIMONY OF MICHAEL J. ADAMS		-14.91%
3	**INTEREST EXPENSE CASH REQUIREMENT**	$	(27,242)
	FEDERAL INCOME TAX CASH REQUIREMENT		
4	MISSOURI JURISDICTIONAL CURRENT FEDERAL INCOME TAXES	$	170,951
5	FACTOR PER DIRECT TESTIMONY OF MICHAEL J. ADAMS		-0.29%
6	**FEDERAL INCOME TAX CASH REQUIREMENT**	$	(496)
	STATE INCOME TAX CASH REQUIREMENT		
7	MISSOURI JURISDICTIONAL STATE INCOME TAXES	$	26,864
8	FACTOR PER DIRECT TESTIMONY OF MICHAEL J. ADAMS		-0.29%
9	**STATE INCOME TAX CASH REQUIREMENT**	$	(78)
	CITY EARNINGS TAX CASH REQUIREMENT		
10	MISSOURI JURISDICTIONAL CITY EARNINGS TAX	$	324
11	FACTOR PER DIRECT TESTIMONY OF MICHAEL J. ADAMS		-64.98%
12	**CITY EARNINGS TAX CASH REQUIREMENT**	$	(211)

AmerenUE
AVERAGE CUSTOMER ADVANCES FOR CONSTRUCTION AND AVERAGE CUSTOMER DEPOSITS
MARCH 31, 2009
($000)

LINE	DESCRIPTION (A)	MISSOURI JURISDICTIONAL (B)
1	**AVERAGE CUSTOMER ADVANCES FOR CONSTRUCTION**	**$ (2,814)**
2	**AVERAGE CUSTOMER DEPOSITS**	**$ (15,641)**

AmerenUE
ALLOCATION OF ACCUMULATED DEFERRED INCOME TAXES
AT MARCH 31, 2009 WITH TRUE-UP THROUGH FEBRUARY 28, 2010
($000)

LINE	DESCRIPTION (A)	TOTAL ELECTRIC PER BOOKS (B)	PRO FORMA ADJUSTMENTS (C)	PRO FORMA ELECTRIC TOTAL (D)	MISSOURI JURISDICTIONAL (E)
1	**ACCOUNT 190**	$ 20,370	$ (375)	$ 19,995	$ 19,178
2	**ACCOUNT 282**	(1,322,086)	(102,658)	(1,424,744)	(1,379,384)
3	**ACCOUNT 283**	(39,483)	1,482	(38,001)	(36,597)
4	**TOTAL ACCUMULATED DEFERRED INCOME TAXES**	**$ (1,341,199)**	**$ (101,551)**	**$ (1,442,750)**	**$ (1,396,803)**

PRO FORMA ADJUSTMENT

5 Changes in balances from March 31, 2009 to end of true-up period February 28, 2010.

ALLOCATION TO MISSOURI JURISDICTIONAL

6 7	ACCOUNT 190	Items are allocated to Missouri Jurisdictional based on what the various items are related to. The net plant, variable, labor and fixed allocations are used to allocate the various items.
8	ACCOUNT 282	Items are functionalized and allocated to Missouri jurisdiction on the same basis as plant.
9 10	ACCOUNT 283	Items are allocated to Missouri Jurisdictional based on what the various items are related to. The net plant and fixed allocations are used to allocate the various items.

AmerenUE
ALLOCATION OF PENSION AND OTHER POST-EMPLOYMENT BENEFITS REGULATORY LIABILITIES
AT MARCH 31, 2009 WITH TRUE-UP THROUGH FEBRUARY 28, 2010
($000)

LINE	DESCRIPTION (A)	TOTAL COMPANY (B)	MISSOURI JURISDICTIONAL (1) (C)
	PENSIONS		
1	PENSION TRACKER REG LIABILITY AT 9/30/2008	$ (9,270)	$ (8,969)
2	PENSION TRACKER REG ASSET AT 2/28/2010	4,877	4,718
	OTHER POST-EMPLOYMENT BENEFITS		
3	OPEB TRACKER REG LIABILITY AT 9/30/2008	(16,181)	(15,655)
4	OPEB TRACKER REG LIABILITY AT 2/28/2010	(12,559)	(12,151)
5	**TOTAL REGULATORY LIABILITY**	$ (33,133)	$ (32,057)

6 (1) Allocated to Missouri Jurisdictional based on labor allocation.

AmerenUE
TOTAL ELECTRIC AND MISSOURI JURISDICTIONAL
PER BOOK AND PRO FORMA OPERATING REVENUES
FOR THE TWELVE MONTHS ENDED MARCH 31, 2009 WITH TRUE-UP THROUGH FEBRUARY 28, 2010
($000)

LINE		DESCRIPTION (A)	TOTAL ELECTRIC (B)	PRO FORMA ADJUSTMENTS (C)	ADJUSTED TOTAL ELECTRIC (D)
		OPERATING REVENUES			
1		MISSOURI JURISDICTIONAL	$ 2,148,193	$ 148,355	2,296,548
2		SALES FOR RESALE	24,200	(1,042)	23,158
3		OTHER ELECTRIC REVENUES	48,599	13,917	62,516
4		**TOTAL REVENUES**	**2,220,992**	**161,230**	**2,382,222**
		ADJUSTMENT FOR SYSTEM REVENUES:			
5		RENTAL PAYMENTS - INTERCOMPANY	(20,808)	-	(20,808)
6		LEASED LAND RENTAL REVENUE	(2,173)	-	(2,173)
7		AGRIC. LAND RENTAL REVENUE	(34)	-	(34)
8		OFF-SYSTEM SALES RENTAL REVENUE	(345)	-	(345)
9		MERAMEC TERMINAL REVENUE	-	-	-
10		**TOTAL SYSTEM REVENUES**	**(23,360)**	**-**	**(23,360)**
11		ALLOCATION OF SYSTEM REVENUES	23,360	-	23,360
12		DISPOSITION OF ALLOWANCES	4,331	-	4,331
13		OFF-SYSTEM SALES - ENERGY	465,444	(157,721)	307,723
14		OFF-SYSTEM SALES-CAPACITY REVENUE	8,051	4,571	12,622
15		**TOTAL REVENUES PER BOOKS**	**$ 2,698,818**	**$ 8,080**	**$ 2,706,898**
		PRO FORMA ADJUSTMENTS:			
16	(1)	REMOVE ADD ON REVENUE TAX	$ (99,961)		
17	(2)	ELIMINATE UNBILLED REVENUE			
18		MISSOURI JURISDICTIONAL	15,997		
19		SALES FOR RESALE	(1,053)		
20	(3)	ANNUALIZE 2009 RATE CHANGE	166,113		
21	(4)	ADJUST FOR NORMAL WEATHER			
22		MISSOURI JURISDICTIONAL	885		
23		SALES FOR RESALE	11		
24	(5)	ADJUST FOR GROWTH THROUGH MARCH	(153)		
25	(6)	ADJUST FOR GROWTH THROUGH FEBRUARY	10,952		
26	(7)	DAYS ADJUSTMENT	(3,721)		
27	(8)	ADJUST FOR BILLING UNITS	8,672		
28	(9)	ANNUALIZE CHANGE IN RESALE CUSTOMERS	49,571		
29	(10)	ELIMINATE PROVISION FOR RATE REFUNDS	12,696		
30	(11)	NORMALIZE TRANSMISSION REVENUES	1,221		
31	(12)	ADJUST OFF-SYSTEM SALES - ENERGY	(157,721)		
32	(13)	ADJUST OFF-SYSTEM SALES - CAPACITY REVENUE	4,571		
33		**TOTAL PRO FORMA ADJUSTMENTS**	$ 8,080		

AmerenUE
TOTAL ELECTRIC AND MISSOURI JURISDICTIONAL
PER BOOK AND PRO FORMA OPERATING REVENUES
FOR THE TWELVE MONTHS ENDED MARCH 31, 2009 WITH TRUE-UP THROUGH FEBRUARY 28, 2010
($000)

