#### RAINWATER GARY L

Form 5

February 10, 2010

#### **OMB APPROVAL** FORM 5 **OMB** UNITED STATES SECURITIES AND EXCHANGE COMMISSION 3235-0362 Number: Washington, D.C. 20549 Check this box if January 31, Expires: no longer subject 2005 to Section 16. Estimated average ANNUAL STATEMENT OF CHANGES IN BENEFICIAL Form 4 or Form burden hours per 5 obligations OWNERSHIP OF SECURITIES response... 1.0 may continue. See Instruction Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, 1(b). Form 3 Holdings Section 17(a) of the Public Utility Holding Company Act of 1935 or Section Reported 30(h) of the Investment Company Act of 1940 Form 4 Transactions Reported 1. Name and Address of Reporting Person \* 2. Issuer Name and Ticker or Trading 5. Relationship of Reporting Person(s) to Issuer RAINWATER GARY L Symbol AMEREN CORP [AEE] (Check all applicable) (First) 3. Statement for Issuer's Fiscal Year Ended (Last) (Middle) (Month/Day/Year) \_X\_ Director 10% Owner \_X\_\_ Officer (give title Other (specify 12/31/2009 below) below) P.O. BOX 66149 **Executive Chairman** (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Reporting Filed(Month/Day/Year) (check applicable line) ST. LOUIS. MOÂ 63166-6149 \_X\_ Form Filed by One Reporting Person Form Filed by More than One Reporting Person (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1.Title of 2. Transaction Date 2A. Deemed 4. Securities 5. Amount of 6. Ownership 7. Nature of Security (Month/Day/Year) Transaction Acquired (A) or Securities Form: Direct Indirect Execution Date, if Beneficial (Instr. 3) Code Disposed of (D) Beneficially (D) or (Instr. 3, 4 and 5) (Month/Day/Year) (Instr. 8) Owned at end Indirect (I) Ownership of Issuer's (Instr. 4) (Instr. 4) (A) Fiscal Year or (Instr. 3 and 4) Amount (D) Price Common Â Â Â Â Stock, \$.01 Â Â 15,954 (1) Ι By 401K Par Value Common Stock, \$.01 Â Â Â Â Â Â $1,958 \stackrel{(2)}{=}$ By ESOP Par Value Common

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Stock, \$.01 Â

Par Value

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 $67,857 \frac{(3)}{}$ 

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

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SEC 2270 (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)		4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount Underlying Securitie (Instr. 3 and 4)	
					Disposed of (D) (Instr. 3, 4, and 5)				
					(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Performance Units	Â	Â	Â	Â	Â	(4)	12/31/2010	Common Stock	19,735

# **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

RAINWATER GARY L

P.O. BOX 66149  $\hat{A}$  X  $\hat{A}$   $\hat{A}$  Executive Chairman  $\hat{A}$ 

ST. LOUIS, MOÂ 63166-6149

# **Signatures**

G. L. Waters, Asst. Secy. for Gary L. Rainwater

02/10/2010

\*\*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 1,383 shares acquired monthly from January through December 2009 at prices ranging from \$20.12 to \$28.30 per share.
- (2) Amount includes a total of 153 shares acquired during the first through fourth quarters of 2009 through reinvested dividends at prices ranging from \$23.14 to \$28.30 per share.
- (3) Amount includes a total of 3,970 shares acquired during the first through fourth quarters of 2009 through reinvested dividends at prices ranging from \$23.14 to \$28.30 per share.
- (4) Each performance unit represents a contingent right to receive one share of Ameren common stock. The performance units vest after a two year hold period.

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

Reporting Owners 2

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