

KELLEY R ALAN
Form 4
October 28, 2004

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
KELLEY R ALAN

(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)
10/27/2004

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 below) ___X___ Other (specify below)

SVP 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) |
|---------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-------------------------------------------------------------------|-----------------------------------------------------------------------------------------------|----------------------------------------------------------|-------------------------------------------------------|
| | | | | (A) or (D) | Price | | |
| Common Stock, \$.01 Par Value | | | | | 1,143 | I | By 401K |
| Common Stock, \$.01 Par Value | | | | | 2,168 | I | By ESOP |
| Common Stock, \$.01 Par Value | 10/27/2004 | | M | 1,980 A | \$ 35.875 10,122 | D | |

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| | | | | | | | |
|-------------------------------|------------|---|-------|---|------------|--------|---|
| Common Stock, \$.01 Par Value | 10/27/2004 | S | 1,980 | D | \$ 48.1566 | 8,142 | D |
| Common Stock, \$.01 Par Value | 10/27/2004 | M | 2,500 | A | \$ 43 | 10,642 | D |
| Common Stock, \$.01 Par Value | 10/27/2004 | S | 2,500 | D | \$ 48.1566 | 8,142 | D |
| Common Stock, \$.01 Par Value | 10/27/2004 | M | 3,400 | A | \$ 38.5 | 11,542 | D |
| Common Stock, \$.01 Par Value | 10/27/2004 | S | 3,400 | D | \$ 48.1566 | 8,142 | D |
| Common Stock, \$.01 Par Value | 10/27/2004 | M | 4,850 | A | \$ 39.25 | 12,992 | D |
| Common Stock, \$.01 Par Value | 10/27/2004 | S | 4,850 | D | \$ 48.1566 | 8,142 | D |
| Common Stock, \$.01 Par Value | 10/27/2004 | M | 5,350 | A | \$ 36.625 | 13,492 | D |
| Common Stock, \$.01 Par Value | 10/27/2004 | S | 5,350 | D | \$ 48.1566 | 8,142 | D |
| Common Stock, \$.01 Par Value | 10/27/2004 | M | 3,525 | A | \$ 31 | 11,667 | D |
| Common Stock, \$.01 Par Value | 10/27/2004 | S | 3,525 | D | \$ 48.1566 | 8,142 | D |

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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) | 8. Amount or Number of Shares |
|--------------------------------------------|--------------------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-----------------------------------------------------------------------------------------|----------------------------------------------------------|---------------------------------------------------------------|-------------------------------|
| Stock Option | \$ 35.875 | 10/27/2004 | | M | 1,980 | 04/25/1997 04/25/2005 | Common Stock, \$01 Par Value | 1,980 |
| Stock Option | \$ 43 | 10/27/2004 | | M | 2,500 | 02/07/1998 02/07/2006 | Common Stock, \$01 Par Value | 2,500 |
| Stock Option | \$ 38.5 | 10/27/2004 | | M | 3,400 | 02/10/1999 02/10/2007 | Common Stock, \$01 Par Value | 3,400 |
| Stock Option | \$ 39.25 | 10/27/2004 | | M | 4,850 | 04/28/2000 04/28/2008 | Common Stock, \$01 Par Value | 4,850 |
| Stock Option | \$ 36.625 | 10/27/2004 | | M | 5,350 | 02/12/2001 02/12/2009 | Common Stock, \$01 Par Value | 5,350 |
| Stock Option | \$ 31 | 10/27/2004 | | M | 3,525 | 02/11/2002 02/11/2010 | Common Stock, \$01 Par Value | 3,525 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--------------------------------------------------------------|---------------|-----------|---------|----------------------|
| | Director | 10% Owner | Officer | Other |
| KELLEY R ALAN P. O. BOX 66149 ST. LOUIS, MO 63166-6149 | | | | SVP of Subsidiary |

Signatures

| | |
|-------------------------------------------------|------------|
| G. L. Waters, Asst. Secy. for R. Alan Kelley | 10/28/2004 |
| <u> </u> 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).

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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