LINE	DESCRIPTION (A)	ADJUSTED TOTAL ELECTRIC (B)	ALLOCATION (C)	MISSOURI JURISDICTIONAL (D)
	OPERATING REVENUES			
1	MISSOURI JURISDICTIONAL	$ 2,296,548	DIRECT	$ 2,236,847
2	SALES FOR RESALE	23,158	DIRECT	-
3	OTHER ELECTRIC REVENUES	62,516	DIRECT	60,511
4	**TOTAL REVENUES**	2,382,222		2,297,358
	ADJUSTMENT FOR SYSTEM REVENUES:			
5	RENTAL PAYMENTS - AEC,AMC,AME,AMS	(20,808)	DIRECT	(20,808)
6	LEASED LAND RENTAL REVENUE	(2,173)	DIRECT	(2,173)
7	AGRIC. LAND RENTAL REVENUE	(34)	DIRECT	(34)
8	OFF-SYSTEM SALES RENTAL REVENUE	(345)	DIRECT	(345)
9	MERAMEC TERMINAL REVENUE	-	DIRECT	-
10	**TOTAL SYSTEM REVENUES**	**(23,360)**		**(23,360)**
11	ALLOCATION OF SYSTEM REVENUES	23,360	FIXED	22,330
12	DISPOSITION OF ALLOWANCES	4,331	DIRECT	4,331
13	OFF-SYSTEM SALES - ENERGY	307,723	FIXED	294,152
14	OFF-SYSTEM SALES-CAPACITY REVENUE	12,622	FIXED	12,065
15	**TOTAL PRO FORMA REVENUES PER BOOKS**	**$ 2,706,898**		**$ 2,606,876**

AmerenUE
ELECTRIC OPERATING AND MAINTENANCE EXPENSES
PER BOOK AND PRO FORMA
FOR THE TWELVE MONTHS ENDED MARCH 31, 2009 UPDATED THROUGH FEBRUARY 28, 2010
($000)

LINE	FUNCTIONAL CLASSIFICATION (A)	TOTAL PER BOOKS (B)	#1 LABOR ADJUSTMENT (C)	#2 UNION LUMP SUM PAYMENT AMORTIZATION (D)	#3 INCENTIVE COMPENSATION ADJUSTMENT (E)	#4 LONG TERM INCENTIVE COMPENSATION ADJUSTMENT (F)	#5 CALLAWAY SECURITY FORCE ADJUSTMENT (G)	#6 INCREASE FUEL EXPENSE FOR NORM. SALES (H)	#7 INCREASE FUEL EXPENSE FOR FEB. GROWTH (I)	#8 PURCHASED POWER FOR NORM. SALES (J)	#9 PURCHASED POWER FOR FEB. GROWTH (K)	#10 SO2 TRACKER AMORTIZATION (L)
	PRODUCTION:											
	INCREMENTAL COSTS:											
1	LABOR	$ 7,206	$ 225	$ 8	$ (41)	$ (149)	$ -	$ -	$ -	$ -	$ -	$ -
	FUEL (EXCL. W/H CR.)		-	-	-	-	-	-	-	-	-	-
2	BASE LOAD	470,887	-	-	-	-	-	90,041	62,766	-	-	-
3	INTERCHANGE	176,446	-	-	-	-	-	(30,709)	3,071	-	-	-
4	WESTINGHOUSE CREDITS	(1,922)	-	-	-	-	-	-	-	-	-	-
	PURCHASED POWER		-	-	-	-	-	-	-	-	-	-
5	BASE LOAD	56,048	-	-	-	-	-	-	-	56,203	(317)	-
6	INTERCHANGE	39,460	-	-	-	-	-	-	-	(39,279)	(49)	-
7	OTHER (FUEL HANDLING)	8,224	-	-	-	-	-	-	-	-	-	-
8	**TOTAL INCREMENTAL COSTS**	756,349	225	8	(41)	(149)	-	59,332	65,837	16,924	(366)	-
	OTHER OPERATING EXPENSES:											
9	LABOR	110,104	3,445	124	(625)	(2,288)	9,697	-	-	-	-	-
10	OTHER	59,276	-	-	-	-	(9,747)	-	-	-	-	6,518
11	**TOTAL OTHER OPERATING EXPENSES**	169,380	3,445	124	(625)	(2,288)	(50)	-	-	-	-	6,518
	MAINTENANCE EXPENSES:											
12	LABOR	77,644	2,429	88	(440)	(1,612)	-	-	-	-	-	-
13	OTHER	119,859	-	-	-	-	-	-	-	-	-	-
14	**TOTAL MAINTENANCE EXPENSES**	197,503	2,429	88	(440)	(1,612)	-	-	-	-	-	-
	CAPACITY COSTS											
15	BASE LOAD	22,275	-	-	-	-	-	-	-	(22,275)	-	-
16	INTERCHANGE	699	-	-	-	-	-	-	-	(699)	-	-
17	**TOTAL PRODUCTION EXPENSES**	1,146,206	6,099	220	(1,106)	(4,049)	(50)	59,332	65,837	(6,050)	(366)	6,518
18	**TRANSMISSION EXPENSES**	36,875	192	7	(36)	(132)	-	-	-	-	-	-
19	**REGIONAL MARKET EXPENSES**	8,535	-	-	-	-	-	-	-	-	-	-
20	**DISTRIBUTION EXPENSES:**	155,854	2,595	83	(414)	(1,517)	-	-	-	-	-	-
21	**CUSTOMER ACCOUNTING EXPENSES:**	55,956	530	17	(83)	(305)	-	-	-	-	-	-
22	**CUSTOMER SERV. & INFO. EXPENSES:**	10,259	127	4	(21)	(76)	-	-	-	-	-	-
23	**SALES EXPENSES:**	1,189	23	1	(4)	(14)	-	-	-	-	-	-
	ADMINISTRATIVE & GENERAL EXPENSES:											
24	E.P.R.I. ASSESSMENT - MO.	3,109	-	-	-	-	-	-	-	-	-	-
25	ACCOUNT 930-1 - MO.	856	3	-	-	(1)	-	-	-	-	-	-
26	A&G DIRECT - MISSOURI	-	-	-	-	-	-	-	-	-	-	-
27	**TOTAL DIRECT A. & G. EXPENSE**	3,965	3	-	-	(1)	-	-	-	-	-	-
28	ALLOCATED ON LABOR RATIO	264,321	1,614	53	(269)	(983)	-	-	-	-	-	-
29	**TOTAL ADMINISTRATIVE & GENERAL EXPENSES**	268,286	1,617	53	(269)	(984)	-	-	-	-	-	-
30	**TOTAL OPERATIONS & MAINTENANCE EXPENSES**	**$ 1,683,160**	**$ 11,183**	**$ 385**	**$ (1,933)**	**$ (7,077)**	**$ (50)**	**$ 59,332**	**$ 65,837**	**$ (6,050)**	**$ (366)**	**$ 6,518**

31 **NOTE:** See SCHEDULE GSW-E11-4 for explanation of the pro forma adjustments.

SCHEDULE GSW-E11-1

AmerenUE
ELECTRIC OPERATING AND MAINTENANCE EXPENSES
PER BOOK AND PRO FORMA
FOR THE TWELVE MONTHS ENDED MARCH 31, 2009 UPDATED THROUGH FEBRUARY 28, 2010
($000)

