

AMEREN CORP
Form POS AM
January 16, 2009

As filed with the Securities and Exchange Commission on January 16, 2009

Registration No. 333-112823

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

POST EFFECTIVE

AMENDMENT NO. 1

TO

FORM S-3

REGISTRATION STATEMENT
UNDER
THE SECURITIES ACT OF 1933

AMEREN CORPORATION

(Exact name of registrant as specified in its charter)

State of Missouri
(State or other jurisdiction
of incorporation or organization)

43-1723446
(IRS Employer
Identification No.)

1901 Chouteau Avenue
St. Louis, Missouri 63103
(314) 621-3222

(Address, including zip code, and telephone number, including
area code, of registrant's principal executive offices)

WARNER L. BAXTER
Executive Vice President and Chief Financial Officer

STEVEN R. SULLIVAN
Senior Vice President, General Counsel and Secretary

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**1901 Chouteau Avenue
St. Louis, Missouri 63103
(314) 621-3222**

(Names, address, including zip code, and telephone number,
including area code, of agents for service)

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, or a smaller reporting company. See definitions of large accelerated filer, accelerated filer, and smaller reporting company in Rule 12b-2 of the Exchange Act. (Check one):

Large accelerated filer ☒ X

Accelerated filer ☐ O

Non-accelerated filer ☐ O
(Do not check if a smaller reporting
company)

Smaller reporting company ☐ O

DEREGISTRATION OF SECURITIES

On February 13, 2004, Ameren Corporation (the "Company") filed a Registration Statement on Form S-3 (Registration No. 333-112823) (the "Registration Statement") with the United States Securities and Exchange Commission (the "Commission"), which registered for the offer and sale of 6,000,000 shares of the Company's common stock, \$.01 par value (the "Common Stock"), and the then-outstanding preferred share purchase rights attached thereto (the "Rights" and, together with the Common Stock, the "Shares"), to be issued pursuant to the Company's DRPlus Dividend Reinvestment and Stock Purchase Plan. The Registration Statement became effective on March 15, 2004.

In accordance with the undertaking contained in the Registration Statement pursuant to Item 512 of Regulation S-K, the Company is filing this Post-Effective Amendment No. 1 to the Registration Statement to deregister the remaining 547,172 Shares previously registered that remain unsold under the Registration Statement as of the date hereof.

SIGNATURES

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Pursuant to the requirements of the Securities Act of 1933, the Company certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-3 and has duly caused this Post-Effective Amendment No. 1 to Registration Statement No. 333-112823 to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of St. Louis, State of Missouri, on the 16th day of January, 2009.

AMEREN CORPORATION (REGISTRANT)

By: /s/ Gary L. Rainwater
Gary L. Rainwater
Chairman, President and Chief Executive Officer

Pursuant to the requirements of the Securities Act of 1933, this Post-Effective Amendment No. 1 has been signed by the following persons in the capacities and on the date indicated.

Name	Title	Date
/s/ Gary L. Rainwater Gary L. Rainwater	Chairman, President, Chief Executive Officer and Director (Principal Executive Officer)	January 16, 2009
/s/ Warner L. Baxter Warner L. Baxter	Executive Vice President and Chief Financial Officer (Principal Financial Officer)	January 16, 2009
/s/ Martin J. Lyons Martin J. Lyons	Senior Vice President and Chief Accounting Officer (Principal Accounting Officer)	January 16, 2009
/s/ Stephen F. Brauer Stephen F. Brauer	Director	January 16, 2009
/s/ Susan S. Elliott Susan S. Elliott	Director	January 16, 2009
/s/ Walter J. Galvin Walter J. Galvin	Director	January 16, 2009
/s/ Gayle P. W. Jackson Gayle P. W. Jackson	Director	January 16, 2009
/s/ James C. Johnson James C. Johnson	Director	January 16, 2009
/s/ Charles W. Mueller Charles W. Mueller	Director	January 16, 2009
/s/ Douglas R. Oberhelman Douglas R. Oberhelman	Director	January 16, 2009
/s/ Harvey Saligman Harvey Saligman	Director	January 16, 2009
/s/ Patrick T. Stokes Patrick T. Stokes	Director	January 16, 2009
/s/ Jack D. Woodard	Director	January 16, 2009

Jack D. Woodard