ISSUED BY ___

FLECTRIC SERVICE

MO.P.S.C. SCHEDULE NO. 5	Revised	SHEET NO.
CANCELLING MO.P.S.C. SCHEDULE NO. 5	Revised	SHEET NO.
PLYING TO MISSOURI SEI		
FUEL AND PURCHASED PO Applicable To Service Provided On The	R FAC** OWER ADJUSTMENT CLAUSE Effective Date Of This Tar reafter	iff Sheet And
APPLICABILITY		
This rider is applicable to kilowatt-customers served by the Company under $2(M)$, $3(M)$, $4(M)$, $5(M)$, $6(M)$, $7(M)$, 1	Service Classification	
Costs passed through this Fuel and Pureflect differences between actual fur including transportation and emission system sales revenues (OSSR) (i.e., A Net Base Energy Costs (B), calculated herein.	nel and purchased power c ns costs and revenues, ne actual Net Energy Costs (osts, t of off- ANEC)) and
The Accumulation Periods and Recovery following table:	Periods are as set fort	h in the
Accumulation Period (AP)	Recovery Period (
February through May June through September October through January	October through I February through Sep June through Janu	tember
AP means the four (4) calendar months revenues subject to this rider will be determining the Fuel Adjustment Rate	e accumulated for the pu	
RP means the billing months during wh customer usage on a per kWh basis, as		
The Company will make a FAR filing no the first billing cycle read date of All FAR filings shall be accompanied filing in an electronic format with a	the applicable Recovery by detailed workpapers s	Period above
FAR DETERMINATION		
(%) of the difference betwee will be utilized to calculate the FAR following formula with the results st customers' bills.	under this rider pursua	nt to the
*Indicates Change.		
TE OF ISSUE	DATE EFFECTIVE	, 2013

St. Louis, Missouri ADDRESS President & CEO
TITLE Warner L. Baxter
NAME OF OFFICER

ELECTRIC SERVICE

MO.P.S.C. SCHEDULE NO.	5	Revised	SHEET NO.
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APPLYING TO

MISSOURI SERVICE AREA

RIDER FAC**

FUEL AND PURCHASED POWER ADJUSTMENT CLAUSE (CONT'D) Applicable To Service Provided On The Effective Date Of This Tariff Sheet And Thereafter

For each FAR filing made, the FAR_{RP} is calculated as:

 $FAR_{RP} = [(ANEC - B) x % + I \pm P \pm T]/S_{RP}$

Where:

ANEC = FC + PP + E - OSSR

- FC = Fuel costs and revenues associated with the Company's generating plants. These consist of the following:
 - 1. For fossil fuel plants:
 - A. the following costs and revenues (including applicable taxes) reflected in Federal Energy Regulatory Commission (FERC) Account 501 for: coal commodity, gas, alternative fuels, fuel additives, Btu adjustments assessed by coal suppliers, quality adjustments related to the sulfur content of coal assessed by coal suppliers, railroad transportation, switching and demurrage charges, railcar repair and inspection costs, railcar depreciation, railcar lease costs, similar costs associated with other applicable modes of transportation, fuel hedging costs, fuel oil adjustments included in commodity and transportation costs, oil costs, ash disposal costs and revenues, and revenues and expenses resulting from fuel and transportation portfolio optimization activities; and
 - B. the following costs and revenues reflected in FERC Account 502 for: consumable costs related to Air Quality Control System (AQCS) operation, such as urea, limestone and powder activated carbon; and
 - C. the following costs and revenues reflected in FERC Account 547 for: natural gas generation costs related to commodity, oil, transportation, storage, capacity reservation, fuel losses, hedging, and revenues and expenses resulting from fuel and transportation portfolio optimization activities; and
 - 2. Costs and revenues in FERC Account 518 (Nuclear Fuel Expense), including nuclear fuel commodity and waste disposal expense, and nuclear fuel hedging costs.
- PP = Purchased power costs and revenues and consists of the following:
 - 1. Costs and revenues for purchased power reflected in FERC Accounts 555 and 575, excluding all charges under Midwest Independent Transmission System Operator, Inc. ("MISO") Schedules 10, 16, 17 and 24 (or any successor to those MISO Schedules), and excluding generation capacity charges for contracts with terms in excess of one (1) year. Such costs and revenues include:

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MO.P.	S.C. SCHE	DULE NO. 5	<u> </u>	Revised	SHEET NO.
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APPLYING TO		MISSOU	JRI SERVICE AREA	A	
			RIDER FAC**		
FUEL	AND P	JRCHASED :		T CLAUSE (CONT'	D)
Applicable To S	Service	Provided	On The Effective Thereafter	Date Of This Tar	iff Sheet And
Α.	reser marke with:	ve market	settlement cha	ISO's energy and arge types and costs or revenues	capacity
	ii.	Losses;			
		a. Conges b. Financ	on management in stion; cial Transmission on Revenue Right	on Rights; and	
	iv.	auction o	or market; prov	uired in MISO's ided such capaci one (1) year or	ity is
	v.	Revenue s	sufficiency guar	rantees;	
	vi.	Revenue n	neutrality uplif	Et;	
	vii.	Net inadv	vertent energy o	distribution amo	ounts;
	viii.	Ancillary	Services, incl	luding:	
		_	ating reserve se accessor);	ervice (MISO Sch	nedule 3, or
		b. Energy succes		vice (MISO Sched	dule 4, or its
			ing reserve servessor);and	vice (MISO Scheo	dule 5, or its
			emental reserve accessor); and	service (MISO S	Schedule 6, or
	ix.	Demand re	esponse, includi	ing:	
		a. Demand	d response alloc	cation uplift; a	and
		_	ency demand resp lle 30, or its s	ponse cost allo successor);	cation (MISO
В.	Non-M	ISO costs	or revenues as	s follows:	
	i.	(e.g. PJM nature to	M/SPP), costs or those identif:	rally administer r revenues of ar ied for the MISO ubpart A of part	n equivalent D costs or
	ii.	If not remarket:	eceived from a d	centrally admini	ıstered
		a. Costs	for purchases of	of energy; and	
		provid		of generation ca ty is acquired t ; and	
** Indicates Chang	je.				
DATE OF ISSUE	, 20)12	DATE EFFEC	CTIVE	. 2013

DATE OF ISSUE ______, 2012 DATE EFFECTIVE ______, 2013

ISSUED BY Warner L. Baxter President & CEO St. Louis, Missouri

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UNION ELECTRIC C	OMPANY	ELECTRIC SEF	RVICE	
N	ИО.Р.S.C. SCH	EDULE NO. 5	Revised	SHEET NO.
CANCELLING MO.P.S.C. SCHEDULE NO		Revised	SHEET NO.	
APPLYING TO		MISSOURI SERVI	CE AREA	
			JUSTMENT CLAUSE (CONT' fective Date Of This Tar	
	and fransfor twith specificad quant energy	dees) minus realize sactions for elections for elections for elections anticipated purchalific time periods which is the conomic encoding at ions, so leaving a shortfall and for electrical	sts (including broker ed gains for financial rical energy that are igating price volatilities of electrical end when the Company does ergy resources to meet ong as such swaps are energy equal to the energy which the shorts	l swap entered into ity associated ergy for those not have t its native for up to a expected ne expected
2.	insurance expected	ce. Costs of purch d replacement power	C Account 924 for repl hased power will be re r insurance recoveries Accepted Accounting I	educed by s qualifying
3.	and all	transmission servation transmission servations 456.1. Such transmission servations	costs reflected in FEI ice revenues reflected smission service costs	d in FERC
	A. MISO	costs and revenues	s associated with:	
	i.	<pre>network transmiss successor);</pre>	ion service (MISO Sch	edule 9 or its
	ii.	point-to-point tr 7 and 8 or their	ansmission service (M successors);	ISO Schedules
	iii.	System control an successor);	d dispatch, (MISO Sch	edule 1 or its
	iv.	Reactive supply a or its successor)	nd voltage control (M;	ISO Schedule 2
	v.	MISO Schedule 11	or its successor;	
	vi.	MISO Schedules 26 successors; and	, 26A, 37 and 38 or t	heir
	vii.	MISO Schedule 33;		
	B. Non-N	MISO costs associa		
	i.	network transmiss		
	ii.		ansmission service;	
		System control an		
	iv.	Reactive supply a	nd voltage control.	
** Indicates Cl	nange.			