LINE	FUNCTIONAL CLASSIFICATION (A)	#11 FUEL ADDITIVES MOVED TO OTHER OPER EXP (B)	#12 POWER PLANT TRAINING EXPENSE (C)	#13 CALLAWAY REFUELING EXPENSES (D)	#14 TAUM SAUK EXPENSE ADJUST. (E)	#15 TRANSMISSION EXPENSE ADJUST (F)	#16 ELIMINATE PRIOR CASE REG ASSET SET-UPS (G)	#17 VEGETATION MANAGEMENT ADJUST. (H)	#18 INFRASTRUCTURE INSPECTION ADJUST. (I)	#19 REPAIRS RESULTING FM INSPECTION ADJUST. (J)	#20 ADD INTEREST ON CUSTOMER SURETY DEPOSITS (K)
	PRODUCTION:										
	INCREMENTAL COSTS:										
1	LABOR	$ -	$ -	$ -	$ -	$ -	$ -	$ -	$ -	$ -	$ -
	FUEL (EXCL. W/H CR.)	-	-	-	-	-	-	-	-	-	-
2	BASE LOAD	-	-	-	-	-	-	-	-	-	-
3	INTERCHANGE	-	-	-	-	-	-	-	-	-	-
4	WESTINGHOUSE CREDITS	-	-	-	-	-	-	-	-	-	-
	PURCHASED POWER	-	-	-	-	-	-	-	-	-	-
5	BASE LOAD	-	-	-	-	-	-	-	-	-	-
6	INTERCHANGE	-	-	-	-	-	-	-	-	-	-
7	OTHER (FUEL HANDLING)	-	-	-	-	-	-	-	-	-	-
8	**TOTAL INCREMENTAL COSTS**	-	-	-	-	-	-	-	-	-	-
	OTHER OPERATING EXPENSES:										
9	LABOR	-	1,410	-	-	-	-	-	-	-	-
10	OTHER	(973)	-	-	-	-	-	-	-	-	-
11	**TOTAL OTHER OPERATING EXPENSES**	(973)	1,410	-	-	-	-	-	-	-	-
	MAINTENANCE EXPENSES:										
12	LABOR	-	-	(2,467)	-	-	-	-	-	-	-
13	OTHER	-	-	(7,667)	(3)	-	-	-	-	-	-
14	**TOTAL MAINTENANCE EXPENSES**	-	-	(10,134)	(3)	-	-	-	-	-	-
	CAPACITY COSTS										
15	BASE LOAD	-	-	-	-	-	-	-	-	-	-
16	INTERCHANGE	-	-	-	-	-	-	-	-	-	-
17	**TOTAL PRODUCTION EXPENSES**	(973)	1,410	(10,134)	(3)	-	-	-	-	-	-
18	**TRANSMISSION EXPENSES**	-	-	-	-	3,616	-	-	-	-	-
19	**REGIONAL MARKET EXPENSES**	-	-	-	-	-	-	-	-	-	-
20	**DISTRIBUTION EXPENSES:**	-	-	-	-	-	38,617	4,127	4,406	1,571	-
21	**CUSTOMER ACCOUNTING EXPENSES:**	-	-	-	-	-	-	-	-	-	782
22	**CUSTOMER SERV. & INFO. EXPENSES:**	-	-	-	-	-	-	-	-	-	-
23	**SALES EXPENSES:**	-	-	-	-	-	-	-	-	-	-
	ADMINISTRATIVE & GENERAL EXPENSES:										
24	E.P.R.I. ASSESSMENT - MO.	-	-	-	-	-	-	-	-	-	-
25	ACCOUNT 930-1 - MO.	-	-	-	-	-	-	-	-	-	-
26	A&G DIRECT - MISSOURI	-	-	-	-	-	-	-	-	-	-
27	**TOTAL DIRECT A. & G. EXPENSE**	-	-	-	-	-	-	-	-	-	-
28	ALLOCATED ON LABOR RATIO	-	-	-	(2,796)	-	-	-	-	-	-
29	**TOTAL ADMINISTRATIVE & GENERAL EXPENSES**	-	-	-	(2,796)	-	-	-	-	-	-
30	**TOTAL OPERATIONS & MAINTENANCE EXPENSES**	**$ (973)**	**$ 1,410**	**$ (10,134)**	**$ (2,799)**	**$ 3,616**	**$ 38,617**	**$ 4,127**	**$ 4,406**	**$ 1,571**	**$ 782**

31 **NOTE:** See SCHEDULE GSW-E11-4 for explanation of the pro forma adjustments.

SCHEDULE GSW-E11-2

AmerenUE
ELECTRIC OPERATING AND MAINTENANCE EXPENSES
PER BOOK AND PRO FORMA
FOR THE TWELVE MONTHS ENDED MARCH 31, 2009 UPDATED THROUGH FEBRUARY 28, 2010
($000)

		#21	#22	#23	#24	#25	#26		
	(A)	LOW INCOME WEATHERIZATION ADJUST. (B)	INSURANCE EXPENSES ADJUST. (C)	MEDICAL & BENEFIT ADJUST. (D)	AMORTIZE PENSION & OPEB TRACKER (E)	BANK FACILITY FEES ADJUSTMENT (F)	ESTIMATED RATE CASE EXPENSES (G)	TOTAL PRO FORMA ADJUSTMENT (H)	PRO FORMA ELECTRIC TOTALS (I)
	PRODUCTION:								
	INCREMENTAL COSTS:								
1	LABOR	$ -	$ -	$ -	$ -	$ -	$ -	$ 43	$ 7,249
	FUEL (EXCL. W/H CR.)	-	-	-	-	-	-		
2	BASE LOAD	-	-	-	-	-	-	152,807	623,694
3	INTERCHANGE	-	-	-	-	-	-	(27,638)	148,808
4	WESTINGHOUSE CREDITS	-	-	-	-	-	-	-	(1,922)
	PURCHASED POWER	-	-	-	-	-	-		
5	BASE LOAD	-	-	-	-	-	-	55,886	111,934
6	INTERCHANGE	-	-	-	-	-	-	(39,328)	132
7	OTHER (FUEL HANDLING)	-	-	-	-	-	-	-	8,224
8	**TOTAL INCREMENTAL COSTS**	-	-	-	-	-	-	141,770	898,119
	OTHER OPERATING EXPENSES:								
9	LABOR	-	-	-	-	-	-	11,763	121,867
10	OTHER	-	-	-	-	-	-	(4,202)	55,074
11	**TOTAL OTHER OPERATING EXPENSES**	-	-	-	-	-	-	7,561	176,941
	MAINTENANCE EXPENSES:								
12	LABOR	-	-	-	-	-	-	(2,002)	75,642
13	OTHER	-	-	-	-	-	-	(7,670)	112,189
14	**TOTAL MAINTENANCE EXPENSES**	-	-	-	-	-	-	(9,672)	187,831
	CAPACITY COSTS								
15	BASE LOAD	-	-	-	-	-	-	(22,275)	-
16	INTERCHANGE	-	-	-	-	-	-	(699)	-
17	**TOTAL PRODUCTION EXPENSES**	-	-	-	-	-	-	116,685	1,262,891
18	**TRANSMISSION EXPENSES**	-	-	-	-	-	-	3,647	40,522
19	**REGIONAL MARKET EXPENSES**	-	-	-	-	-	-	-	8,535
20	**DISTRIBUTION EXPENSES:**	-	-	-	-	-	-	49,468	205,322
21	**CUSTOMER ACCOUNTING EXPENSES:**	-	-	-	-	-	-	941	56,897
22	**CUSTOMER SERV. & INFO. EXPENSES:**	727	-	-	-	-	-	761	11,020
23	**SALES EXPENSES:**	-	-	-	-	-	-	6	1,195
	ADMINISTRATIVE & GENERAL EXPENSES:								
24	E.P.R.I. ASSESSMENT - MO.	-	-	-	-	-	-	-	3,109
25	ACCOUNT 930-1 - MO.	-	-	-	-	-	-	2	858
26	A&G DIRECT - MISSOURI	-	-	-	-	-	2,120	2,120	2,120
27	**TOTAL DIRECT A. & G. EXPENSE**	-	-	-	-	-	2,120	2,122	6,087
28	ALLOCATED ON LABOR RATIO	-	(2,794)	10,883	(5,832)	10,354	-	10,230	274,551
29	**TOTAL ADMINISTRATIVE & GENERAL EXPENSES**	-	(2,794)	10,883	(5,832)	10,354	2,120	12,352	280,638
30	**TOTAL OPERATIONS & MAINTENANCE EXPENSES**	**$ 727**	**$ (2,794)**	**$ 10,883**	**$ (5,832)**	**$ 10,354**	**$ 2,120**	**$ 183,860**	**$ 1,867,020**

31 **NOTE:** See SCHEDULE GSW-E11-4 for explanation of the pro forma adjustments.

