

NASLUND CHARLES D

Form 4

January 24, 2013

FORM 4
UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

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

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF
SECURITIES**

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

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
NASLUND CHARLES D

(Last) (First) (Middle)

P.O. BOX 66149

(Street)

ST. LOUIS, MO 63166-6149

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
AMEREN CORP [AEE]

3. Date of Earliest Transaction
(Month/Day/Year)
01/22/2013

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____ 10% Owner
____ Officer (give title ____X____ Other (specify
below) below)

Sr VP of Subsidiary

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

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

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)				5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock, \$.01 Par Value								3,629 <u>(1)</u>	I	By 401(K)
Common Stock, \$.01 Par Value								4,845 <u>(2)</u>	I	By ESOP
Common Stock, \$.01 Par Value	01/22/2013		F		1,396 <u>(3)</u>	D	\$ 31.7	19,645 <u>(4)</u>	D	
Common Stock, \$.01	01/22/2013		M		2,343	A	\$ 0	21,988	D	

Par Value

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

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(9-02)

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Performance Units	(5)	01/22/2013		M		3,476		(5)	12/31/2012	Common Stock	3,476

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
NASLUND CHARLES D P.O. BOX 66149 ST. LOUIS, MO 63166-6149	Sr VP of Subsidiary

Signatures

G. L. Waters, Asst. Secy. of Ameren Corporation, attorney in fact for Charles D. Naslund

01/24/2013

__Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, see Instruction 4(b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

- (1) Amount includes a total of 477 shares acquired monthly from January through December 2012 at prices ranging from \$29.39 to \$34.59 per share.
- (2) Amount includes a total of 233 shares acquired during the first through fourth quarters of 2012 through reinvested dividends at prices ranging from \$30.59 to \$33.40 per share.
- (3) Sold to cover Mr. Naslund's tax liability for acquiring performance shares that have vested.

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- (4) Amount includes a total of 947 shares acquired during the first through fourth quarters of 2012 through reinvested dividends at prices ranging from \$30.59 to \$33.40 per share.
- (5) Each performance unit represents a contingent right to receive one share of Ameren common stock.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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