

AMEREN CORPORATION
NUCLEAR AND OPERATIONS COMMITTEE CHARTER

PURPOSE AND AUTHORITY

The Nuclear and Operations Committee (the “Committee”) of the Board of Directors (the “Board”) of Ameren Corporation (the “Company”) shall advise and assist the Board with respect to the oversight and review of the Company’s nuclear and other electric generation and electric and gas transmission and distribution operations, including: (1) safety, performance and compliance issues, and (2) risk management policies and practices related to such operations. While the Committee has the authority, duties and responsibilities set forth in this Charter, the Committee’s function is one of oversight, review, observation and comment. The Committee’s role in no way alters the responsibility or accountability of the Company’s management.

COMPOSITION AND MEETINGS

The Committee shall consist of no fewer than three directors, the exact number to be determined from time to time by resolution of the Board. The Board shall appoint the Chair and the other members of the Committee annually, considering the recommendation of the Nominating and Corporate Governance Committee, and as vacancies or newly created positions occur. The members of the Committee shall serve until their successors are appointed and qualified to serve on the Committee. The Board shall have the power at any time to change the membership of the Committee and to fill vacancies in it.

The Chair shall be responsible for leadership of the Committee, including overseeing the agenda, presiding over the meetings and reporting to the Board. If the Chair is unable to attend a Committee meeting, prior to such meeting the Chair shall designate an acting chair for such meeting. If the Chair is not present at a meeting, and if an acting chair has not been designated pursuant to the foregoing sentence, the members of the Committee in attendance may designate an acting chair for such meeting. Any member of the Board may attend meetings of the Committee, and the Committee may invite to its meetings any member of Company management and such other persons as it deems appropriate to carry out its responsibilities.

The Committee shall meet at least four times each year and hold such other meetings from time to time as may be called by its Chair, or requested by the Chief Executive Officer of the Company (the “CEO”) or any two members of the Committee. Meetings may be held in person or telephonically, or Committee actions may be taken by unanimous written consent of the members. A majority of the members of the Committee shall constitute a quorum of the Committee. The vote of a majority of the members of the full Committee shall be the act of the Committee. Except as expressly provided in this Charter or the By-laws of the Company or as required by law, regulations or New York Stock Exchange listing standards, the Committee shall fix its own rules of procedure.

DUTIES AND RESPONSIBILITIES

In addition to any other responsibilities which may be assigned from time to time by the Board, the Committee is responsible for the following matters:

1. The Committee shall receive periodic reports from management regarding, and otherwise monitor, the overall performance of the Company's operating facilities, including generation, transmission, distribution and customer service.
2. The Committee shall review and oversee operational issues relating to safety (including emergency preparedness and response), compliance, plant physical and cyber security, key performance indicator results, and any significant incidents or events.
3. The Committee shall review the impact of any significant changes in, and oversee compliance with, laws, regulations and standards specifically related to the Company's facilities and operations, including guidance from and performance indicators established by the Institute of Nuclear Power Operations (INPO) and including environmental, health and safety laws and regulations.
4. The Committee shall review the results of major inspections and evaluations by regulatory agencies and oversight groups, including INPO, and management's response thereto.
5. The Committee shall review and report to the Board on the effectiveness of management in operating and managing the Company's operating facilities, including the Company's nuclear energy center.
6. The Committee shall review the Company's long-term strategies and any plans relating to its generation, transmission and distribution programs and provide advice and recommendations with respect thereto to the Board.
7. The Committee shall maintain active communication, including through periodic meetings, with INPO.
8. The Committee shall review periodic reports from management on the execution of the Company's major capital projects.
9. The Committee shall review labor and human relations issues related to the Company's operations.
10. The Committee shall advise the Human Resources Committee on appropriate safety and operational goals to be included in the Company's executive compensation programs and plans.
11. The Committee shall review with management the principal risks (including regulatory, environmental, reputation and business continuity risks) related to the Company's operations and facilities, and assess the effectiveness of the Company's management program for such risks.

12. The Committee shall periodically visit and observe key operating facilities and communicate with facility personnel.

13. In discharging its responsibilities, the Committee has the authority to appoint, compensate and provide oversight of the work of legal, accounting or other advisers, in each case in consultation with the Board's lead independent director and the CEO, when appropriate. The Company shall at all times provide for appropriate funding, as determined by the Committee, for the payment of reasonable compensation to such advisers. The Committee also has the authority to obtain advice and assistance from internal legal, accounting or other advisers or employees.

14. The Committee shall report its actions and any recommendations to the Board after each Committee meeting.

15. The Committee shall annually review and assess the adequacy of this Charter and recommend any proposed changes to the Board for approval.

16. The Committee shall annually review and assess its own performance and report such review to the Board.

Dated: October 13, 2017