SCHEDULE GSW-E11-3

AmerenUE
ELECTRIC OPERATING AND MAINTENANCE EXPENSE
PRO FORMA ADJUSTMENTS
TWELVE MONTHS ENDED MARCH 31, 2009 WITH TRUE-UP THROUGH FEBRUARY 28, 2010
($000)

LINE	PRO FORMA ITEM NO. (A)	DESCRIPTION (B)	TOTAL AMOUNT (C)
1 2 3	(1)	Increased labor expense from annualizing the average 2.85% wage increase for management employees effective April 1, 2009 and the 3.00% wage increase for the Company's union employees effective July 1, 2009 per the labor contracts.	$ 11,183
4	(2)	Amortization of the lump sum Union wage payment from case ER-2008-0318	$ 385
5 6	(3)	Decrease the incentive compensation expense for the incentive compensation applicable to AMS and AmerenUE officers.	$ (1,933)
7	(4)	Eliminate the long term incentive compensation expense.	$ (7,077)
9 10	(5)	Net decrease in operating expense for the transfer of the Callaway Security Force from contract services to AmerenUE employees.	$ (50)
11 12	(6)	Increase in fuel expense to reflect the normalized billed kWh sales and output with customer growth for the pro forma twelve months ended March 31, 2009.	$ 59,332
13 14	(7)	Increase in fuel expense to reflect the increase in customer growth through February 28, 2010 and the fuel prices at February 2010.	$ 65,837
15 16 17	(8)	Decrease in purchased power expense to reflect the normalized billed kWh sales and output with customer growth for the pro forma twelve months ended March 31, 2009	$ (6,050)
18 19	(9)	Decrease in purchased power expense to reflect the decrease in customer growth through February 28, 2010.	$ (366)
20 21	(10)	Increase in the production expenses to reflect the amortization of the SO2 tracker balances.	$ 6,518
22	(11)	Adjustment to reflect a normal level of fuel additive expenses in the fuel expense.	$ (973)
23	(12)	Increase operating expenses for additional Power Plant training expenses	$ 1,410
24 25	(13)	Reduction to the production expense to remove one-third of the Fall 2008 Callaway Nuclear Plant refueling expenses other than replacement power.	$ (10,134)
26 27 28	(14)	Reduce operating expenses to remove the expenses related to the Taum Sauk reservoir failure and clean-up activities that were recorded in the test year operating expenses.	$ (2,799)
29 30	(15)	Increase Transmission Expenses for transmission of electricity by others to serve the Southeast Bootheel area.	$ 3,616
31 32	(16)	Increase distribution expenses for regulatory assets removed from operating expenses per Case No. ER-2008-0318.	$ 38,617
33	(17)	Adjust the base level of expenses for the vegetation management tracker.	$ 4,127
34	(18)	Adjust the base level of expenses for the infrastructure inspections tracker.	$ 4,406
35	(19)	Annualize expenses for the repairs resulting from infrastructure inspections.	$ 1,571
36 37	(20)	Increase in customer accounting expenses to reflect interest expense at 5.0% on the average customer deposit balance.	$ 782
38	(21)	Annualize payment to the low income weatherization program.	$ 727
39	(22)	Decrease insurance expense based upon current insurance premiums.	$ (2,794)
40 41	(23)	Increase administrative and general expenses to reflect increases in the major medical and other employee benefit expenses.	$ 10,883
42	(24)	Annualization of amortization for Pension and OPEB Tracker from ER-2008-0318	$ (5,832)
43	(25)	Reflect new and increased fees for Bank credit lines.	$ 10,354
44 45	(26)	Increase administrative and general expenses to reflect the expenses that have been and will be incurred to prepare and litigate this rate increase filing.	$ 2,120
46	**Total Pro Forma Adjustments to Electric Operating and Maintenance Expenses**		$ 183,860

AmerenUE
PRO FORMA ELECTRIC OPERATING AND MAINTENANCE EXPENSES
FOR THE TWELVE MONTHS ENDED MARCH 31, 2009 WITH TRUE-UP THROUGH FEBRUARY 28, 2010
($000)

LINE	DESCRIPTION (A)	PRO FORMA ELECTRIC TOTALS (B)	ALLOCATION (C)	MISSOURI JURISDICTIONAL (D)
	OPERATING & MAINTENANCE EXPENSES			
	PRODUCTION:			
	INCREMENTAL COSTS:			
1	LABOR	$ 7,249	VARIABLE	$ 6,882
	FUEL (EXCL. W/H CR.)			
2	BASE LOAD	623,694	VARIABLE	592,011
3	INTERCHANGE	148,808	FIXED	142,246
4	WESTINGHOUSE CREDITS	(1,922)	FIXED	(1,837)
	PURCHASED POWER			
5	BASE LOAD	111,934	VARIABLE	106,247
6	INTERCHANGE	132	FIXED	126
7	OTHER (FUEL HANDLING)	8,224	VARIABLE	7,806
8	TOTAL INCREMENTAL COSTS	898,119		853,481
	OTHER OPERATING EXPENSES:			
9	LABOR	121,867	FIXED	116,494
10	OTHER	55,074	VARIABLE	52,277
11	TOTAL OTHER OPERATING EXPENSES:	176,941		168,771
	MAINTENANCE EXPENSES:			
12	LABOR	75,642	VARIABLE	71,799
13	OTHER	112,189	VARIABLE	106,490
14	TOTAL MAINTENANCE EXPENSES	187,831		178,289
	CAPACITY COSTS			
15	BASE LOAD	-	FIXED	-
16	INTERCHANGE	-	FIXED	-
17	TOTAL PRODUCTION EXPENSES	1,262,891		1,200,541
18	TRANSMISSION EXPENSES	40,522	DIRECT	40,522
19	REGIONAL MARKET EXPENSES	8,535	DIRECT	8,535
20	DISTRIBUTION EXPENSES	205,322	DIRECT	204,335
21	CUSTOMER ACCOUNTING EXPENSES	56,897	DIRECT	56,887
22	CUSTOMER SERV. & INFO. EXPENSES	11,020	DIRECT	11,020
23	SALES EXPENSES	1,195	DIRECT	1,195
	ADMINISTRATIVE & GENERAL EXPENSES			
24	EPRI ASSESSMENT	3,109	DIRECT	3,108
25	ACCOUNT 930-1	858	DIRECT	857
26	A&G DIRECT - MISSOURI	2,120	DIRECT	2,120
27	TOTAL DIRECT A & G EXPENSES	6,087		6,085
28	ALLOCATED LABOR RATIO	274,551	LABOR	265,628
29	TOTAL ADMINISTRATIVE AND GENERAL EXPENSES	280,638		271,713
30	**TOTAL OPERATING & MAINTENANCE EXPENSES**	**$ 1,867,020**		**$ 1,794,748**

AmerenUE
DEPRECIATION & AMORTIZATION EXPENSE
FOR THE TWELVE MONTHS ENDED MARCH 31, 2009 WITH TRUE-UP THROUGH FEBRUARY 28, 2010
($000)

LINE	DESCRIPTION (A)	TOTALS PER BOOKS (B)	PRO FORMA ADJUSTMENTS(1) (C)	PRO FORMA ELECTRIC TOTALS (D)
1	INTANGIBLE PLANT - PRODUCTION	$ 3,701	$ 1,186	$ 4,887
2	INTANGIBLE PLANT - DISTRIBUTION	50	889	939
3	TOTAL INTANGIBLE PLANT	3,751	2,075	5,826
	PRODUCTION PLANT:			
4	NUCLEAR	61,033	(4,048)	56,985
5	CALLAWAY POST OPERATIONAL	3,687	-	3,687
6	CALLAWAY DECOMMISSIONING	6,759	-	6,759
7	STEAM	53,381	40,765	94,146
8	HYDRAULIC	4,340	3,971	8,311
9	OTHER	23,887	218	24,105
10	TOTAL PRODUCTION PLANT	153,087	40,906	193,993
11	TRANSMISSION PLANT	13,591	951	14,542
12	DISTRIBUTION PLANT	132,579	8,463	141,042
13	GENERAL PLANT	19,687	(9,040)	10,647
14	TOTAL DEPRC. & AMORT. - PLANT	322,695	43,355	366,050
15	AMORT OF MO. MERGER COSTS	416	-	416
16	AMORT OF Y2K COSTS	157	-	157
17	AMORT. OF 2006 STORM COSTS	800	-	800
18	AMORT. OF RATE CASE COSTS	71	(71)	-
19	AMORT. OF STORM COSTS	490	5,393	5,883
20	AMORT. OF VEGETATION MANAGEMENT &			
21	INFRASTRUCTURE INSPECTION REG. ASSETS	256	2,811	3,067
22	AMORT. OF RSG RESETTLEMENT	510	5,610	6,120
23	AMORT. OF ENERGY EFFICIENCY REG ASSETS		3,617	3,617
24	AMORT OF POWER PLANT TRAINING EQUIP.	-	360	360
25	**TOTAL DEPR & AMORTIZATION EXPENSE**	**$ 325,395**	**$ 61,075**	**$ 386,470**

26 (1) See SCHEDULE GSW-E12-2 for explanation of the pro forma adjustments.

