

**POLICY REGARDING COMMUNICATIONS  
TO THE BOARD OF DIRECTORS**

The Nominating and Corporate Governance Committee (the “*Committee*”) has adopted the following policy (the “*Communications Policy*”) to assist it in fulfilling its duties and responsibilities as provided in its charter (the “*Charter*”). This Communications Policy may be amended and/or restated from time to time by the Committee in accordance with the Charter and as provided herein.

**1. SHAREHOLDER AND OTHER INTERESTED PARTIES COMMUNICATIONS.**

The Committee and the Head of Investor Relations (or any successor to the duties thereof), or such other person designated by the Committee, shall further develop and implement the shareholder and other interested party communications process as provided in the Charter. Specifically, the shareholder and other interested party communications process shall be implemented and maintained as follows:

- A. Website posting and proxy statement disclosure of the website address of the following means of communication and the following contact information. Written communications to directors should be sent to the following address:

Ameren Corporation Board of Directors  
c/o Head of Investor Relations  
1901 Chouteau Avenue, MC 202  
St. Louis, MO 63103

or

E-mail address: [directorcommunication@ameren.com](mailto:directorcommunication@ameren.com)

- B. A mailing address for shareholder and other interested party communications shall be maintained to implement the shareholder and other interested party communication process, as applicable, necessary or desirable.
- C. The Head of Investor Relations (or any successor to the duties thereof), or such other person designated by the Committee, shall monitor the communications received from shareholders and other interested parties at the address designated herein on a weekly basis.
- D. All communications must be accompanied by the following information:
- if the person submitting the communication is a shareholder, a statement of the number of shares of the Company’s common stock that the person holds;

- if the person submitting the communication is not a shareholder and is submitting the communication to the Lead Director or the non-management directors as an interested party, the nature of the person's interest in the Company;
- any special interest, meaning an interest not in the capacity of a shareholder of the Company, of the person in the subject matter of the communication; and
- the address, telephone number and e-mail address, if any, of the person submitting the communication.

E. Communications received from shareholders and other interested parties to the Board of Directors will be reviewed by the Head of Investor Relations (or any successor to the duties thereof), or such other person designated by all non-management members of the Board, and if such communications are not solicitations, advertisements or other forms of mass mailings, they will be forwarded by the Office of the Corporate Secretary to the Lead Director or applicable Board member or non-management members as a group, as expeditiously as reasonably practicable. The acceptance and forwarding of communications to the members of the Board does not imply or create any fiduciary duty of the Board members to the person submitting the communications, any and all such duties being only as prescribed by applicable law.

- 2. POSTING OF POLICY.** This Communications Policy shall be posted to the Company's website in accordance with the Company's Corporate Governance Guidelines.
- 3. AMENDMENTS TO THIS POLICY.** Any amendments to this Communications Policy must be approved by the Committee and ratified by all non-management directors of the Company.
- 4. APPLICABILITY TO REGISTERED COMPANIES.** This Communications Policy shall apply to all Company subsidiaries which are registered companies under the Securities Exchange Act of 1934 when any such subsidiary has a non-management member of its Board of Directors.

Dated: August 8, 2014