2012 , 2013 DATE OF ISSUE DATE EFFECTIVE St. Louis, Missouri ADDRESS ISSUED BY _ Warner L. Baxter
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UNION ELECTRIC COMPANY ELECTRIC SERVICE

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CANCEL	LING MO.P.S.C. SCHEDULE NO. 5	Revised	SHEET NO.
APPLYING TO	MISSOURI SERVICE		 :
Applicab	RIDER FAC FUEL AND PURCHASED POWER ADJU PLOT TO Service Provided On The Effe Thereaft	STMENT CLAUSE (CONT'C	
E =	Costs and revenues for SO_2 and Accounts 411.8, 411.9, and 509 hedging.		
OSSR =	Costs and revenues in FERC Acc	ount 447 for:	
	1. Capacity;		
	2. Energy;		
	3. Ancillary services, includi	ng:	
	A. Regulating reserve servi successor);	-	or its
	B. Energy Imbalance Service successor;	(MISO Schedule 4, o	r its
	C. Spinning reserve service successor); and	(MISO Schedule 5, o	r its
	<pre>D. Supplemental reserve ser successor);</pre>	vice (MISO Schedule	6, or its
	4. Make-whole payments, includ	ling:	
	A. Price volatility; and	J	
	B. Revenue sufficiency guar	antee; and	
	5. Hedging.		
	ment For Reduction of Service C	lassification 12(M) I	Billing_
Classit billing	the level of monthly billing defication 12(M) fall below the lead terminants as established in account to OSSR shall be made in account.	evel of normalized 12 n Case No. ER-2012-03	2(M) monthly 166, an
	a) A reduction of less than 40	,000,000 kWh in a gi	ven month
	- No adjustment will be ma	de to OSSR.	
	b) A reduction of 40,000,000 k	Wh or greater in a g	iven month
	- An adjustment excluding OSSR will be made equal system sales revenues de off-system due to the en sales revenues up to the compared to normalized 1 Case No. ER-2012-0166.	to the lesser of (1) rived from all kWh o tire reduction, or (reduction of 12(M)	all off- f energy sold 2) off-system revenues
** Indicate	s Change.		
DATE OF ISSUE	, 2012 DAT	E EFFECTIVE	, 2013

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UNION ELECTRIC COMPANY

APPLYING TO

ELECTRIC SERVICE

MO.P.S.C. SCHEDULE NO5	Revised	SHEET NO.
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MISSOURI SERVICE AREA

RIDER FAC**

FUEL AND PURCHASED POWER ADJUSTMENT CLAUSE (CONT'D) Applicable To Service Provided On The Effective Date Of This Tariff Sheet And Thereafter

For purposes of factors FC, E, and OSSR, "hedging" is defined as realized losses and costs (including broker commissions and fees associated with the hedging activities) minus realized gains associated with mitigating volatility in the Company's cost of fuel, off-system sales and emission allowances, including but not limited to, the Company's use of futures, options and over-the-counter derivatives including, without limitation, futures contracts, puts, calls, caps, floors, collars, and swaps.

Costs and revenues not specifically detailed in Factors FC, PP, E, or OSSR shall not be included in the Company's FAR filings; provided however, in the case of Factors PP or OSSR the market settlement charge types under which MISO or another centrally administered market (e.g., PJM or SPP) bills/credits a cost or revenue need not be detailed in Factors PP or OSSR for the costs or revenues to be considered specifically detailed in Factors PP or OSSR; and provided further, should the MISO or another centrally administered market (e.g. PJM or SPP) implement a market settlement charge type not listed in Exhibit H of the Non-Unanimous Stipulation and Agreement Regarding Class Kilowatt-Hours, Revenues And Billing Determinants, Net Base Energy Costs, and Fuel Adjustment Clause Tariff Sheets approved in Case No. ER-2012-0166 (a "new charge type"):

- A. The Company may include the new charge type cost or revenue in its FAR filings if the Company believes the new charge type cost or revenue possesses the characteristics of, and is of the nature of, the costs or revenues listed in factors PP or OSSR, as the case may be, subject to another party's right to challenge the inclusion (or failure to include) as outlined in E. below;
- B. The Company will include in its monthly reports required by the Commission's fuel adjustment clause rules notice of the new charge type no later than 60 days prior to the Company including the new charge type cost or revenue in a FAR filing. Such notice shall identify the proposed accounts affected by such change, provide a description of the new charge type demonstrating that it possesses the characteristics of, and is of the nature of, the costs or revenues listed in factors PP or OSSR as the case may be, and identify the preexisting market settlement charge type(s) which the new charge type replaces or supplements;
- C. The Company will also provide notice in its monthly reports required by the Commission's fuel adjustment clause rules that identifies the new charge type costs or revenues by amount, description and location within the monthly reports;
- D. The Company shall account for the new charge type costs or revenues in a manner which allows for the transparent determination of current period and cumulative costs or revenues; and