AmerenUE
ELECTRIC DEPRECIATION & AMORTIZATION EXPENSE PRO FORMA ADJUSTMENTS
FOR THE TWELVE MONTHS ENDED MARCH 31, 2009 WITH TRUE-UP THROUGH FEBRUARY 28, 2010
($000)

LINE	ITEM NO. (A)	DESCRIPTION (B)	PRO FORMA ADJUSTMENTS (C)
1	(1)	Eliminate portions of depreciation and amortization expense for multi-use general facilities	$ (186)
2		which are applicable to gas operations	
3	(2)	To reflect the book depreciation annualized for the plant in service depreciable balances at	
4		March 31, 2009	
5		Change in Deprc. Exp. - Intangible Plant-Production	$ 909
6		Change in Deprc. Exp. - Intangible Plant-Distribution	889
7		Change in Deprc. Exp. - Nuclear	800
8		Change in Deprc. Exp. - Steam	391
9		Change in Deprc. Exp. - Hydro	434
10		Change in Deprc. Exp. - Other Prod.	7,214
11		Change in Deprc. Exp. - Transmission	518
12		Change in Deprc. Exp. - Distribution	4,621
13		Change in Deprc. Exp. - General Plant	(2,939)
14		Total Increase in Depreciation Expense	$ 12,837
15	(3)	To reflect a full year's depreciation expense at book depreciation rates on the additions to	
16		plant in service from April through February 2010 for the true-up	
17		Increase in Deprc. Exp. - Intangible Plant-Production	$ 277
18		Increase in Deprc. Exp. - Nuclear	202
19		Increase in Deprc. Exp. - Steam	1,816
20		Increase in Deprc. Exp. - Hydro	395
21		Increase in Deprc. Exp. - Other Prod.	206
22		Increase in Deprc. Exp. - Transmission	182
23		Increase in Deprc. Exp. - Distribution	6,702
24		Increase in Deprc. Exp. - General Plant	834
25		Total Increase in Depreciation Expense	$ 10,614
26	(4)	To reflect change in depreciation expense as a result of changes in book depreciation rates	
27		Increase in Deprc. Exp. - Intangible Plant-Production	$ -
28		Increase in Deprc. Exp. - Intangible Plant-Distribution	-
29		Increase in Deprc. Exp. - Nuclear	(5,050)
30		Increase in Deprc. Exp. - Steam	38,206
31		Increase in Deprc. Exp. - Hydro	3,142
32		Increase in Deprc. Exp. - Other Prod.	(7,202)
33		Increase in Deprc. Exp. - Transmission	251
34		Increase in Deprc. Exp. - Distribution	(2,860)
35		Increase in Deprc. Exp. - General Plant	(6,749)
36		Total Increase in Depreciation Expense	$ 19,738
37	(5)	To reflect the amortization of unrecovered and removal cost at Venice Plant	$ 352
38	(6)	Eliminate the amortization of prior period Rate Case Expense	$ (71)
39	(7)	To reflect the first year's amortization of storm costs	$ 5,393
40	(8)	To reflect the first year's amortization of vegetation management and	$ 2,811
41		infrastructure inspection costs	
42	(9)	To reflect the first year's amortization of RSG resettlement costs	$ 5,610
43	(10)	To reflect the ten year amortization of the Energy Efficiency regulatory assets	$ 3,617
44	(11)	To reflect the first year amortization of Power Plant Training equipment	$ 360
45		**TOTAL PRO FORMA ADJUSTMENTS: DEPRECIATION & AMORTIZATION**	$ 61,075

AmerenUE
ELECTRIC DEPRECIATION & AMORTIZATION EXPENSE
ALLOCATED TO MISSOURI JURISDICTION
FOR THE TWELVE MONTHS ENDED MARCH 31, 2009 WITH TRUE-UP THROUGH FEBRUARY 28, 2010
($000)

LINE	DESCRIPTION (A)	PRO FORMA ELECTRIC TOTALS (B)	ALLOCATION (C)	MISSOURI JURISDICTIONAL (D)
1	INTANGIBLE PLANT - PRODUCTION	$ 4,887	FIXED	$ 4,671
2	INTANGIBLE PLANT - DISTRIBUTION	939	DISTRIBUTION	934
3	TOTAL INTANGIBLE PLANT	5,826		5,605
	PRODUCTION PLANT:			
4	NUCLEAR	56,985	NUCLEAR	54,523
5	CALLAWAY POST OPERATIONAL	3,687	FIXED	3,524
6	CALLAWAY DECOMMISSIONING	6,759	DIRECT	6,486
7	STEAM	94,146	FIXED	89,996
8	HYDRAULIC	8,311	FIXED	7,945
9	OTHER	24,105	FIXED	23,043
10	TOTAL PRODUCTION PLANT	193,993		185,517
11	TRANSMISSION PLANT	14,542	DIRECT	14,542
12	DISTRIBUTION PLANT	141,042	DISTRIBUTION	140,365
13	GENERAL PLANT	10,647	LABOR	10,301
14	TOTAL DEPRC. & AMORT. - PLANT	366,050		356,330
15	AMORT OF MO. MERGER COSTS	416	DIRECT	416
16	AMORT OF Y2K COSTS	157	DIRECT	157
17	AMORT. OF 2006 STORM COSTS	800	DIRECT	800
18	ELIMINATE AMORT. OF RATE CASE COSTS	-	DIRECT	-
19	AMORT. OF STORM COSTS	5,883	DIRECT	5,883
20	AMORT. OF VEGETATION MANAGEMENT &			
21	INFRASTRUCTURE INSPECTION REG. ASSETS	3,067	DISTRIBUTION	3,052
22	AMORT. OF RSG ADJUSTMENT	6,120	VARIABLE	5,809
23	AMORT. OF ENERGY EFFICIENCY REG ASSET	3,617	DIRECT	3,617
24	AMORT OF POWER PLANT TRAINING FACILITY	360	FIXED	344
25	**TOTAL DEPRC. & AMORT. EXPENSE**	**$ 386,470**		**$ 376,408**

AmerenUE
TAXES OTHER THAN INCOME TAXES
FOR THE TWELVE MONTHS ENDED MARCH 31, 2009 WITH TRUE-UP THROUGH FEBRUARY 28, 2010
($000)

