

WILLIS SAMUEL E
Form 4
November 16, 2004

FORM 4

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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 *
WILLIS SAMUEL E

(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)
11/12/2004

4. If Amendment, Date Original Filed (Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

____ Director
____ Officer (give title below) 10% Owner
____ Other (specify below)
Vice President of Subsidiary

6. Individual or Joint/Group Filing (Check Applicable Line)
 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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| Common Stock, \$.01 Par Value | | | | (A) Amount | 1,659 | I | By 401K |
| Common Stock, \$.01 Par Value | | | | (A) Amount | 2,246 | I | By ESOP |
| Common Stock, \$.01 Par Value | | | | (A) Amount | 2,246 ⁽¹⁾ | I | By Spouse |
| Common Stock, \$.01 | 11/12/2004 | | M | 3,400 A | \$ 38.5 13,558 | D | |

| | | | | | | | |
|-------------------------------|------------|---|-------|---|----------|--------|---|
| Par Value | | | | | | | |
| Common Stock, \$.01 Par Value | 11/12/2004 | S | 3,400 | D | \$ 49.09 | 10,158 | D |
| Common Stock, \$.01 Par Value | 11/12/2004 | M | 9,700 | A | \$ 39.25 | 19,858 | D |
| Common Stock, \$.01 Par Value | 11/12/2004 | S | 7,915 | D | \$ 49.09 | 11,943 | D |

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 | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|-------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | |
| Stock Option | \$ 38.5 | 11/12/2004 | | M | 3,400 | 02/10/1999 02/10/2007 | | Common Stock, \$.01 Par Value | 3,400 |
| Stock Option | \$ 39.25 | 11/12/2004 | | M | 9,700 | 04/28/2000 04/28/2008 | | Common Stock, \$.01 Par Value | 9,700 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--------------------------------|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |

WILLIS SAMUEL E
P. O. BOX 66149
ST. LOUIS, MO 63166-6149

Vice President of
Subsidiary

Signatures

G. L. Waters, Asst. Secy. for Samuel E.
Willis

11/16/2004

__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) Held in name of spouse, and the undersigned disclaims any beneficial interest in such shares.

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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