**Indicates	Change.
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UNION ELECTRIC COMPANY

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FUEL AND PURCHASED POWER ADJUSTMENT CLAUSE (CONT'D) Applicable To Service Provided On The Effective Date Of This Tariff Sheet And Thereafter

E. If the Company includes a new charge type cost or revenue in a FAR filing and a party challenges the inclusion (or if the Company does not include a new charge type cost or revenue and a party challenges the failure to include it), such challenge will not delay approval of the FAR filing. To challenge the inclusion of a new charge type, a party shall make a filing with the Commission based upon that party's contention that the new charge type costs or revenues at issue should not have been included, because they do not possess the characteristics of the costs or revenues listed in Factors PP or OSSR, as the case may be. To challenge the failure to include a new charge type, a party shall make a filing with the Commission based upon that party's contention that the new charge type costs or revenues at issue should have been included, because they do possess the characteristics of the costs or revenues listed in Factors PP or OSSR, as the case may be. In the event of a challenge, the Company shall bear the burden of proof to support its decision to include or exclude or its failure to include or exclude a new charge type in a FAR filing. Should such challenge be upheld by the Commission, any such costs will refunded (or revenues retained) through a future FAR filing in a manner consistent with that utilized for Factor P.

Should FERC require any item covered by factors FC, PP, E or OSSR to be recorded in an account different than the FERC accounts listed in such factors, such items shall nevertheless be included in factor FC, PP, E or OSSR. In the month that the Company begins to record items in a different account, the Company will file with the Commission the previous account number, the new account number and what costs or revenues that flow through this Rider FAC are to be recorded in the account.

- $B = BF \times S_{AP}$
- BF = The Base Factor, which is equal to the normalized value for the sum of allowable fuel costs (consistent with the term FC), plus cost of purchased power (consistent with the term PP), and emissions costs and revenues (consistent with the term E), less revenues from off-system sales (consistent with the term OSSR) divided by corresponding normalized retail kWh as adjusted for applicable losses. The normalized values referred to in the prior sentence shall be those values used to determine the revenue requirement in the Company's most recent rate case. The BF applicable to June through September calendar months (BF_{SUMMER}) is \$0.01496 per kWh. The BF applicable to October through May calendar months (BF_{WINTER}) is \$0.01454 per kWh.

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APPLYING TO	MISSOURI SERVICE	AREA	
Applicab	RIDER FAC** FUEL AND PURCHASED POWER ADJUST le To Service Provided On The Effect	MENT CLAUSE (CONT'	
	Thereafter		
S _{AP} =	kWh during the AP that ended immaining, as measured by taking the Company's load settled at its Misuccessor node), plus the kWh researcy sold off-system associated adjustment above plus the meteres generating station operating with territory as a behind the meter which served to reduce the Compact CP node (AMMO.UE or successor not compact to the compact to the compact to the compact to the compact that the comp	ne retail component ISO CP node (AMMO.U eductions up to the ed with the 12(M) Ced net energy outputhin its certifications resource in MISO, any's load settled	of the E or kWh of SSR t of any ed service the output of
S_{RP} =	Applicable RP estimated kWh repromponent of the Company's load (AMMO.UE or successor node) plus of any generating station operate service territory as a behind thoutput of which served to reduce its MISO CP node (AMMO.UE or successor)	settled at its MISs the metered net eting within its cerne meter resource in the Company's load	O CP node nergy output tificated n MISO, the
I =	Interest applicable to (i) the of for all kWh of energy supplied of have been recovered; (ii) refunction ("P"), if any; and (iii) all uncorrected through operation of the true-up filings ("T") provided it calculated monthly at a rate equinterest rate paid on the Comparthe month-end balance of items preceding sentence.	during an AP until ds due to prudence der- or over-recove is FAC, as determin for herein. Intereual to the weighted by's short-term deb	those costs reviews ry balances ed in the st shall be average t, applied to
P =	Prudence disallowance amount, if	any, as defined b	elow.
т =	True-up amount as defined below.		
	nich will be multiplied by the Vo	ltage Adjustment F	actors (VAF)
	$FAR = FAR_{RP} + FA$	$\Delta R_{(RP-1)}$	
where: FAR	= Fuel Adjustment Rate applied approach per kWh basis starting with the following the FAR filing.		
${\sf FAR}_{\sf RP}$	= FAR Recovery Period rate compounder- or over-collection duri ended immediately prior to the	ing the Accumulatio	n Period that
FAR _(RP-1) **Indicates	= FAR Recovery Period rate composition collection during the Accumulation Perior to the application filition.	ation Period immedi riod that ended imm	ately