LINE	DESCRIPTION (A)	TOTAL PER BOOKS (B)	PRO FORMA ADJUSTMENTS(1) (C)	PRO FORMA ELECTRIC TOTALS (D)
	PAYROLL TAXES			
1	F.I.C.A.	$ 20,332	$ 793	$ 21,125
2	FEDERAL UNEMPLOYMENT	250	-	250
3	MISSOURI UNEMPLOYMENT	526	-	526
4	IOWA UNEMPLOYMENT	1	-	1
5	ST. LOUIS EMPLOYMENT TAX	167	-	167
6	TOTAL PAYROLL TAXES	21,276	793	22,069
7	Production			14,714
8	Transmission			481
9	Distribution			6,874
10	Intangible and General			-
	R.E., P.P. & CORP FRANCHISE			
11	MISSOURI R.E., & P.P.	98,803	7,008	105,811
12	MISSOURI CORP FRANCHISE	2,055	-	2,055
13	ILLINOIS R.E., & P.P.	3,123	-	3,123
14	ILLINOIS CORP FRANCHISE	135	-	135
15	IOWA R.E., & P.P.	1,380	-	1,380
16	IOWA CORP FRANCHISE	-	-	-
17	OTHER STATES R.E. & P.P.	385	-	385
18	R.E. TAXES CAPITALIZED	-	-	-
19	TRANSFER TO GAS	(79)	-	(79)
20	R.E. TRANSFER TO NON UTILITY	(41)	-	(41)
21	TOTAL R.E., P.P. & CORP FRANCHISE	105,761	7,008	112,769
22	Production			68,665
23	Transmission			5,040
24	Distribution			32,287
25	Intangible and General			6,777
	MISCELLANEOUS			
26	MUNICIPAL GROSS RECEIPTS	98,361	(98,361)	-
27	FED. EXCISE TAX-HEAVY VEH. USE TAX	7	-	7
28	ST. LOUIS EARNINGS	-	-	-
29	MO. EXCISE - NEIL INS. PREM.	87	-	87
30	MISCELLANEOUS	-	-	-
31	TOTAL MISCELLANEOUS	98,455	(98,361)	94
32	Production			87
33	Transmission			-
34	Distribution			7
35	System General			-
36	**TOTAL TAXES OTHER THAN INCOME TAXES**	**$ 225,492**	**$ (90,560)**	**$ 134,932**

37 (1) See SCHEDULE GSW-E13-2 for explanation of the pro forma adjustments.

AmerenUE
TAXES OTHER THAN INCOME
PRO FORMA ADJUSTMENTS
FOR THE TWELVE MONTHS ENDED MARCH 31, 2009 WITH TRUE-UP THROUGH FEBRUARY 28, 2010
($000)

LINE	ITEM NO. (A)	DESCRIPTION (B)		PRO FORMA AMOUNT (C)
1	(1)	Increase the F.I.C.A. taxes to reflect the pro forma wage increases.	$	793
2	(2)	Increase Real Estate Tax to 2009 expense level	$	7,140
3	(3)	Eliminate the property taxes on future use plant, as this investment is excluded	$	(132)
4		from rate base.		
5	(4)	Eliminate the gross receipts tax as they are a pass through tax.	$	(98,361)
6		**Total Pro Forma Adjustments to Taxes Other Than Income**	$	(90,560)

AmerenUE
PRO FORMA ELECTRIC TAXES OTHER THAN INCOME TAXES
ALLOCATED TO MISSOURI JURISDICTION
FOR THE TWELVE MONTHS ENDED MARCH 31, 2009 WITH TRUE-UP THROUGH FEBRUARY 28, 2010
($000)

LINE	DESCRIPTION (A)	PRO FORMA ELECTRIC TOTALS (B)	ALLOCATION (C)	MISSOURI JURISDICTIONAL (D)
	PAYROLL TAXES			
1	F.I.C.A.	$ 21,125		
2	FEDERAL UNEMPLOYMENT	250		
3	MISSOURI UNEMPLOYMENT	526		
4	IOWA UNEMPLOYMENT	1		
5	ST. LOUIS EMPLOYMENT TAX	167		
6	TOTAL PAYROLL TAXES	22,069		
7	Production	14,714	FIXED	14,065
8	Transmission	481	DIRECT	481
9	Distribution	6,874	DIRECT	6,848
10	Intangible and General	-	LABOR	-
11				21,394
	R.E., P.P. & CORP FRANCHISE			
12	MISSOURI R.E., & P.P.	105,811		
13	MISSOURI CORP FRANCHISE	2,055		
14	ILLINOIS R.E., & P.P.	3,123		
15	ILLINOIS CORP FRANCHISE	135		
16	IOWA R.E., & P.P.	1,380		
17	IOWA CORP FRANCHISE	-		
18	OTHER STATES R.E. & P.P.	385		
19	R.E. TAXES CAPITALIZED	-		
20	TRANSFER TO GAS	(79)		
21	R.E. TRANSFER TO NON UTILITY	(41)		
22	TOTAL R.E., P.P. & CORP FRANCHISE	112,769		
23	Production	68,665	FIXED	65,637
24	Transmission	5,040	DIRECT	5,040
25	Distribution	32,287	DIRECT	32,232
26	Intangible and General	6,777	LABOR	6,557
27				109,466
	MISCELLANEOUS			
28	MUNICIPAL GROSS RECEIPTS	-		
29	FED. EXCISE TAX-HEAVY VEH. USE TAX	7		
30	ST. LOUIS EARNINGS	-		
31	MO. EXCISE - NEIL INS. PREM.	87		
32	MISCELLANEOUS	-		
33	TOTAL MISCELLANEOUS	94		
34	Production	87	FIXED	83
35	Transmission	-	DIRECT	-
36	Distribution	7	DIRECT	7
37	Intangible and General	-	LABOR	-
38				90
39	**TOTAL TAXES OTHER THAN INCOME TAXES**	**$ 134,932**		**$ 130,950**

AmerenUE

TOTAL ELECTRIC AND MISSOURI JURISDICTIONAL
INCOME TAXES AT THE PROPOSED RETURN
FOR THE TWELVE MONTHS ENDED MARCH 31, 2009 WITH TRUE-UP THROUGH FEBRUARY 28, 2010
($000)

LINE	DESCRIPTION (A)	(B)	TOTAL ELECTRIC (C)	MISSOURI JURISDICTIONAL (D)
1	NET INCOME FROM OPERATIONS		$ 529,900	$ 514,744
	ADD			
2	CURRENT INCOME TAXES		203,608	198,139
3	DEFERRED INCOME TAXES			
4	DEFERRED INCOME TAX EXPENSE		(1,953)	(1,898)
5	I.T.C. AMORTIZATION		(4,819)	(4,683)
6	NET INCOME BEFORE INCOME TAX		726,736	706,302
	ADDITIONS TO NET INCOME BEFORE INCOME TAX			
7	BOOK DEPRECIATION		366,051	356,330
	SUBTRACTIONS TO NET INCOME BEFORE INCOME TAX			
8	INTEREST ON DEBT (1)		188,063	182,684
9	PRODUCTION DEDUCTION		(6,626)	(6,334)
10	TAX STRAIGHT LINE		381,498	370,663
11	TOTAL SUBTRACTIONS		562,935	547,013
12	**NET TAXABLE INCOME**		**529,852**	**515,619**
	FEDERAL INCOME TAX			
13	NET TAXABLE INCOME		529,852	515,619
14	DEDUCT MISSOURI INCOME TAX		27,605	26,864
15	DEDUCT CITY EARNINGS TAX		333	324
16	FEDERAL TAXABLE INCOME		501,914	488,431
17	**FEDERAL INCOME TAX**	**35.00%**	**175,670**	**170,952**
	STATE INCOME TAXES			
18	NET TAXABLE INCOME		529,852	515,619
19	DEDUCT 50% OF FEDERAL INCOME TAX		87,835	85,476
20	DEDUCT CITY EARNINGS TAX		333	324
21	MISSOURI TAXABLE INCOME		441,684	429,819
22	**MISSOURI INCOME TAX**	**6.25%**	**27,605**	**26,864**
	CITY EARNINGS TAX			
23	NET TAXABLE INCOME		529,852	515,619
24	CITY EARNINGS TAX	**0.0695%**	368	358
25	LESS: TAX CREDIT		35	34
26	**NET CITY EARNINGS TAX**		**333**	**324**
27	**TOTAL CURRENT INCOME TAXES**		**203,608**	**198,140**
	DEFERRED INCOME TAXES:			
28	DEFERRED INCOME TAX EXPENSE		(1,953)	(1,898)
29	I.T.C. AMORTIZATION		(4,819)	(4,683)
30	**TOTAL DEFERRED INCOME TAX**		**(6,772)**	**(6,581)**
31	**TOTAL INCOME TAX**		**$ 196,836**	**$ 191,559**
32	(1) RATE BASE X EMBEDDED			
33	COST OF DEBT.	**3.044%**		

AmerenUE
FIXED (DEMAND) ALLOCATOR
FOR THE TWELVE MONTHS ENDED MARCH 31, 2009

LINE

1 The investment in production facilities and related other ratebase items along with certain related operating
2 expenses are allocated to Missouri jurisdiction on the "contribution to the peak" fixed allocation method; that is,
3 in the ratio of the average demands at the time of AmerenUE system twelve monthly peaks.

