



March 1, 2013

VIA ELECTRONIC MAIL

Ms. Corinne Bendersky
As You Sow
1611 Telegraph Avenue, Suite 1450
Oakland, California 94612

Re: Withdrawal of Shareholder Proposal

Dear Ms. Bendersky:

On January 25, 2013, Ameren Corporation (the "Company") received the attached "Disclosure of Water-Related Risks for Corporate Social Responsibility Report" guidelines (the "Guidelines") in connection with the shareholder proposal entitled "Set Goals to Reduce Water Risk" (the "Proposal") that As You Sow ("AYS") submitted for inclusion in the Company's 2013 proxy statement.

Further, on February 15, 2013, we had the opportunity to discuss the Guidelines with you and representatives of the Midwest Coalition for Responsible Investment and the School Sisters of Notre Dame.

As such, we are committing to disclose in (or supplement by website links or otherwise) our 2013 update to the Company's 2011 Corporate Social Responsibility Report (the "2013 CSR Update") the following information:

- Company-wide information (as requested in Section 1 of the Guidelines);
 - watershed level information (as requested in Section 2 of the Guidelines, except that with respect to Section 2.a.ii., we will address certain relevant scenarios (drought conditions and floods) to help illustrate the Company's potential water-related risks over the next several years and our interaction with water authorities with respect to such scenarios; in addition, information in response to Section 2 will be provided at the regional level); and
 - plant level information (as requested in Section 3.a.i.-vi., ix.2. and x.2-3 of the Guidelines).
- In this connection, the Company will afford you the opportunity to review the 2013 CSR Update relating to the above information prior to the finalization of the 2013 CSR Update.

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In addition, the Company is committing to respond to the 2013 CDP Water Disclosure information request based on available, non-proprietary information. We trust that these commitments by the Company satisfy AYS' request for additional public disclosure relating to the Company's water-related risks.

As discussed herein and in our previous communications, in consideration for the Company (1) making the above referenced disclosures in our 2013 CSR Update as described in this letter and (2) responding to the 2013 CDP Water Disclosure information request, AYS will agree to withdraw the Proposal, such agreement to be evidenced by returning an executed copy of this letter dated and signed by you (or one of your colleagues) on behalf of AYS and the School Sisters of Notre Dame.

I kindly request that an executed copy of this letter be forwarded to me.

Thank you very much.

Very truly yours,

AMEREN CORPORATION



Daniel F. Cole

Chairman, President and Chief Executive Officer,
Ameren Services Company

Accepted and Approved:

AS YOU SOW, as authorized representative and acting on behalf of the
SCHOOL SISTERS OF NOTRE DAME

By



Name: Corinne Bendersky

Title: Energy Program Manager

Date: March 4, 2013