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UNION ELECTRIC COMPANY	ELECTRIC SERVICE		
MO.P.S.C. SCHEDULE N	0	Revised	SHEET NO.
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FUEL AND PURCHA Applicable To Service Prov		ENT CLAUSE (CONT'D) re Date Of This Tariff	Sheet And

To determine the FAR applicable to the individual Service Classifications, the FAR determined in accordance with the foregoing will be multiplied by the following Voltage Adjustment Factors (VAF):

Secondary Voltage Service (VAF _{SEC})	1.0575
Primary Voltage Service (VAF _{PRI})	
Large Transmission Voltage Service (VAFTDAN)	0.9917

The FAR applicable to the individual Service Classifications shall be rounded to the nearest \$0.00001 to be charged on a \$/kWh basis for each applicable kWh billed.

TRUE-UP

After completion of each RP, the Company shall make a true-up filing on the same day as its FAR filing. Any true-up adjustments shall be reflected in T above. Interest on the true-up adjustment will be included in I above.

The true-up adjustments shall be the difference between the revenues billed and the revenues authorized for collection during the RP.

GENERAL RATE CASE/PRUDENCE REVIEWS

The following shall apply to this FAC, in accordance with Section 386.266.4, RSMo. and applicable Missouri Public Service Commission Rules governing rate adjustment mechanisms established under Section 386.266, RSMo:

The Company shall file a general rate case with the effective date of new rates to be no later than four years after the effective date of a Commission order implementing or continuing this FAC. The four-year period referenced above shall not include any periods in which the Company is prohibited from collecting any charges under this FAC, or any period for which charges hereunder must be fully refunded. In the event a court determines that this FAC is unlawful and all moneys collected hereunder are fully refunded, the Company shall be relieved of the obligation under this FAC to file such a rate case.

Prudence reviews of the costs subject to this FAC shall occur no less frequently than every eighteen months, and any such costs which are determined by the Commission to have been imprudently incurred or incurred in violation of the terms of this rider shall be returned to customers. Adjustments by Commission order, if any, pursuant to any prudence review shall be included in the FAR calculation in P above unless a separate refund is ordered by the Commission. Interest on the prudence adjustment will be included in I above.

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PPLYING TO	MISSOURI SERVICE AREA				
RIDER FAC** FUEL AND PURCHASED POWER ADJUSTMENT CLAUSE (CONT'D) **(Applicable To Calculation of Fuel Adjustment Rate for [month, day, year] through [month, day, year])					
Calculat	tion of Current Fuel Adjustment_Rate	(FAR):			
Accumi	ulation Period Ending:	Month,	Day, Year		
1. A	Actual Net Energy Cost (ANEC) (FC+PP+:	E-OSSR)	\$		
2. N	Met Base Energy Cost (B)	-	\$		
2	2.1 Base Factor (BF)	x	\$		
2	2.2 Accumulation Period Sales (S_{AP})		kWh		
3. I	Cotal Company Fuel and Purchased Power	r Difference =	\$		
3	3.1 Customer Responsibility	x	%		
4. F	uel and Purchased Power Amount to be	Recovered =	\$		
4	1.1 Interest (I)	+	\$		
4	2.2 True-Up Amount (T)	±	\$		
4	1.3 Prudence Adjustment Amount (P)	±			
5. F	uel and Purchased Power Adjustment (FPA) =	\$		
6. E	Sstimated Recovery Period Sales (S_{RP})	÷	kWh		
7. 0	Current Period Fuel Adjustment Rate (FAR_{RP}) =	\$/kWh		
8. F	Prior Period Fuel Adjustment Rate (FA	R _{RP-1}) +	\$/kWh		
9. F	uel Adjustment Rate (FAR)	=	\$/kWh		
10 S	Secondary Voltage Adjustment Factor (VAF _{SEC})	1.0575		
11. F	TAR for Secondary Customers (FAR $_{ m SEC}$)		\$/kWh		
12. F	Primary Voltage Adjustment Factor (VA	F _{PRI})	1.0252		
13. F	TAR for Primary Customers (FAR $_{ t PRI}$)		\$/kWh		
1/ п	ransmission Voltage Adjustment Facto	~ (\\\\\\\\\\\\\\\\\\\\\\\\\\\\\\\\\\\\	0.9917		
	TAR for Transmission Customers (FAR $_{ m TRAI}$		\$/kWh		
13. 1	AN TOT TRANSMISSION CUSCOMETS (FANTRAN	N /	ψ/ KWII		
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