LINE	DESCRIPTION (A)		DEMAND (kW) (B)
4	Average of the AmerenUE System Twelve Monthly Peak Demands.		6,825,580
5 6	Average of the Twelve Monthly Peak Demands of Missouri Jurisdiction at the time of the AmerenUE Twelve Monthly Peak Demands.		6,524,658
7	**FIXED ALLOCATION PERCENTAGE**	Line 5 / Line 4	**95.59%**

AmerenUE
VARIABLE ALLOCATOR
FOR THE TWELVE MONTHS ENDED MARCH 31, 2009 WITH TRUE-UP THROUGH FEBRUARY 28, 2010

LINE

1 The investment in production fuel inventories and the materials and supplies inventories applicable to production,
2 the related taxes and the variable production expenses are allocated to Missouri jurisdiction in the proportion of
3 kilowatt-hour sales to Missouri jurisdiction adjusted for losses, unbilled kWh, customer growth and normal weather
4 compared to AmerenUE system adjusted kWh output.

LINE	DESCRIPTION (A)	TOTAL COMPANY (B)	MISSOURI JURISDICTIONAL (C)
5	KWH SALES - 12 MONTHS ENDED FEBRUARY 28, 2010	39,661,585,029	37,489,052,554
6	LINE LOSSES	2,011,567,439	2,006,657,531
7	EFFECT OF WEATHER, CUSTOMER GROWTH AND UNBILLED SALES	1,145,180,532	1,148,903,915
8	PRO FORMA KWH OUTPUT - 12 MONTHS ENDED FEBRUARY 28, 2010	42,818,333,000	40,644,614,000
9	**VARIABLE ALLOCATION PERCENTAGE (Col C, Line 8 / Col B, Line 8)**		**94.92%**

AmerenUE
LABOR ALLOCATOR
FOR THE TWELVE MONTHS ENDED MARCH 31, 2009
($000)

Line

1 The investment in general plant (system general) and administrative and general expenses are allocated to
2 Missouri jurisdiction in the proportion of the electric operating labor allocated to Missouri jurisdiction compared
3 to the total AmerenUE electric operating labor.

Line	DESCRIPTION (A)	TOTAL ELECTRIC (B)	ALLOCATION (C)	MISSOURI JURISDICTIONAL (D)
	OPERATING & MAINTENANCE LABOR			
	PRODUCTION LABOR			
4	INCREMENTAL LABOR	$ 7,206	VARIABLE	$ 6,840
5	OTHER OPERATING LABOR	110,104	FIXED	105,249
6	MAINTENANCE LABOR	77,644	VARIABLE	73,699
7	TOTAL PRODUCTION LABOR	194,954		185,788
8	TRANSMISSION LABOR	6,385	DIRECT	6,385
9	REGIONAL MARKET LABOR	-	DIRECT	-
10	DISTRIBUTION LABOR	73,051	DIST. PLANT	72,700
11	CUSTOMER ACCOUNTING LABOR	14,638	DIRECT	14,628
12	CUSTOMER SERVICE & INFORMATION LABOR	3,645	DIRECT	3,645
13	SALES LABOR	697	DIRECT	697
	ADMINISTRATIVE & GENERAL LABOR			
14	ACCOUNT 930-1	72	DIRECT	72
15	**TOTAL DIRECT OPERATING LABOR**	**293,442**		**283,915**
16	REMAINING A&G LABOR	47,349	LABOR	45,810
17	**TOTAL OPERATING & MAINTENANCE LABOR**	**$ 340,791**		**$ 329,725**
18	**LABOR ALLOCATION PERCENTAGE**			**96.75%**

AmerenUE
MISSOURI JURISDICTIONAL ORIGINAL COST RATE BASE AND COST OF SERVICE
FOR THE TWELVE MONTHS ENDED MARCH 31, 2009 WITH TRUE-UP THROUGH FEBRUARY 28, 2010
($000)

LINE	DESCRIPTION (A)	REFERENCE (B)	MISSOURI JURISDICTIONAL AMOUNT (C)
	A. Original Cost Rate Base		
1	Original Cost of Plant In Service	SCHEDULE GSW-E1-2	$ 12,617,264
2	Less: Reserves for Depreciation	SCHEDULE GSW-E2-2	5,527,036
3	Net Original Cost of Plant		7,090,229
4	Materials and Supplies	SCHEDULE GSW-E3-2	366,866
5	Average Prepayments	SCHEDULE GSW-E4-2	10,015
6	Cash Working Capital	SCHEDULE GSW-E5	9,677
7	Interest Expense Cash Requirement	SCHEDULE GSW-E6	(27,242)
8	Federal Income Tax Cash Requirement	SCHEDULE GSW-E6	(496)
9	State Income Tax Cash Requirement	SCHEDULE GSW-E6	(78)
10	City Earnings Tax Cash Requirement	SCHEDULE GSW-E6	(211)
11	Average Customer Advances for Construction	SCHEDULE GSW-E7	(2,814)
12	Average Customer Deposits	SCHEDULE GSW-E7	(15,641)
13	Accumulated Deferred Taxes on Income	SCHEDULE GSW-E8	(1,396,803)
14	Pension Tracker Reg Liability	SCHEDULE GSW-E9	(4,251)
15	OPEB Tracker Reg Liability	SCHEDULE GSW-E9	(27,806)
16	**Total Original Cost Rate Base**		**$ 6,001,444**
	B. Revenue Requirement		
	Operating Expenses:		
17	Production	SCHEDULE GSW-E11-5	$ 1,200,541
18	Transmission	SCHEDULE GSW-E11-5	40,522
19	Regional Market Expenses	SCHEDULE GSW-E11-5	8,535
20	Distribution	SCHEDULE GSW-E11-5	204,335
21	Customer Accounts	SCHEDULE GSW-E11-5	56,887
22	Customer Service	SCHEDULE GSW-E11-5	11,020
23	Sales	SCHEDULE GSW-E11-5	1,195
24	Administrative and General	SCHEDULE GSW-E11-5	271,713
25	Total Operating Expenses		1,794,748
26	Depreciation and Amortization	SCHEDULE GSW-E12-3	376,408
27	Taxes Other than Income Taxes	SCHEDULE GSW-E13-3	130,950
	Income Taxes-Based on Proposed Rate of Return		
28	Federal	SCHEDULE GSW-E14	170,952
29	State	SCHEDULE GSW-E14	26,864
30	City Earnings	SCHEDULE GSW-E14	324
31	Total Income Taxes		198,140
	Deferred Income Taxes		
32	Deferred Income Tax Expense	SCHEDULE GSW-E14	(1,898)
33	I.T.C. Amortization	SCHEDULE GSW-E14	(4,683)
34	Total Deferred Income Taxes		(6,581)
35	Return (Rate base * 8.577%)	**8.577%**	514,744
36	**Total Revenue Requirement**		**$ 3,008,409**

AmerenUE
INCREASE REQUIRED TO PRODUCE 8.577% RETURN ON
NET ORIGINAL COST RATE BASE
FOR THE TWELVE MONTHS ENDED MARCH 31, 2009 WITH TRUE-UP THROUGH FEBRUARY 28, 2010

LINE	DESCRIPTION		MISSOURI JURISDICTIONAL AMOUNT
	(A)		(B)
1	Net Original Cost Rate Base	$	6,001,444
	Revenue Requirement:		
2	Return at Proposed Rate (8.577%)		514,744
3	Operating and Maintenance Expenses		1,794,748
4	Depreciation and Amortization		376,408
5	Taxes Other Than Income		130,950
6	Federal and State Income and City Earnings Taxes at Claimed Return		198,140
7	Deferred Income Taxes		(6,581)
8	**Total Revenue Requirement**		**3,008,409**
9	**Pro Forma Operating Revenue at Present Rates**		**2,606,876**
10	**Deficiency in Operating Revenue**	**$**	**401,533**

