ANHEUSER-BUSCH COMPANIES, INC.
Form 4
April 29, 2008

# FORM 4

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

OMB APPROVAL

| | |
|---|---|
| OMB Number: | 3235-0287 |
| Expires: | January 31, 2005 |
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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 *
BAKER W RANDOLPH

(Last) (First) (Middle)

ONE BUSCH PLACE

(Street)

ST. LOUIS, MO 63118-1852

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading Symbol
ANHEUSER-BUSCH COMPANIES, INC. [BUD]

3. Date of Earliest Transaction (Month/Day/Year)
04/28/2008

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

_____ Director _____ 10% Owner
__X__ Officer (give title below) _____ Other (specify below)
VP and CFO

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) |
|---|---|---|---|---|---|---|---|---|---|---|
| | | | Code | V | Amount | (A) or (D) | Price | | | |
| Common Stock ($1 par value) | | | | | | | | 235,699 | D | |
| Common Stock ($1 par value) | | | | | | | | 41,200 | I | TR UA Spouse's trusts FBO daughters |
| Common Stock ($1 par value) | | | | | | | | 5,360 | I | By daughters |
| | | | | | | | | 33,520 (1) | I | 401(k) plan |

Common Stock ($1 par value)

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474 (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) | |
|---|---|---|---|---|---|---|---|---|---|---|---|
| | | | | Code | V | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| Employee Stock Options (Right to Buy) | $ 43.8 | 04/28/2008 | | J(2) | | | 50,430 | 11/23/2006 | 11/22/2015 | Common Stock | 50,430 |
| Employee Stock Options (Right to Buy) | $ 46.37 | 04/28/2008 | | J(2) | | | 58,274 | 11/21/2007 | 11/20/2016 | Common Stock | 58,274 |
| Employee Stock Options (Right to Buy) | $ 51.89 | 04/28/2008 | | J(3) | | | 70,032 | 04/28/2008 | 11/27/2017 | Common Stock | 70,032 |
| Phantom Stock Units | (4) | | | | | | | (5) | (5) | Common Stock | (5) |

# Reporting Owners

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

BAKER W RANDOLPH
ONE BUSCH PLACE
ST. LOUIS, MO 63118-1852

VP and CFO

# Signatures

| | |
|---|---|
| W. Randolph Baker | 04/29/2008 |
| **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)** | Based on the latest plan statement as of March 31, 2008. |
| **(2)** | Reporting person transferred options to Family Limited Partnership. |
| **(3)** | The vesting of these options which were granted on 11/28/07 was accelerated upon transfer of the options to reporting person's Family Limited Partnership. |
| **(4)** | Each phantom share represents the value of one actual share of Common Stock. |
| **(5)** | Represents reporting person's interest in phantom shares of Anheuser-Busch Companies, Inc. resulting from participation in the Anheuser-Busch 401(k) Restoration Plan. Phantom shares have no exercise feature nor any expiration date. |

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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