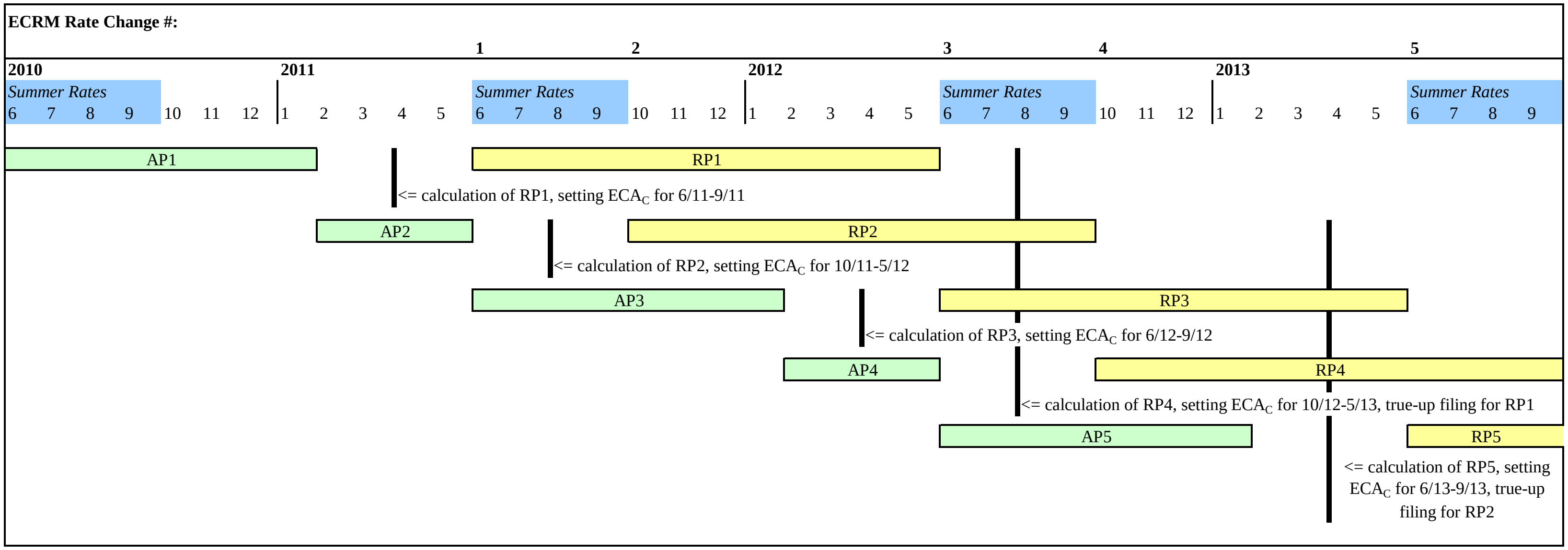
AmerenUE
CALCULATION OF NET BASE FUEL COST (NBFC)
FOR THE TWELVE MONTHS ENDED MARCH 31, 2009 WITH TRUE-UP THROUGH FEBRUARY 28, 2010

LINE		DESCRIPTION	TOTAL	MISSOURI	MISSOURI SUMMER	MISSOURI WINTER
		(A)	(B)	(C)	(D)	(E)
	A	**Fuel & Purchased Power Costs**				
1		Fuel For Load	616,965,000	585,623,178	226,698,000	358,925,178
2		Fuel Additives (1)	1,064,288	1,010,222	337,616	672,606
3		Fly Ash (1)	(2,414,676)	(2,292,010)	(765,990)	(1,526,021)
4		Fixed Gas Supply Costs for Load (1)	8,079,760	7,669,308	2,563,083	5,106,225
5		Purchased Power for Load	50,745,024	48,167,177	22,096	48,145,081
6		Total Fuel and Purchased Power for Load	674,439,396	640,177,875	228,854,805	411,323,070
7		Fuel For OSS	147,060,000	140,574,654	47,918,000	92,656,654
8		Fuel Additives (1)	276,517	264,323	88,337	175,986
9		Fly Ash (1)	(627,368)	(599,701)	(200,420)	(399,281)
10		Fixed Gas Supply Costs for OSS (1)	2,099,240	2,006,664	670,627	1,336,037
11		Purchased Power for OSS	132,000	126,179	-	126,179
12		Total Fuel and Purchased Power for OSS	148,940,389	142,372,118	48,476,543	93,895,574
13		**Total Fuel and Purchased Power**	**823,379,785**	**782,549,993**	**277,331,349**	**505,218,644**
	B	**Additional Fuel & PP Costs**				
14		Westinghouse Credits (1)	(1,922,050)	(1,837,288)	(614,022)	(1,223,266)
15		MISO Day 2 Excluding Admin (Acct 555) (1)	44,420,732	42,164,159	14,091,262	28,072,897
16		PJM Excluding Admin (Acct. 555) (1)	427,570	405,849	135,635	270,215
17		Account 565 Expenses (1)	15,978,940	15,167,210	5,068,882	10,098,328
18		Ancillary Services Purchased (1)	5,787,864	5,493,841	1,836,041	3,657,799
19		Replacement Power Insurance	2,301,000	2,226,218	744,002	1,482,216
20		Load & Generation Forecasting Deviation (1)	10,552,068	10,016,023	3,347,355	6,668,668
21		**Total Additional Fuel & PP Costs**	**77,546,124**	**73,636,011**	**24,609,155**	**49,026,856**
	C	**Sales**				
22		Off-System Energy Sales	299,573,000	286,361,831	134,507,880	151,853,951
23		MISO Day 2 Revenues (Acct 447) (1)	2,978,034	2,846,703	951,368	1,895,335
24		Capacity Sales (1)	9,183,888	8,778,879	2,933,901	5,844,977
25		Taum Sauk Capacity Revenues (1)	3,437,585	3,285,988	1,098,177	2,187,810
26		Ancillary Services Revenue (1)	5,171,686	4,943,615	1,652,156	3,291,459
27		**Total Sales**	**320,344,193**	**306,217,014**	**141,143,482**	**165,073,532**
28	**A + B - C**	**Net Base Fuel Costs**	**580,581,716**	**549,968,990**	**160,797,021**	**389,171,969**
29		**Load Forecast at Generation Level**	**42,818,333,000**	40,644,614,000	14,588,298,000	26,056,316,000
30		**Net Base Fuel Costs ($ per MWH)**	**13.56**	**13.53**	**11.02**	**14.94**
31		**Net Base Fuel Costs (cents per KWH)**	**1.356**	**1.353**	**1.102**	**1.494**
32		(1) Allocated between summer and winter based on number of days in summer (122/365) or 33.42%.				

AmerenUE
ENVIRONMENTAL REVENUE REQUIREMENT
FOR THE TWELVE MONTHS ENDED MARCH 31, 2009

LINE	ENVIRONMENTAL RATE BASE	TOTAL ELECTRIC	MISSOURI JURISDICTIONAL
	(A)	(B)	(C)
1	Environment Plant in Service	$ 563,331,558	$ 538,488,636
2	Less: Accumulated Depreciation Reserve	259,099,760	247,673,461
3	Net Environmental Rate Base	$ 304,231,798	$ 290,815,175
	ENVIRONMENTAL REVENUE REQUIREMENT		
4	Depreciation on Environmental Plant in Service	$ 17,198,813	$ 16,440,345
5	Return and Income Taxes (8.557% ROR or 12.03%)	36,599,085	34,985,066
6	Environmental Chemicals (Urea)	1,046,424	993,266
7	Environmental Production Expenses-Operations	108,152	103,382
8	Environmental Production Expenses-Maintenance	3,050,304	2,915,785
9	Solid Waste Operating Expenses	111,586	107,959
10	Sales of Emission Allowances	(925,862)	(885,031)
11	**Total Environmental Revenue Requirement**	**$ 57,188,502**	**$ 54,660,772**
12	Load Forecast at Generation Level	42,818,333,000	40,644,614,000
13	**Net Base Enviromental Costs (cents per KWH)**	**0.1336**	**0.1345**

Illustration of AmerenUE's Proposed ECRM and Rate Changes



ECRM Illustration